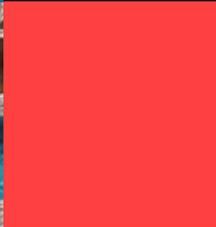
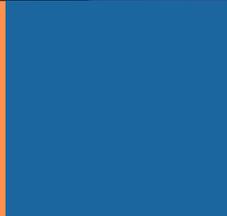
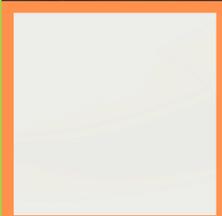




# Annual Report 2025



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# COMPANY OVERVIEW

## BOARD OF DIRECTORS

### **Mr. Aditya Sharma**

Managing Director

### **Mr. Narendra Parameswarappa Kotehall**

Whole-Time Director

### **Mr. Purushottam Brijlal Sharma**

Whole-Time Director

### **Mr. Rohit Krishnakumar Sharma**

Director

### **Mr. Kabir Radheyshyam Sharma**

Director

### **Mr. Manojkumar Shyamsunder Sharma**

Director

### **Mr. Amit Kumar Mundra**

Independent Director (Resigned w.e.f. June 03, 2025)

### **Mrs. Daya Amit Bansal**

Independent Director

### **Mrs. Ketan Damji Saiya**

Independent Director

# COMPANY OVERVIEW

## KEY MANAGERIAL PERSONNEL

**Mr. Aditya Sharma**

Managing Director

**Mr. Shankarlal Kedarmal Agarwal**

Chief Financial Officer

**Mr. Gourav Mundra**

Company Secretary

## BANKERS

**ICICI Bank Limited, Bank of India, Kotak Mahindra Bank**

## STATUTORY AUDITOR

**M/s. Mittal & Associates**, Chartered Accountants  
(Firm Registration No. 106456W) B-603, Raylon  
Arcade, RK Mandir Road Kondivita, JB Nagar Andheri  
(East), Mumbai-400059.

# COMPANY OVERVIEW

## SECRETARIAL AUDITORS

**NKM & Associates, Company Secretary**

## INTERNAL AUDITOR

**M/s. R K Karwa & Associates LLP** (Firm Registration No. 012170N/N500072)

## REGISTRAR AND SHARE TRANSFER AGENT INFORMATION

### **MUFG LINK INTIME INDIA PRIVATE LIMITED**

C 101, 247 Park, Lal Bahadur Shastri Marg, Surya Nagar,  
Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra  
400083 Tel: 022 4918 6000 Email Id:  
mumbai@in.mpms.mufg.com

## REGISTERED OFFICE AND CONTACT DETAILS AND WEBSITE

**106-107, Advent Atria, Chincholi Bunder Road, Malad  
(West), Mumbai-400064**  
**Email ID: [accounts@unilexcolours.in](mailto:accounts@unilexcolours.in)**  
**Website: [www.unilexcolours.in](http://www.unilexcolours.in)**

# CHAIRMAN MESSAGE

## Dear Shareholders,

It is with immense pride, deep gratitude, and a strong sense of responsibility that I present this year's Annual Report to our esteemed shareholders, employees, partners, and all those associated with Unilex Colours and Chemicals Ltd.

This document is more than just an annual report—it represents our vision, roadmap, and the essence of who we are as a company. It offers insights into our achievements, the challenges we've faced, and our plans to shape a sustainable and forward-looking future.



**Mr. Purushottam Brijlal Sharma**  
Chairman and Whole-Time Director

## Global Landscape and Our Resilience

The global economy has experienced unprecedented turmoil, marked by persistent challenges and uncertainties. Amidst this volatile environment, I commend the leadership, resilience, and unwavering commitment of our team. Their efforts, combined with a growth-oriented approach and the solid foundation of Unilex, have enabled us to move forward with confidence.

## Financial Performance Highlights

Our balance sheet as of 31st March 2025 reflects strong financial discipline and focus. We successfully generated positive free cash flows, maintained key accounts, and enhanced operational efficiency. By optimizing capital usage and avoiding over-utilization of working capital, we have built a foundation for financial stability—with room for further improvement in driving even greater efficiency.

## Celebrating Our Journey

Unilex has steadily evolved into a trusted and recognized name in the pigments and chemicals industry. Our products serve a broad range of sectors including paints, textiles, plastics, coatings, inks, and more. This journey has been made possible through continuous innovation, a robust culture of compliance and governance, and the relentless commitment of our employees and partners. These efforts have not only strengthened customer relationships but also ensured consistent growth and loyalty.

## **Review of Strategic Progress**

In response to global dynamics and emerging opportunities, Unilex has continued to explore new markets and expand its product portfolio. We are focused on continuous innovation, long-term sustainability, operational efficiency, and cost optimization. These strategic efforts aim to ensure product reliability, competitiveness, and quality.

Our growth is underpinned by a strong commitment to transparency, integrity, and ethical conduct—principles that earn the trust of our customers, stakeholders, and all those associated with our company.

## **Navigating Challenges**

The year brought several headwinds, including rising raw material costs, geopolitical instability, increased freight expenses, and softening global demand. Despite these challenges, our experienced leadership team and adaptive strategies enabled us to navigate the environment with agility.

We diversified our product portfolio, onboarded new suppliers, restructured our procurement strategies, and expanded our market reach. As a result, we now offer an even broader range of solutions to the coatings, plastics, and ink industries—tailored to meet specific performance needs, reduce costs, and build long-term trust.

## **Shaping the Future**

The global pigments and chemicals industry is rapidly evolving—driven by sustainability demands, technological innovation, and shifting customer expectations. At Unilex, we are well-positioned to lead this transformation.

With a strong focus on R&D, sustainable solutions, and continuous innovation, we are recognized for delivering high-quality products with consistency, timely deliveries, and end-to-end support that goes beyond products to include technical solutions and customized offerings.

For us, these global and industry challenges are not setbacks, but a launchpad—a new beginning filled with opportunities to grow responsibly, innovate meaningfully, and deliver lasting value.

## **Looking Ahead**

As we look to the future, the path is both exciting and challenging. It gives me immense satisfaction to express my sincere appreciation for your continued trust, support, and belief in our shared vision.

We remain dedicated to our values, driven by integrity, and committed to the success of all our stakeholders. On behalf of everyone at Unilex, I extend my heartfelt thanks to our shareholders, employees, partners, and associates. Together, we will continue to shape a future that brings lasting value to all.

# OUR PRODUCTS



# PAINT INDIA 2022 EXHIBITION



# CENTRAL ASIA COATINGS SHOW 2025



# INTERLALOLRASKA 2025



# NOTICE OF ANNUAL GENERAL MEETING



# NOTICE OF 24TH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT THE 24TH (TWENTY-FOURTH) ANNUAL GENERAL MEETING OF THE MEMBERS OF UNILEX COLOURS AND CHEMICALS LIMITED WILL BE HELD ON MONDAY, SEPTEMBER 29, 2025, AT 03.30 P.M. (IST), THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESSES:**

## **ORDINARY BUSINESS:**

### **1. Adoption of Financial Statements for the Financial Year ended March 31, 2025: -**

To receive, consider and adopt the financial statements of the Company for the financial year ended March 31, 2025, including the Audited Balance Sheet as on March 31, 2025, and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.

**2. To appoint a Director in place of Mr. Manojkumar Shyamsunder Sharma (DIN: 01375905), who retires by rotation in accordance with Articles of Association and being eligible, offers himself for re-appointment.**

**3. To appoint a Director in place of Mr. Purushottam Brijlal Sharma (DIN: 01416956), who retires by rotation in accordance with Articles of Association and being eligible, offers himself for re-appointment.**

## **SPECIAL BUSINESS:**

### **4. Appointment of Mrs. Alpa Nikhil Dhami (DIN: 11138016) as an Independent Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby accorded to appoint Mrs. Alpa Nikhil Dhami (DIN: 11138016), who was appointed as an Additional (Independent) Director by the Board w.e.f. June 20, 2025 and who has given her consent for appointment and has submitted declaration that she meets with the criteria of independence and is eligible for appointment as a Director and in respect of whom the Notice has been received from a Member under Section 160 of the Act proposing her candidature as Director, as an Independent Director of the Company to hold office for a term of 5 consecutive years, w.e.f. June 20, 2025, not liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the “Board”) (which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board), be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and

to settle any questions, difficulties and/or doubts that may arise in this regard in order to implement and give effect to this Resolution.”

**By Order of the Board of Directors  
For Unilex Colours and Chemicals Limited**

**sd/-  
Gourav Mundra  
Company Secretary and Compliance officer**

**Registered Office:**

106-107, Advent Atria, Chincholi Bunder Road,  
Malad (West), Mumbai-400064, Maharashtra, India

**Place: Mumbai**

**Date: September 04, 2025**

## NOTES – FORMING PART OF THE NOTICE

1. The Annual General Meeting (“AGM”) of Unilex Colours and Chemicals Limited will be held on Monday, September 29, 2025 at 03.30 p.m. through Video Conferencing (‘VC’) or other Audio-Visual Means (‘OAVM’) without the physical presence of the Members at a common venue as permitted by the Ministry of Corporate Affairs (“MCA”), vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 10/2022 dated December 28, 2022, 11/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively “SEBI Circulars”), subject to compliance of the conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars, applicable provisions of the Companies Act, 2013 (the “Act”) and the Rules made thereunder, each as amended, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, (“Listing Regulations”).
2. In line with the aforesaid Circulars, the Notice of AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, August 29, 2025. Members may note that Notice has been uploaded on the website of the Company at [www.unilexcolours.in](http://www.unilexcolours.in). The Notice can also be accessed from the websites of the Stock Exchange i.e. NSE Limited at [www.nseindia.com](http://www.nseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
3. As per the SEBI Circulars, no physical copies of the Notice of the AGM shall be sent to any Member, however a letter with the details to access the Notice of AGM will be sent to all the Members whose email address is not registered with the Company/the Company’s Registrar and Transfer Agent.
4. Since this AGM is being held through VC/OAVM, pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer Remote e-voting facility which will enable the Members to cast their votes electronically on all the resolutions set out in the Notice.
6. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
7. To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with MUFG Intime India Private Limited in case the shares are held by them in physical form.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to MUFG Intime India Private Limited in case the shares are held by them in physical form.

9. An explanatory statement setting out the material facts as required under Section 102 (1) of the Companies Act, 2013 (“Act”) is annexed hereto.
10. Please note that in accordance with the provisions of Section 72 of the Companies Act, 2013, Members are entitled to make nominations in respect of the Equity Shares held by them. Members desirous of making nominations may procure the prescribed form SH-13 from MUFG Intime India Private Limited and have it duly filled, signed and sent back to them, in respect of shares held in physical form. Members holding shares in dematerialized mode should file their nomination with their Depository Participant (DP).
11. Members desiring any clarification on accounts are requested to write to the Company at an early date through email on [cs@unilexcolours.in](mailto:cs@unilexcolours.in), so as to enable the Company to keep the information ready.
12. Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
13. The Board of Directors has appointed Ms. Nikita Kedia, Proprietor of N K M & Associates, Company Secretary (ACS 54970, CP 20414) as Scrutinizer for scrutinizing the voting process in a fair and transparent manner.
14. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter, unblock the votes cast through remote e-Voting and make a consolidated Scrutinizer’s Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing. The voting results along with the consolidated Scrutinizer’s Report shall be submitted by the Company to the Stock Exchange i.e., NSE Limited within two working days of conclusion of the AGM.
15. The Results declared along with the Report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of results by the Chairman or a person authorized by him in writing.
16. The results shall also be uploaded on the NSE Listing Portal.

**17. Process and manner for Members opting for voting through Electronic means:**

a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (“NSDL”), as the Authorized e-voting agency for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by Members using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.

- b) AnyMember holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes Member of the Company after the Notice is sent through e-mail and holding shares as of the cut-off date i.e., **Monday, September 22, 2025**, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Issuer/RTA. However, if you are already registered with NSDL for Remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/ Password” or “Physical User Reset Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free nos. 1800 1020 990 and 1800 22 44 30. In case of Individual Member holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., **Monday, September 22, 2025**, may follow steps mentioned in this Notice of the AGM under “Access to NSDL e-Voting system.”
- c) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.unilexcolours.in](http://www.unilexcolours.in). The Notice can also be accessed from the website of the Stock Exchange i.e., NSE Limited at [www.nseindia.com](http://www.nseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- d) Theremote e-voting will commence on **Friday, September 26, 2025, at 9.00 a.m. (IST)** and will end on **Sunday, September 28, 2025, at 5.00 p.m. (IST)**. During this period, the Members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. **Monday, September 22, 2025**, may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
- e) Oncethe vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
- f) Thevoting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. **Monday, September 22, 2025**.

#### **NSDL e-Voting Instructions:**

##### **How do I vote electronically using NSDL e-Voting system?**

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

##### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode**

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

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

| Type of shareholders  | Login Method  |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> |

|   |  |
|---|--|
|   | <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store      Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>   |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p>                                     | <ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol> |
| <p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>  |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

| Login type   | Helpdesk details  |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

**B)Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2:Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

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

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csnikitakedia@gmail.com](mailto:csnikitakedia@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Sr. Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

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

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

(self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@unilexcolours.in](mailto:cs@unilexcolours.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

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

#### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are
3. Otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
4. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
5. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

#### **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@unilexcolours.in](mailto:cs@unilexcolours.in). The same will be replied by the company suitably.

**By Order of the Board of Directors  
For Unilex Colours and Chemicals Limited**

**sd/-  
Gourav Mundra  
Company Secretary and Compliance officer**

**Registered Office:**

106-107, Advent Atria, Chincholi Bunder Road,  
Malad (West), Mumbai-400064, Maharashtra, India

**Place: Mumbai**

**Date: September 04, 2025**

**AS PER SECTION 102 (1) OF THE COMPANIES ACT, 2013, THE FOLLOWING EXPLANATORY STATEMENT SETS OUT ALL MATERIAL FACTS RELATING TO THE SPECIAL BUSINESS MENTIONED UNDER ITEM NUMBER 4 OF THE NOTICE DATED SEPTEMBER 04, 2025**

**ITEM NO. 04**

The Board of Directors at its Meeting held on June 20, 2025, on the basis of the recommendation made by the Nomination and Remuneration Committee and subject to approval of the Members and after taking into consideration her knowledge, background and experience, has appointed Mrs. Alpa Nikhil Dhama (DIN: 11138016) as an Additional (Independent) Director of the Company for a period of 5 years with effect from June 20, 2025, not liable to retire by rotation.

Mrs. Alpa Nikhil Dhama is qualified to be appointed as a Director in terms of Section 164 of the Act and the Company is in receipt of notice under Section 160 of the Act from a Member proposing her candidature along with her consent to act as a Director of the Company and declaration that she is meeting the criteria of independence. In terms of Regulation 25(8) of Listing Regulations, Mrs. Alpa Nikhil Dhama has confirmed that she is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties.

In the opinion of the Board, Mrs. Alpa Nikhil Dhama is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director and she is independent of the Management of the Company.

The approval of the Members is sought for the appointment of Mrs. Alpa Nikhil Dhama (DIN: 11138016) as an Independent Director of the Company in accordance with the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013.

Accordingly, the Board recommends the special resolution set out at Item No.4 for approval of the Members.

Details of Mrs. Alpa Nikhil Dhama (DIN: 11138016) pursuant to the provisions of Secretarial Standards 2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed to the notice.

Except for Mrs. Alpa Nikhil Dhama, none of the other Directors, Key Managerial Persons or their respective relatives are in any way concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 04 of this Notice, except to the extent of their respective shareholding in the Company, if any.

## ANNEXURE TO NOTICE

### Details of Directors seeking appointment/re-appointment at the Annual General Meeting pursuant to the provisions of Secretarial Standards 2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| Name of the Director                                    | Manojkumar Shyamsunder Sharma  | Purushottam Brijlal Sharma  | Alpa Nikhil Dhani  |
|---|--|---|--|
| DIN   | 01375905   | 01416956  | 11138016   |
| Date of Birth   | 01/06/1970   | 26/08/1948  | 20/09/1972   |
| Qualification   | Bachelor of Commerce   | Chartered Accountant  | Chartered Accountant   |
| Date of Appointment                                     | 01/03/2022   | 23/03/2001  | 20/06/2025   |
| Brief Resume along with Justification Note              | He has 32 years of overall experience in the chemical industry (dyes and pigments), he focuses on cost management and finance for the company. | He has over 37 years of experience in the chemical industry (dyes and pigments). He oversees the overall business operations of the company, including the Business Development and Finance departments. Under his guidance, the company has witnessed continuous growth, and he has been instrumental in the business's success. | She specializes in traditional areas of direct and indirect taxation, financial accounting, and business advisory. Offers end-to-end services in Income Tax Compliance, GST Filings & Structuring, Audit & Assurance, and Management Accounting. Possesses in-depth knowledge of the operational and compliance challenges faced by manufacturing industries, and provides strategic guidance on cost optimization, tax planning, financial reporting, and regulatory adherence. |
| Relationship with Directors                             | He is not related to any of the existing directors or the key managerial personnel or the promoters of the Company.                            | Father of Aditya Sharma.  | She is not related to any of the existing directors or the key managerial personnel or the promoters of the Company.   |
| No. of Board Meetings attended during the year          | 16   | 15  | Nil  |
| Terms and conditions of re-appointment and remuneration | Liable to retire by rotation.  | Liable to retire by rotation.   | Not liable to retire by rotation.  |
| Expertise in specific functional areas                  | Cost Management & Finance.   | Chemical industry (dyes and pigments)   | Direct and Indirect taxation.  |

|  |                             |                             |     |
|--|-----------------------------|-----------------------------|-----|
| Directorships held in other public companies (excluding foreign companies and Section 8 companies) | 1.Unisynth Overseas Limited | 1.Unisynth Overseas Limited | Nil |
| Memberships / Chairmanships of committees of other public companies                                | Nil                         | Nil                         | Nil |
| Name of listed Companies from which Director has resigned in past three years                      | Nil                         | Nil                         | Nil |
| Number of Shares held in the Company   | 22,50,000                   | 8,58,000                    | Nil |

**By Order of the Board of Directors  
For Unilex Colours and Chemicals Limited**

sd/-  
**Gourav Mundra**  
Company Secretary and Compliance officer

**Registered Office:**

106-107, Advent Atria, Chincholi Bunder Road,  
Malad(West), Mumbai-400064, Maharashtra, India

**Place: Mumbai**

**Date: September 04, 2025**

# BOARD'S REPORT

The Members

**Unilex Colours and Chemicals Limited**

Mumbai

Your Directors have the immense pleasure to present the 24th (Twenty-Fourth) Board's Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2025.

## **1. FINANCIAL AND OPERATIONAL PERFORMANCE**

The Company's financial performance for the year ended March 31, 2025, is summarized below:

(In lakhs)

| Particulars                          | Year ended March 31, 2025 | Year ended March 31, 2024 |
|--------------------------------------|---------------------------|---------------------------|
| <b>Total Income (Revenue)</b>        | <b>15,781.18</b>          | <b>14,932.88</b>          |
| Less: Expenses                       | 14,917.36                 | 14,104.53                 |
| <b>Profit/(Loss) before taxation</b> | <b>863.82</b>             | <b>828.35</b>             |
| Less: Tax Expense                    | 222.62                    | 211.68                    |
| <b>Profit/(Loss) after tax</b>       | <b>641.20</b>             | <b>616.67</b>             |

## **2. OPERATIONS & STATE OF COMPANY'S AFFAIRS**

During FY 2024–25, the Company has earned a profit before tax of Rs. 863.82 lakhs as against profit of Rs. 828.35 lakhs in the previous year. The net profit for the year 2024-25 stood at Rs. 641.20 lakhs against profit of Rs. 616.67 lakhs reported in the previous year.

The Company continues to focus on strengthening its operational framework and establishing a solid foundation for future growth. Your directors remain confident in the Company's long-term prospects and are optimistic about continued improvement in performance in the years ahead.

## **3. CHANGES IN THE NATURE OF BUSINESS, IF ANY**

During the year the Company is engaged in the business as producers, manufacturers, importers, exporters of and dealers in all kinds of paints, pigments, distempers, writing, printing and ink of all other kinds and raw materials used for the preparation of the above and to do the business of manufacturing, fabricating, developing, improving, repairing or otherwise dealing in all such machinery, plant, equipment and other related facilities for the production of the aforesaid colours, pigments and procure, produce, manufacture, deal, trade in dispose off all types of flotation, re-agents, wetting agents, dye-stuffs, catalytic agents, direct colours, basic colours, pigments, alkalies and products derived from phosphate, lime-stone, natural gas and other natural deposits, bauxite mines, useful or suitable in the manufacture of chemicals, chemical products etc.

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

## **4. DIVIDEND AND RESERVES**

Your Directors do not recommend any dividend for the financial year ending on March 31, 2025.

During the year under review, no amount is proposed to be transferred to the General Reserve of the Company.

## **5. INITIAL PUBLIC OFFER OF EQUITY SHARES**

Your Directors are pleased to inform you that, the Company has completed its Initial Public Offer (“IPO”) of 36,00,000 Equity Shares of face value of 10/- each at an issue price of Rs. 87/- aggregating to Rs. 31,32,00,000/- (Rupees Thirty-One Crore Thirty-Two Lakhs only).

The Offer was made pursuant to Regulation 6(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The equity shares of the Company were listed on NSE Limited on October 03, 2024.

## **6. SHARE CAPITAL**

The Authorized Share Capital of the Company is Rs. 15,00,00,000 (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakhs only) equity shares of Rs. 10/- each ranking pari-passu in all respect with the existing Equity Shares of the Company.

The issued, subscribed and paid-up share capital of the Company as on March 31, 2025 is Rs. 13,61,70,000 (Thirteen Crore Sixty-One Lakhs Seventy Thousand only) divided into 1,36,17,000 (One Crore Thirty-Six Lakhs Seventeen Thousand only) Equity shares of Rs. 10 each fully paid-up.

During the period under review, the Company has allotted 36,00,000 Equity shares on September 30, 2024, pursuant to Initial Public Offering (“IPO”).

The Company has not issued any shares with differential voting rights or sweat equity shares during the year, and accordingly, no disclosures are required under Rule 8(13) of the Companies (Share Capital and Debentures) Rules, 2014.

Further, there are no shares held by trustees for the benefit of employees; hence, the provisions of Rule 16(4) of the said Rules are not applicable.

## **7. LISTING**

The Company’s equity shares continue to remain listed on the SME Platform of NSE Limited under Scrip Code UNILEX. The Company has duly paid the annual listing fees for the financial year 2024–25.

There are no instances of non-compliance with the listing obligations, and the Company has complied with all applicable rules, regulations, and guidelines issued by NSE and SEBI during the year arrears

## **8. SUBSIDIARY AND ASSOCIATES COMPANIES**

As on March 31, 2025, the Company has no Subsidiary or Associates or Joint Venture Company.

There are no companies which have become or ceased to be the Subsidiary or Associates or Joint Venture of the Company during the financial year ended on March 31, 2025.

## **9. CONSOLIDATED FINANCIAL STATEMENT**

The Company was not required to consolidate its financial statements in terms of the provision of Section 129(3) of the Companies Act, 2013 and Rules made there-under during the financial year.

## **10. CORPORATE GOVERNANCE**

As a Small and Medium-sized Enterprise (SME) listed on the SME exchange of NSE Limited, the Company is exempt from complying with certain corporate governance provisions. Specifically, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, compliance with corporate governance requirements specified in Regulations 17 to 27, clauses (b) to (i) of sub-regulation 2 of Regulation 46, and Para C, D, and E of Schedule V is not mandatory. Therefore, corporate governance does not form part of this Board's Report

However, the Company is committed to adhering to good corporate governance practices. We are working diligently to ensure that our governance practices align with the highest standards and contribute to the overall integrity and transparency of the organization.

## **11. PUBLIC DEPOSITS**

The Company has not accepted any deposit falling under Chapter V of the Companies Act, 2013 ("The Act") during the year under review. There were no such deposits outstanding at the beginning and end of the FY 2024-25.

## **12. ANNUAL RETURN**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return for the financial year ended on March 31, 2025 will be available on the website of the Company at [www.unilexcolours.in](http://www.unilexcolours.in) under Investor relation tab.

## **13. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

- In terms of the provision of section 152 of the Companies Act, 2013 and of Articles of Association of the Company, Mr. Manojkumar Shyamsunder Sharma (DIN: 01375905) and Mr. Purushottam Brijlal Sharma (DIN: 01416956), Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment. Brief profile of the Director seeking re-appointment has been given as an annexure to the Notice of the ensuing AGM.
- The Company has also received Form DIR-8 from all the Directors pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014.
- All Independent Directors have furnished the declarations to the Company confirming that they meet the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16 (1)(b) read with Regulation 25(8) of the SEBI Listing Regulations and the Board has taken on record the said declarations after undertaking due assessment of the veracity of the same.
- During the year 2024-25, following Directors/KMP were appointed:
  - a. Mrs. Daya Amit Bansal was appointed as Non-Executive Independent Director of the Company w.e.f. May 07, 2024.

After the closure of the financial year, the following Directors/KMP were appointed:

- Mr. Amit Kumar Mundra resigned from the position of Non-Executive Independent Director of the Company w.e.f. June 03, 2025

- Mrs. Alpa Nikhil Dhami was appointed as Additional Director in the category of Non-Executive Independent Director of the Company w.e.f. June 20, 2025, and is eligible to be regularized as Director (Non-Executive Independent Director) of the Company in ensuing Annual General Meeting.

#### **14. MEETINGS**

The Board of Directors of your Company met 16 (Sixteen) times during the financial year 2024-25. The maximum time gap between any two consecutive Meetings did not exceed one hundred and twenty days.

#### **15. BOARD OF DIRECTORS AND COMMITTEES THERE OF**

##### **i. Composition of the Board of Directors**

The Company is fully compliant with the Corporate Governance norms in terms of constitution of the Board of Directors (“the Board”). The Board of the Company is composed of individuals from diverse fields. The Board of the Company is composed of Executive, Non-Executive and Independent Directors.

The composition of the Board also complies with the provisions of the Companies Act, 2013 and Regulation 17 (1) of SEBI (LODR) Regulations, 2015.

As on March 31, 2025, the strength of the Board of Directors of the Company was at Nine Directors comprising of Six Executive and Three Non-Executive Independent Directors. 1/3rd of the Board comprised of Independent Directors. The details of the Board of Directors as on March 31, 2025 are given below:

| Name of the Director           | Designation                    | Date of Joining | No. of Directorships / Committee Memberships/ Chairmanships |   |                       |                         |
|--------------------------------|--------------------------------|-----------------|---|---|-----------------------|-------------------------|
|                                |                                |                 | Public Limited Companies (including this)                   | Private Limited and Section 8 Companies | Committee Memberships | Committee Chairmanships |
| Mr. Aditya Sharma              | Managing Director              | 23.03.2001      | 02  | 02                                      | 02                    | Nil                     |
| Mr. Purushottam Brijlal Sharma | Chairman & Whole-time Director | 23.03.2001      | 02  | Nil                                     | 01                    | Nil                     |
| Mr. Kabir Radheyshyam Sharma   | Executive Director             | 01.03.2022      | 01  | 02                                      | Nil                   | Nil                     |

|                                      |                      |            |    |     |     |     |
|--------------------------------------|----------------------|------------|----|-----|-----|-----|
| Mr. Manojkumar Shyamsunder Sharma    | Executive Director   | 01.03.2022 | 02 | 02  | 01  | Nil |
| Mr. Rohit Krishnakumar Sharma        | Executive Director   | 01.03.2022 | 01 | 02  | Nil | Nil |
| Mr. Narendra Parameswarappa Kotehall | Whole-Time Director  | 23.03.2001 | 01 | Nil | Nil | Nil |
| Mrs. Daya Amit Bansal                | Independent Director | 07.05.2024 | 02 | Nil | Nil | 02  |
| Mr. Ketan Damji Saiya                | Independent Director | 12.03.2024 | 02 | 01  | 02  | 01  |
| Mr. Amit Kumar Mundra*               | Independent Director | 12.03.2024 | 03 | Nil | 02  | 01  |

\* Mr. Amit Kumar Mundra resigned from the position of Non-Executive Independent Director of the Company w.e.f. June 03, 2025.

As on March 31, 2025, Mr. Aditya Sharma holds 22,53,000 equity shares, Mr. Kabir Sharma, Mr. Manojkumar Sharma, Mr. Rohit Sharma holds 22,50,000 equity shares respectively, Mr. Purushottam Sharma holds 8,58,000 equity shares, Mr. Narendra Kotehall holds 1,44,000 equity shares. Mr. Krishnakumar Sharma, Mrs. Manjula Sharma, Mr. Radheyshyam Sharma and Mr. Shyamsunder Sharma, relatives of the Directors, hold 3000 equity shares of the Company respectively. Except above, no other Director or their relative holds shares in the Company.

## ii. Board Meetings

During the financial year under review, 16 (Sixteen) Board meetings were held on 06.05.2024, 13.05.2024, 15.05.2024, 19.06.2024, 20.06.2024, 26.06.2024, 06.07.2024, 09.09.2024, 18.09.2024, 24.09.2024, 29.09.2024, 30.09.2024, 25.10.2024, 13.12.2024, 12.02.2025, 21.02.2025. The gap between two Board meetings was in compliance with the provisions of the Act. Details of Directors as on March 31, 2025, and their attendance at the Board meetings and Annual General Meeting (“AGM”) during the financial year ended March 31, 2025, are given below:

| Name of the Director                 | Category                       | No. of the Meeting entitled to attend | No. of the Meeting attended | Attended at AGM |
|--------------------------------------|--------------------------------|---------------------------------------|-----------------------------|-----------------|
| Mr. Aditya Sharma                    | Managing Director              | 16                                    | 16                          | Yes             |
| Mr. Purushottam Brijlal Sharma       | Chairman & Whole-time Director | 16                                    | 15                          | Yes             |
| Mr. Kabir Radhey shyam Sharma        | Executive Director             | 16                                    | 16                          | Yes             |
| Mr. Manojkumar Shyamsunder Sharma    | Executive Director             | 16                                    | 16                          | Yes             |
| Mr. Rohit Krishna kumar Sharma       | Executive Director             | 16                                    | 15                          | Yes             |
| Mr. Narendra Parameswarappa Kotehall | Whole Time Director            | 16                                    | 14                          | Yes             |
| Mrs. Daya Amit Bansal                | Independent Director           | 15                                    | 6                           | Yes             |
| Mr. Ketan Damji Saiya                | Independent Director           | 16                                    | 6                           | Yes             |
| Mr. Amit Kumar Mundra*               | Independent Director           | 16                                    | 4                           | Yes             |
| Mr. Shankarlal Kedarmal Agarwal      | Chief Financial Officer        | 16                                    | 16                          | Yes             |

*\*Mr. Amit Kumar Mundra resigned from the position of Non-Executive Independent Director of the Company w.e.f. June 03, 2025.*

### iii. Audit Committee:

As on March 31, 2025, the Composition of the Committee and Meetings held and attended by each member are as follows:

| Name of the Member     | Category             | Position    | Meetings |          |
|------------------------|----------------------|-------------|----------|----------|
|                        |                      |             | Held     | Attended |
| Mrs. Daya Amit Bansal  | Independent Director | Chairperson | 5        | 5        |
| Mr. Amit Kumar Mundra* | Independent Director | Member      | 5        | 3        |
| Mr. Aditya Sharma      | Managing Director    | Member      | 5        | 5        |

\* Mr. Amit Kumar Mundra resigned from the position of Non-Executive Independent Director of the Company w.e.f. June 03, 2025.

During the year under review, five (5) meetings of the Audit Committee were held on June 20, 2024, June 26, 2024, June 27, 2024, October 25, 2024, and February 21, 2025.

#### Terms of reference:

- 1) Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- 2) Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- 3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors
- 4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - b. changes, if any, in accounting policies and practices and reasons for the same;
  - c. major accounting entries involving estimates based on the exercise of judgment by management;
  - d. significant adjustments made in the financial statements arising out of audit findings;
  - e. compliance with listing and other legal requirements relating to financial statements;
  - f. disclosure of any related party transactions;
  - g. modified opinion(s) in the draft audit report.

- 5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- 6) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;
- 7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- 8) approval or any subsequent modification of transactions of the listed entity with related parties;
- 9) scrutiny of inter-corporate loans and investments;
- 10) valuation of undertakings or assets of the listed entity, wherever it is necessary;
- 11) evaluation of internal financial controls and risk management systems;
- 12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- 13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- 14) discussion with internal auditors of any significant findings and follow up there on;
- 15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- 16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- 17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- 18) to review the functioning of the whistle blower mechanism;
- 19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- 20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- 21) reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- 22) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- 23) Such roles as may be delegated by the Board and/or prescribed under the Companies Act, 2013 and SEBI Listing Regulations or other applicable law.

Further, the Audit Committee shall mandatorily review the following:

- 1) management discussion and analysis of financial condition and results of operations;

- 2) management letters/ letters of internal control weaknesses issued by the statutory auditors;
- 3) internal audit reports relating to internal control weaknesses;
- 4) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee; and
- 5) statement of deviations:
  - a. quarterly/ half yearly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI ICDR Regulations;
  - b. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI ICDR Regulations.

#### iv. Nomination and Remuneration Committee

As on March 31, 2025, the Composition of the Committee and Meetings held and attended by each member are as follows:

| Name of the Member     | Category             | Position    | Meetings |          |
|------------------------|----------------------|-------------|----------|----------|
|                        |                      |             | Held     | Attended |
| Mrs. Daya Amit Bansal  | Independent Director | Chairperson | 1        | 1        |
| Mr. Amit Kumar Mundra* | Independent Director | Member      | 1        | 1        |
| Mr. Ketan Damji Saiya  | Independent Director | Member      | 1        | 1        |

\* Mr. Amit Kumar Mundra resigned from the position of Non-Executive Independent Director of the Company w.e.f. June 03, 2025.

During the year under review, one (1) meeting of the Nomination and Remuneration Committee were held on September 09, 2024.

**Terms of reference:** formulating the criteria for determining qualifications, positive attributes and

1. independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees; For the appointment of an independent director, the committee shall evaluate the balance of skills, knowledge and experience on the Board and
2. on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the board of directors of the Company for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. Consider the time commitments of the candidates.
3. formulation of criteria for evaluation of performance of independent directors and the board of directors;
4. devising a policy on diversity of board of directors;
5. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
6. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

7. recommend to the board, all remuneration, in whatever form, payable to senior management;
8. Performing such other functions as may be delegated by the Board and/or prescribed under the SEBI Listing Regulations, Companies Act, each as amended or other applicable law.

#### **v. Stakeholders Relationship Committee**

As on March 31, 2025, the Composition of the Committee and Meetings held and attended by each member are as follows:

| Name of the Member     | Category             | Position    | Meetings |          |
|------------------------|----------------------|-------------|----------|----------|
|                        |                      |             | Held     | Attended |
| Mr. Amit Kumar Mundra* | Independent Director | Chairperson | 1        | Nil      |
| Mr. Aditya Sharma      | Managing Director    | Member      | 1        | 1        |
| Mr. Ketan Damji Saiya  | Independent Director | Member      | 1        | 1        |

\* Mr. Amit Kumar Mundra resigned from the position of Non-Executive Independent Director of the Company w.e.f. June 03, 2025.

During the year under review, 1 (One) Stakeholders Relationship Meeting was held on February 21, 2025

#### **Terms of reference:**

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
2. Review of measures taken for effective exercise of voting rights by shareholders;
3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;
5. Such roles as may be delegated by the Board and/ or prescribed under the Companies Act, 2013 and SEBI Listing Regulations or other applicable law.

During the financial year 2024–25, the Committee met once to review and resolve shareholder grievances and queries. All members of the Committee were present during the Meeting. Mr. Gourav Mundra, Company Secretary is the Compliance Officer of the Company.

#### **16. BOARD EVALUATION, INDUCTION AND TRAINING OF BOARD MEMBERS**

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out an annual performance evaluation of its own performance, the Independent Directors individually as well as evaluation of the working of the Board and its Committees, culture, execution and performance of specific duties, obligations, and governance.

The performance evaluation of the Independent Directors has been completed. The Independent Directors conducted the performance evaluation of the Chairman and the Non-independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

- 17. CRITERIA FOR SELECTION OF CANDIDATES FOR APPOINTMENT AS DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL** The Nomination and Remuneration Committee has laid down well-defined criteria, in the Nomination and Remuneration Policy, for selection of candidates for appointment as Directors, Key Managerial Personnel and Senior Management Personnel.

The said Policy is available on the Company's website [www.unilexcolours.in](http://www.unilexcolours.in)

**18. GENERAL MEETING**

The Annual General Meeting of the Company was held at its registered office for the Financial Year 2024-25.

| Financial Year | Nature of Meeting | Time (IST) | Date       |
|----------------|-------------------|------------|------------|
| 2024-25        | EGM               | 10:00 a.m. | 07.05.2024 |
| 2024-25        | AGM               | 04.30 p.m. | 13.09.2024 |

**19. REGISTRAR AND SHARE TRANSFER AGENT INFORMATION**

**MUFG Intime India Private Limited**

C-101, Embassy 247, LBS. Marg,

Vikhroli (West), MUMBAI – 400083

Tel: 022 4918 6000

Email Id:- [mumbai@in.mpms.mufg.com](mailto:mumbai@in.mpms.mufg.com)

**20. PARTICULARS CRITERIA FOR SELECTION OF CANDIDATES FOR APPOINTMENT AS DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT PERSONNEL**

The Nomination and Remuneration Committee has laid down well-defined criteria, in the Nomination and Remuneration Policy, for selection of candidates for appointment as Directors, Key Managerial Personnel and Senior Management Personnel.

The said Policy is available on the Company's website and can be accessed by weblink [www.unilexcolours.in](http://www.unilexcolours.in)

**21. INDEPENDENT DIRECTORS**

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfill the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations and are independent of management.

During the financial year 2024-25, one (1) meeting of the Independent Directors was held on March 27, 2025,

inter-alia, to review the following:

- (i) Review performance of non-independent directors and the Board of Directors as a whole.
- (ii) Review performance of the Chairperson of the Company.

- (iii) Assess the quality, quantity, and timeliness of the flow of information between the management of the Company and the Board of Directors that is necessary for the Board to perform their duties effectively and reasonably.

The meeting was attended by all the Independent Directors.

The familiarization program and other disclosures as specified under SEBI (LODR) Regulations, 2015 is available on the Company's website [www.unilexcolours.in](http://www.unilexcolours.in)

## **22. A STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE, AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR**

The Company has received a declaration from the Independent Directors that they meet the criteria of independence as prescribed under Section 149 of the Act and Regulation 16 (1)(b) read with Regulation 25(8) of the SEBI Listing Regulations. In the opinion of the Board, they fulfil the condition for appointment/re-appointment as Independent Directors on the Board and possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5) (iiia) of the Companies (Accounts) Rules, 2014.

## **23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY**

The particulars of loans, guarantees, and investments made by the Company during the financial year, as required under the provisions of Section 186 of the Companies Act, 2013, are disclosed in the notes to the financial statements, which form an integral part of this Annual Report.

## **24. NON-DISQUALIFICATION OF DIRECTORS**

None of the Directors of the Company has been debarred or disqualified from being appointed or continuing as director of Companies.

## **25. CODES AND POLICIES**

All statutory codes and policies as required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been duly adopted by the Company.

These include, among others:

- Code of Conduct for Directors and Senior Management
- Code of Fair Disclosure
- Insider Trading Policy
- Related Party Transaction Policy
- Nomination and Remuneration Policy
- Whistle-Blower Policy
- CSR Policy
- Risk Management Policy
- Archival and Document Preservation Policy

The above-mentioned policies are available on the Company's website and can be accessed at: [www.unilexcolours.in](http://www.unilexcolours.in)

**26. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE ACT AND MATERNITY BENEFIT ACT**

**A. Sexual Harassment of Women at Workplace**

In accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Companies (Accounts) Second Amendment Rules, 2025, the Company has implemented a comprehensive Prevention of Sexual Harassment (POSH) Policy.

An Internal Complaints Committee (ICC) is duly constituted at the corporate level to deal with complaints related to sexual harassment at the workplace. The policy covers all categories of employees, including permanent, temporary, contractual, interns, and trainees.

During the financial year ended March 31, 2025, the following is disclosed in accordance with the amended rules:

| Particulars  | Number   |
|--|----------|
| Complaints received during the financial year        | 0        |
| Complaints disposed of during the year               | 0        |
| Complaints pending beyond 90 days                    | 0        |
| <b>Total complaints pending as on March 31, 2025</b> | <b>0</b> |

The Company has also conducted awareness programs and training for employees and ICC members during the year. The ICC functions independently and ensures a safe, respectful, and inclusive workplace environment.

**B. Compliance with the Maternity Benefit Act, 1961**

In accordance with Rule 8A of the Companies (Accounts) Rules, 2014 (inserted via the Companies (Accounts) Second Amendment Rules, 2025), the Company hereby confirms that it has complied with the provisions of the Maternity Benefit Act, 1961.

The Company remains committed to providing a safe, equitable, and inclusive workplace for all its employees.

**27. WHISTLE BLOWER POLICY**

The Company has adopted a Whistle Blower Policy to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and provides for direct access to the Chairman of the Audit Committee. It is affirmed that no person has been denied access to the Audit Committee.

The said Policy is available on the Company website and can be accessed by weblink [www.unilexcolours.in](http://www.unilexcolours.in)

**28. REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT EMPLOYEES**

The Nomination and Remuneration Committee has laid down the framework for remuneration of

Directors, Key Managerial Personnel and Senior Management Personnel in the Nomination and Remuneration Policy recommended by it and approved by the Board of Directors. The Policy, inter-alia, defines Key Managerial Personnel and Senior Management Personnel of the Company and prescribes the role of the Nomination and Remuneration Committee. The Policy lays down the criteria for identification, appointment and retirement of Directors and Senior Management. The Policy broadly lays down the framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. The Policy also provides for the criteria for determining qualifications, positive attributes and independence of Director and lays down the framework on Board diversity.

The said Policy is available on the Company's website and can be accessed by weblink [www.unilexcolours.in](http://www.unilexcolours.in)

### **29. RELATED PARTY TRANSACTIONS AND POLICY**

All the transactions/contracts/arrangements of the nature as specified in Section 188(1) of the Companies Act, 2013 entered by the Company during the year under review with related party(ies) are in the ordinary course of business and on arms' length basis.

The particulars of related party transaction at arms' length basis are disclosed in Board report and marked as "Annexure-A".

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

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

### **31. MATERIAL CHANGES AND COMMITMENT IF ANY, AFFECTING FINANCIAL POSITION OF THE COMPANY FROM THE END OF FINANCIAL YEAR TILL THE DATE OF THE REPORT**

During the year under review, the Company vide Prospectus dated September 29, 2024 issued its securities via Initial Public Offering and the Company got listed on NSE Emerge stock exchange on October 03, 2024. Therefore, the Company now being a Listed Company, the Financial Position of the Company is varied.

### **32. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of section 134(5) of the Companies Act, 2013, the Directors confirm that;

- i. in the preparation of the Annual Accounts for the year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to departures, if any;
- ii. appropriate accounting policies have been selected and applied consistently and such judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025 and of the profit of the Company for the year ended on that date
- iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the annual accounts have been prepared on a "going concern" basis;
- v. proper internal financial controls are laid down and such internal financial controls are adequate and operating effectively;
- vi. proper systems to ensure compliance with the provisions of all applicable laws have been devised and such systems were adequate and operating effectively.

Your Auditors have opined that the Company has in all material respects, maintained adequate internal financial controls over financial reporting and that they were operating effectively.

### **33. STATUTORY AUDIT**

M/s. Mittal & Associates, Chartered Accountants (Firm Registration No. 106456W), were appointed as the Statutory Auditors of the Company at the 23rd Annual General Meeting, to hold office for a term of five consecutive years, until the conclusion of the 28th Annual General Meeting, to be held for the financial year ending March 31, 2025.

The Auditors' Report on the financial statements for the financial year ended March 31, 2025, states that the Company has made shortfall payment of Rs. 1.61 Lakhs towards Corporate Social Responsibility activities "other than Ongoing Projects" for which the Company has transferred the unspent amount fund specified in Schedule VII on September 03, 2025. The Notes regarding the financial statements, as referred to in the Auditors' Report, are self-explanatory and do not require any further explanation from the Board.

Further, pursuant to Section 143 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as amended, the Statutory Auditors have not reported any instance of fraud committed by the Company's officers or employees during the year under review.

### **34. REPORTING OF FRAUD**

There was no instance of fraud during the year under review, which required the Statutory Auditors to report under Section 143(12) of the Act and the Rules made thereunder.

### **35. COST AUDITOR AND COST RECORDS**

We are aware of the potential applicability of cost audit requirements and will ensure the timely appointment of a cost auditor if the need arises, in accordance with the Act.

### **36. SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed NKM & Associates, a Company Secretary, to carry out the Secretarial Audit for the financial year ended March 31, 2025.

The Secretarial Audit Report issued by the Secretarial Auditor is annexed to the Report as "**Annexure B**". The qualifications, reservations, or adverse remarks are self-explanatory.

Further, A certificate has been issued by M/s. NKM & Associates., Company Secretaries in practice, confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as director by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The certificate is annexed as "**Annexure C**" to this Report.

### **37. INTERNAL AUDITOR:**

In accordance with the provisions of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions, if any, the Company has

appointed M/s. R K Karwa & Associates LLP (Firm Registration No. 012170N/N500072) Chartered Accountants, as the Internal Auditors of the Company for the financial year 2024–25.

The Internal Auditors periodically review the adequacy of internal control systems and the efficiency of business processes, and their findings and recommendations are reviewed by the Audit Committee from time to time for implementation and continuous improvement.

### **38. SECRETARIAL STANDARDS**

The Company has complied with the applicable SS-1 (Secretarial Standard on Meetings of the Board of Directors) and SS-2 (Secretarial Standard on General Meetings) issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

### **39. TRANSFER OF UNCLAIMED DIVIDEND AND EQUITY SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

Pursuant to Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund Rules), 2016 (“the IEPF Rules”), during the year under review, no amount of Unclaimed dividend and corresponding equity shares were due to be transferred to IEPF account.

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

Your Company has an effective internal control and risk-mitigation system that is continuously assessed and strengthened through the implementation of new or revised standard operating procedures. The internal control system of the company is aligned with its size, scale, and complexity of operations.

The primary focus of the internal audit is to test and review controls, assess risks, evaluate business processes, and compare controls with industry best practices. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and provides recommendations for improvements. The company utilizes a robust Management Information System, which is an integral part of the control mechanism.

The Audit Committee, along with the Statutory Auditors and Business Heads, is regularly briefed on the findings of the internal audit and the corrective actions taken. The audit function plays a vital role in providing assurance to the Board of Directors. Noteworthy audit observations and the corresponding corrective actions implemented by the management are presented to the Audit Committee. To maintain objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

### **41. INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY**

The Company has in place adequate internal financial controls commensurate with the size, scale and complexity of its operations. The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, 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. The Company has adopted accounting policies, which are in line with the Accounting Standards and the Act.

#### **42. RISK MANAGEMENT**

During the financial year under review, the Company has identified and evaluates elements of business risk. Consequently, a Business Risk Management framework is in place. The risk management framework defines the risk management approach of the Company and includes periodic review of such risks and also documentation, mitigating controls and reporting mechanism of such risks. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business.

#### **43. RESEARCH AND DEVELOPMENT**

The Company has a fully functional Research and Development Centre at its manufacturing unit, which continues to play an important role in supporting our efforts to develop and improve dental materials and oral care products.

During the year, the R&D team focused on improving product stability, exploring new formulations, and aligning our products with changing industry requirements, especially in terms of safety, performance, and regulatory standards.

The Centre is equipped with the necessary tools and facilities required for lab-scale development, testing, and product evaluation.

#### **44. PREVENTION OF SEXUAL HARASSMENT POLICY**

The Company has always believed in providing a conducive work environment devoid of discrimination and harassment including sexual harassment. The Company has a well formulated Policy on Prevention and Redressal of Sexual Harassment. The objective of the Policy is to prohibit, prevent and address issues of sexual harassment at the workplace. This Policy has striven to prescribe a code of conduct for the employees and all employees have access to the Policy document and are required to strictly abide by it. The Policy covers all employees, irrespective of their nature of employment and is also applicable in respect of all allegations of sexual harassment made by an outsider against an employee.

The Company has duly constituted an Internal Complaints Committee in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. During the year 2024-25, no case of Sexual Harassment was reported.

#### **45. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Your Company believes that Corporate Social Responsibility (CSR) is an integral part of its business. It seeks to operate its business in a sustainable manner that benefits society at large and aligns with the interests of its stakeholders. In accordance with section 135 and Schedule VII of the Companies Act, 2013, the Board of Directors has constituted a CSR Committee.

The CSR Committee has developed a CSR Policy, which has been uploaded to the company's website at [www.unilexcolours.in](http://www.unilexcolours.in).

The committee's composition and the meetings held during the year are as follows:

| Name of the Member                | Category             | Position    | Meetings Held | Attended |
|-----------------------------------|----------------------|-------------|---------------|----------|
| Mr. Ketan Damji Saiya             | Independent Director | Chairperson | 1             | 1        |
| Mr. Purushottam Brijlal Sharma    | Whole-time Director  | Member      | 1             | 1        |
| Mr. Manojkumar Shyamsunder Sharma | Executive Director   | Member      | 1             | 1        |

The annual report on CSR including a brief outline of the CSR Policy and the activities undertaken during the year under review is enclosed as “**Annexure D**” to this Report.

#### **46. ENVIRONMENT AND SAFETY**

Your Company is committed to ensure sound Safety, Health and Environmental (SHE) performance related to its activities, products and services. Your Company is taking continuous steps to develop Safer Process Technologies and Unit Operations and has been investing heavily in areas such as Process Automation for increased safety and reduction of human error element.

The Company is committed to continuously take further steps to provide a safe and healthy environment.

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

Details required to be furnished pursuant to Section 134(3)(m) of the Companies Act, 2013 are as under:

**Conservation of Energy:** The range of activities of the Company requires minimal energy consumption and every endeavor has been made to ensure optimal utilization of energy and avoid wastage through automation and deployment of energy-efficient equipment. The Company takes adequate measures to reduce energy consumption by using efficient computer terminals and by using latest technology. The impact of these efforts has enhanced energy efficiency. As energy cost forms a very small part of total expenses, the financial impact of these measures is not material and measured.

**Technology Absorption:** Company is committed towards technology driven innovation and lays strong emphasis in inculcating driven culture within the organization.

The Company has best of operating machines and highly precisions equipment for production and quality management also the Company has hired the optimal of quality team who dedicates their full enthusiasm and work tirelessly for delivering best quality and services. The team along with state-of-the-art quality equipment's as necessary for the Machine Shop.

The Company is all well equipped with its current quality control machine and will modify itself for any future advancement

The transactions involving foreign exchange earnings and outgo during the period under review is as follows:

Foreign Exchange Income: Rs. 13,073.83 Lakhs

Foreign Exchange Outgo: Nil

#### **48. PUBLIC DEPOSITS**

The Company has not accepted any deposit falling under Chapter V of the Companies Act, 2013 (“The Act”) during the year under review. There were no such deposits outstanding at the beginning and end of the FY 2024-25.

#### **49. PARTICULARS OF EMPLOYEES AND OTHER ADDITIONAL INFORMATION**

The information required under section 197 of the Companies Act, 2013 read with Rule 5 (1), (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company are given in “**Annexure-E and F**” to this report.

#### **50. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT**

The Business Responsibility Reporting as required under SEBI (LODR), 2015 and is not applicable to your Company for the financial year under review.

#### **51. MANAGEMENT DISCUSSION AND ANALYSIS**

Management Discussion and Analysis Report for the year 2024-25 as stipulated under SEBI (LODR), Regulations, 2015 has annexed as “**Annexure -G**” of this Report.

#### **52. DISCLOSURE OF AGREEMENTS**

Disclosure as required under para-F of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are not applicable to the Company during the financial year.

#### **53. CAUTIONARY STATEMENT**

Statements in this Report, Management Discussion and Analysis, notice to the Shareholders or elsewhere in this Annual Report, describing the Company’s objectives, projections, estimates and expectations may constitute ‘forward looking statement’ within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the Market conditions and circumstances.

#### **54. RESIDUAL DISCLOSURES**

1. During the year under review no application was made and no proceedings were pending against the company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).
2. During the year under review there was no One Time settlement with any bank or Financial Institution.

#### **55. ACKNOWLEDGEMENT AND APPRECIATION**

Your directors would like to acknowledge and place on record their sincere appreciation to all Stakeholders, Clients, Financial Institutions, Banks, Central and State Governments, the Company’s valued Investors and all other Business Partners, for their continued co-operation and support extended during the year.

Your directors recognize and appreciate the efforts and hard work of all the employees of the Company and their continued contribution to promote its development.

**For and on behalf of the Board of Directors of  
Unilex Colours And Chemicals Limited**

**Sd/-  
Aditya Sharma  
Managing Director  
DIN: 00583133**

**Sd/-  
Purushottam Brijlal Sharma  
Chairman & Whole-time Director  
DIN: 01416956**

**Registered Office:**

106-107, Advent Atria, Chincholi Bunder Road, Malad (West),  
Mumbai, Maharashtra, India - 400064

**Place: Mumbai**

**Dated: September 04, 2025**

# ANNEXURE-A

## 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)

**The details of transactions entered with the related parties in form AOC-2 in terms of the provision of section 188 (1) including certain arm's length transactions:**

**A: Details of contract or arrangement or transactions not at arms' length basis: Nil**

**B: Transactions with related parties at arms' length basis:**

**Amount (in Lakhs)**

| Particulars                                     | Remuneration | Sales  | Purchase | Rent | Interest Income | Advance Given |
|---|--------------|--------|----------|------|-----------------|---------------|
| Kabir Sharma                                    | 39.60        | -      | -        | -    | -               | -             |
| Manojkumar Sharma                               | 39.60        | -      | -        | -    | -               | -             |
| Rohit Sharma                                    | 39.60        | -      | -        | -    | -               | -             |
| Purushottam Sharma                              | 18.48        | -      | -        | -    | -               | -             |
| Aditya Sharma                                   | 39.60        | -      | -        | -    | -               | -             |
| Narendra Kotehall                               | 3.30         | -      | -        | -    | -               | -             |
| Shankarlal Agarwal                              | 12.98        | -      | -        | -    | -               | -             |
| Gourav Mundra                                   | 2.05         | -      | -        | -    | -               | -             |
| Unisynth Chemicals                              | -            | 148.22 | 1091.31  | -    | -               | -             |
| Chemi Udyog                                     | -            | -      | 69.71    | 6.00 | -               | -             |
| Vardhaman Dye-Stuff Industries Private Limited  | -            | 883.42 | 1636.26  | -    | 27.00           | -             |
| Taizhou Xiaqi Import and Export Company Limited | -            | -      | 233.42   | -    | -               | -             |
| Unisynth Overseas Limited                       | -            | -      | 9.19     | -    | -               | -             |
| Greenviro Environmental System Pvt Ltd          | -            | -      | -        | -    | -               | 11.97         |
| Goldstar Global Trading Fz LLC                  | -            | 93.55  | -        | -    | -               | -             |

## Form No. MR.3

### Secretarial Audit Report for the financial year ended on March 31, 2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and the Rule 9 of the Companies (Appointment and remuneration of managerial personnel) Rule, 2014]

To,

The Members

**UNILEX COLOURS AND CHEMICALS LIMITED**

**[CIN: L74999MH2001PLC131352]**

106-107, Advent Atria, Chincholi Bunder Road, Malad (West),  
Mumbai, Maharashtra, India – 400064

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Unilex Colours and Chemicals 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 our opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the Management.

I hereby report that in my opinion, the Company during the audit period covering the financial year ended on March 31, 2025 has generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made there-under;
- II. The Securities Contracts (Regulation) Act, 1956 (**‘SCRA’**) and the Rules made there-under;
- III. The Depositories Act, 1996 and the Regulations and bye-laws framed there-under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there-under to the extent applicable.
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**‘SEBI Act’**) to the extent applicable to the Company;
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015
  - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015\*;
  - (d) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to the extent applicable;

*\*The Company has also maintained a Structured Digital Database (“SDD”) pursuant to the requirements of Regulations 3(5) and 3(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.*

VI. The Management has Identified and confirmed the following laws as specifically applicable to the Company:

- a. Food Safety and Standards Act, 2006
- b. Prevention of Food Adulteration Act, 1954
- c. Drugs and Cosmetics Act, 1940 (“Drugs and Cosmetics Act”)
- d. The Legal Metrology Act 2009
- e. The Legal Metrology (Packaged Commodities) Rules, 2011
- f. The Environment (Protection) Act, 1986
- g. The Water (Prevention and Control of Pollution) Act, 1974 (“Water Act”)
- h. Air (Prevention and Control of Pollution) Act, 1981 (“Air Act”)

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

- (a) Secretarial Standards issued by the Institute of Company Secretaries of India related to the meetings of Board of Directors and Shareholders;

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company and test verification on random basis carried out for compliances under other applicable Acts, Laws and Regulations to the Company

The compliance by the Company of the applicable direct tax laws, indirect tax laws and other financial laws has not been reviewed in this Audit, since the same have been subject to review by the other designated professionals and being relied on the reports given by such designated professionals.

During the audit period under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines, standards etc. as mentioned above.

During the audit period under review, provisions of the following regulations were not applicable to the Company;

- (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (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 dealing with client
- (g) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
- (h) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and

**I further report that:**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were in compliances of the applicable provisions.
- Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance there was no formal system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the Meeting.

- Decisions at the meetings of Board of Directors of the Company and Committee thereof were carried out with requisite majority.
- The Company has made shortfall of CSR amount of Rs. 1.61 lakhs as on March 31, 2025 as per provisions of Section 135 of the Companies Act, 2013 and the same was spent by the Company after the closure of financial year in activities mentioned in Schedule VII on September 03, 2025.

**I further report that** based on the information provided and representation made by the Company and also on the review of compliance reports of the respective department duly signed by the department head and Compliance Certificate(s) of the Managing Director/Company Secretary/CFO taken on record by the Board of Directors of the Company, in our opinion system and process exists in the company required to be strengthened to commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

I further report that during the audit period, following events occurred which had bearing on the Company's affairs in pursuance of the above-mentioned laws, rules, regulations, guidelines, standards etc.

1. Appointment of Mrs. Daya Amit Bansal as Non-Executive Independent Director of the Company w.e.f. May 07, 2024.
2. The Company has completed its Initial Public Offer ("IPO") of 36,00,000 equity shares of face value of 10/- each at an issue price of Rs. 87/- aggregating to Rs. 31,32,00,000/-. The Equity Shares got listed on SME Emerge Platform of NSE on October 03, 2024.

**For N K M & Associates**  
**[Company Secretary]**  
**[Firm Registration No. I2018MH1812700]**

**Sd/-**  
**Nikita Kedia**  
**Proprietor**  
**Membership No: A54970**  
**CP No.:20414**  
**Peer review no. 2470/2022**

**Place: Mumbai**  
**Dated: September 04, 2025**

**UDIN: A054970G001165574**

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

## **Annexure – “A”**

To,

**The Members**

**UNILEX COLOURS AND CHEMICALS LIMITED**

**[CIN: L74999MH2001PLC131352]**

106-107, Advent Atria, Chincholi Bunder Road, Malad (West),  
Mumbai, Maharashtra, India – 400064

Our Secretarial Audit Report of even date is to be read along with this letter;

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

**For N K M & Associates**

**[Company Secretary]**

**[Firm Registration No. I2018MH1812700]**

**Sd/-**

**Nikita Kedia**

**Proprietor**

**Membership No: A54970**

**CP No.: 20414**

**Peer review no. 2470/2022**

**Place: Mumbai**

**Dated: September 04, 2025**

**UDIN: A054970G001165574**

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

**The Members**

**UNILEX COLOURS AND CHEMICALS LIMITED**

**[CIN: L74999MH2001PLC131352]**

106-107, Advent Atria, Chincholi Bunder Road, Malad (West),

Mumbai, Maharashtra, India – 400064

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Unilex Colours and Chemicals Limited** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ended on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| DIN      | Full Name                            | Designation                    | Date of Appointment |
|----------|--------------------------------------|--------------------------------|---------------------|
| 00583133 | Mr. Aditya Sharma                    | Managing Director              | 23/03/2001          |
| 01416956 | Mr. Purushottam Brijlal Sharma       | Chairman & Whole-time Director | 23/03/2001          |
| 08377687 | Mr. Kabir Radheyshyam Sharma         | Executive Director             | 01/03/2022          |
| 01375905 | Mr. Manojkumar Shyamsunder Sharma    | Executive Director             | 01/03/2022          |
| 07500109 | Mr. Rohit Krishnakumar Sharma        | Executive Director             | 01/03/2022          |
| 00590501 | Mr. Narendra Parameswarappa Kotehall | Whole Time Director            | 23/03/2001          |
| 10619274 | Mrs. Daya Amit Bansal                | Independent Director           | 14/05/2024          |
| 00425872 | Mr. Ketan Damji Saiya                | Independent Director           | 24/04/2024          |
| 01491934 | Mr. Amit Kumar Mundra*               | Independent Director           | 11/04/2024          |

*\*Mr. Amit Kumar Mundra resigned from the position of Non-Executive Independent Director of the Company w.e.f. June 03, 2025.*

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

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

**ForNK M & Associates**  
**[Company Secretary]**  
**[FirmRegistration No. I2018MH1812700]**

Sd/-  
**Nikita Kedia**  
**Proprietor**  
**Membership No: A54970**  
**CP No.: 20414**  
**Peer review no. 2470/2022**

**Place: Mumbai**  
**Date: September 04, 2025**

**UDIN: A054970G001165574**

## ANNUAL REPORT ON CSR

[Pursuant to Section 134(3)(o) of the Act and Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014]

### 1. Brief outline on CSR Policy of the Company:

The CSR policy has been instituted based on the Corporate Social Responsibility (CSR) philosophy of Company and is committed to undertake CSR activities in accordance with the CSR Regulations. The company conducts its business in a sustainable and socially responsible manner. This principle has been an integral part of the Company's corporate values and believe that corporate growth and development should be inclusive, and every Company must be responsible and shall contribute towards the betterment of society. The company is committed to the safety and health of the employees, protecting the environment and the quality of life in all regions in which the Company operates. Further, with respect to the Company's CSR philosophy, the Board has constituted the "CSR Committee" as its core CSR team, as a means of fulfilling this commitment.

The CSR activities of the Company are as per the provisions of Schedule VII of the Companies Act, 2013 and CSR Policy gives an overview of the projects and programs which are proposed to be undertaken by the Company in the coming years.

### 2. The Composition of the CSR Committee:

| Sr. No. | Name of the Director              | Nature of Directorship | Designation | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|---------|-----------------------------------|------------------------|-------------|--|--|
| 1       | Mr. Ketan Damji Saiya             | Independent Director   | Chairperson | 1  | 1  |
| 2       | Mr. Purushottam Brijlal Sharma    | Whole-time Director    | Member      | 1  | 1  |
| 3       | Mr. Manojkumar Shyamsunder Sharma | Executive Director     | Member      | 1  | 1  |

### 3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

- CSR Committee: <https://unilexcolours.in/>
- CSR Policy: <https://unilexcolours.in/>
- CSR projects approved by the Board: <https://unilexcolours.in/>

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

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

| Sl. No. | Financial Year | Amount available for set-off from preceding financial years (in lacs) | Amount required to be set-off for the financial year, if any (in lacs) |
|---------|----------------|---|--|
| 1       | 2021-22        | Nil   | Nil  |
| 2       | 2022-23        | Nil   | Nil  |
| 3       | 2023-24        | Nil   | Nil  |

6. Average net profit of the Company for last three financial year as per section 135(5):

| Sl. No   | Particulars | Amount (in Lacs) |
|--|-------------|------------------|
| 1  | FY 2023-24  | 841.86           |
| 2  | FY 2022-23  | 798.00           |
| 3  | FY 2021-22  | 627.54           |
| <b>Average net profit of the Company for last three financial year</b> |             | <b>755.80</b>    |

7. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):

| Sl. No. | Particulars   | (in `) |
|---------|---|--------|
| a       | Prescribed CSR Expenditure (2% Average net profit of the Company for last three financial year as per section 135(5)) | 15.12  |
| b       | Surplus arising out of the CSR projects or programs or activities of the previous financial years                     | 0.00   |
| c       | Amount required to be set off for the financial year, if any  | 0.00   |
| d       | Total CSR obligation for the financial year (7a+7b-7c)  | 15.12  |

8. Details of CSR spent during the financial year:

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

| Total Amount Spent | Amount Unspent (in ` Lacs)   |                  |  |      |                  |
|--------------------|--|------------------|--|------|------------------|
|                    | Total Amount transferred to Unspent CSR Account as per section 135(6). |                  | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). |      |                  |
|                    | Amount   | Date of transfer | Name of the Fund   |      | Date of transfer |
| 13.51              | -  | -                | PM Care Fund   | 1.61 | 03.09.2025       |

(b) Details of CSR amount spent against ongoing projects for the financial year:

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

| (1)<br>S. No. | (2)<br>Name of the Project | (3)<br>Item from the list of activities in schedule VII to the Act. | (4)<br>Local area (Yes/No). | (5)<br>Location of the project. |          | (6)<br>Amount spent for the project (in ` Lacs) | (7)<br>Mode of implementation-Direct (Yes/No) | (8)<br>Mode of implementation-Through implementing agency. |                         |
|---------------|----------------------------|---|-----------------------------|---------------------------------|----------|---|---|--|-------------------------|
|               |                            |   |                             | State                           | District |   |   | Name   | CSR registration number |
| 1.            | Education                  | Education   | Yes                         | Maharashtra                     | Mumbai   | 13.51   | Yes   | -  | -                       |
| 2.            | PM Care Fund*              | PM Care Fund  | Yes                         | Maharashtra                     | Mumbai   | 1.61  | Yes   | -  | -                       |

- The amount was spent after the closure of F.Y. 24-25 but spent within six months from the closure of F.Y. 24-25

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e):

Excess amount for set off if any

| Sl. No. | Particular  | Amount (in `Lacs) |
|---------|---|-------------------|
| (i)     | Two percent of average net profit of the Company as per section 135(5)                                      | 15.12             |
| (ii)    | Total amount spent for the Financial Year   | 15.12             |
| (iii)   | Excess amount spent for the financial year [(ii)-(i)]   | Nil               |
| (iv)    | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | Nil               |
| (v)     | Amount available for set off in succeeding financial years [(iii)-(iv)]                                     | <b>Nil</b>        |

1. (a) Details of Unspent CSR amount for the preceding three financial years: Nil

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NIL

2. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:

There was no creation or acquisition of capital assets through CSR spent in the financial year.

Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5): NA

**For and on behalf of the Board of Directors of  
Unilex Colours And Chemicals Limited**

**Sd/-**

**Aditya Sharma  
Managing Director  
DIN: 00583133**

**sd/-**

**Purushottam Brijlal Sharma  
Chairman & Whole-time Director  
DIN: 01416956**

**Place: Mumbai**

**Dated: September 04, 2025**

## ANNEXURE-E

### Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

i) Ratio of the remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2024–2025.

| Sr. No. | Name of the Director                 | Designation                    | Ratio of remuneration of each Director to median remuneration of employees |
|---------|--------------------------------------|--------------------------------|--|
| 1.      | Mr. Purushottam Brijlal Sharma       | Chairman & Whole-time Director | 6.59   |
| 2.      | Mr. Aditya Sharma                    | Managing Director              | 14.11  |
| 3.      | Mr. Narendra Parameswarappa Kotehall | Whole-time Director            | 1.18   |
| 4.      | Mr. Manojkumar Shyamsunder Sharma    | Executive Director             | 14.11  |
| 5.      | Mr. Kabir Radheyshyam Sharma         | Executive Director             | 14.11  |
| 6.      | Mr. Rohit Krishnakumar Sharma        | Executive Director             | 14.11  |

ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary or manager during the financial year 2024 – 2025.

| Sr. No. | Name                                 | Designation                            | % increase in remuneration |
|---------|--------------------------------------|--|----------------------------|
| 1.      | Mr. Purushottam Brijlal Sharma       | Chairman & Whole-time Director         | Nil                        |
| 2.      | Mr. Aditya Sharma                    | Managing Director                      | N.A.                       |
| 3.      | Mr. Narendra Parameswarappa Kotehall | Whole-time Director                    | N.A.                       |
| 4.      | Mr. Manojkumar Shyamsunder Sharma    | Executive Director                     | N.A.                       |
| 5.      | Mr. Kabir Radheyshyam Sharma         | Executive Director                     | 252.94%                    |
| 6.      | Mr. Rohit Krishnakumar Sharma        | Executive Director                     | 445.45%                    |
| 7.      | Mr. Shankarlal Kedarmal Agarwal      | CFO                                    | 559.00%                    |
| 8.      | Mr. Gourav Mundra                    | Company Secretary & Compliance officer | 501.63%                    |

iii) The Company has 63 permanent employees on the rolls of Company as on March 31, 2025.

#### iv) Relationship between average increase in remuneration and Company's performance:

As compared to Company's increase in performance, increase in remuneration is reasonable considering present market scenario and also considering reduction in remuneration in respect of surplus staff.

v) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

| <b>Sr. No.</b> | <b>Particulars</b>      | <b>2024 –25<br/>(Rs. In lakhs)</b> | <b>2023 –24<br/>(Rs. In lakhs)</b> | <b>% increase/<br/>(decrease)</b> |
|----------------|-------------------------|------------------------------------|------------------------------------|-----------------------------------|
| 1              | Sales / Revenue         | 15,143.92                          | 14,385.01                          | 5.27%                             |
| 2              | Profit before tax       | 863.82                             | 828.35                             | 4.28%                             |
| 3              | Remuneration of the KMP | 195.21                             | 39.27                              | 397.10%                           |

vi) Average percentage increase in the salaries of employees other than the managerial personnel in the financial year is 23.66% whereas the increase in the managerial remuneration is 210.69%.

viii) The key parameter for any variable component of remuneration availed by Managing Directors: **Not applicable being there is no variable component is paid to Managing Director.**

ix) The ratio of the remuneration of the highest paid Director to that of the Employees who are not Directors but receive remuneration in excess of the highest paid Director during the year:

There are no employees of the Company who receive remuneration in excess of the highest paid Director of the Company.

xi) It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

**For and on behalf of the Board of Directors of  
Unilex Colours And Chemicals Limited**

**Sd/-  
Aditya Sharma  
Managing Director  
DIN: 00583133**

**sd/-  
Purushottam Brijlal Sharma  
Chairman & Whole-time Director  
DIN: 01416956**

**Registered Office:**

106-107, Advent Atria, Chincholi Bunder Road, Malad (West),  
Mumbai, Maharashtra, India - 400064

**Place: Mumbai**

**Dated: September 04,2025**

## **ANNEXURE-F**

**Details of employees pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014. –**

Not Applicable as no employees or managerial personnel draw salary equal to or exceeding Rs.102,00,000 p.a. or Rs.8,50,000 per month.

**For and on behalf of the Board of Directors of  
Unilex Colours And Chemicals Limited**

**Sd/-  
Aditya Sharma  
Managing Director  
DIN: 00583133**

**sd/-  
Purushottam Brijlal Sharma  
Chairman & Whole-time Director  
DIN: 01416956**

**Registered Office:**

106-107, Advent Atria, Chincholi Bunder Road, Malad (West),  
Mumbai, Maharashtra, India - 400064

**Place: Mumbai**

**Dated: September 04, 2025**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### OVERVIEW OF BUSINESS:

Our company is engaged in the business of manufacturing of Pigment, and the trading of chemicals and food colours. The pigments manufactured by us find diverse applications across various industries such as plastic, rubber, textiles, paper, printing inks, paints and coating.

Within Pigments, we specialize in Pigment Blue 15:3 and 15:4, with an annual production capacity of 1878 mtpa. Our products are marketed under the registered brand name “Unilex.” We cater to both domestic and international markets, providing a wide range of pigment solutions for various industries. Our manufacturing facility is situated at MIDC – Tarapur, Palghar, Maharashtra is spread across approximately 1275 sq. meter and is equipped with various machines such as Ball Mill Machine, Root Blower, Silo, Reaction Steel Vessel, Brick Linned Vessel, Rubber Linned Vessel, Drowning Vessel, Spin Flash Dryer, Ribbon Blender, Air Classifier Mill Machine, Air Blender, Filter Press Machine etc. Our products are manufactured from raw materials such as BM CPC, Caustic Soda Flakes, Gum Rosin, Hydrochloric Acid, Mix Xylene, Additive Monosulphonaed CPC Blue and Unisol SI-20 etc. Our products undergo through examination, testing and evaluation to ensure compliance with specified requirements. Our manufacturing facility holds ISO 9001:2015 certification for quality management in the manufacturing of pigments, food dyes, and drug intermediates.

Furthermore, we have been recognized as a Three Star Export House by the Ministry of Commerce, Government of India. To ensure global product compliance (Europe) AB Sweden, we have received a Certificate of REACH Registration, issued under the REACH Regulation (Registration, Evaluation, Authorisation, and Restriction of Chemicals), a regulation of the European Union (EU). Our laboratories allow for thorough experimentation, analysis and optimization of processes, as well as testing and refinement of product applications. Our dedicated engineers constantly keeps abreast of the latest technology and trends as industry requirements. Our revenue from manufacturing business for fiscal 2024, fiscal 2023 and fiscal 2022 were ₹ 6,652.17 lakhs, ₹7,455.21 lakhs and ₹ 8,487.51 lakhs which contributed 46.24 %, 53.48 %, and 58.42% of revenue from operations effectively.

We trade various pigments and food colours such as Pigment Green 7, Middle Chrome, Lemon Chrome, Pigment Violet 3, 23, and 27, Ultramarine Blue, and other Azo pigments like Red 57:1, 53:1, Orange 5, 13, and Yellow 12, 13, 14 as well as food colours such as Tartrazine, Sunset Yellow, Allura Red, Ponceau 4R, Carmoisine, and Brilliant Blue etc., which are sourced from third-party manufacturers to meet our clients' specific needs and standards. While we produce and sell a comprehensive range of pigments, we have noticed that some of our customers have needs that extend beyond our in-house offerings. To address these needs and ensure complete customer satisfaction, we source a wide range of pigments from other manufacturers. This approach allows us to provide a broad spectrum of high-quality pigments, ensuring that we can fully cater to the unique and varied demands of our clientele. We ensure high quality by working closely with manufacturers and conducting thorough quality checks, meeting industry standards and serving clients in various sectors such as automotive, textiles, plastics, and consumer goods.

We are exporting our products to countries including Vietnam, Brazil, Mexico, Nigeria, Russia, Turkey, Netherlands, Poland, China, Spain, Malaysia, Thailand, United Arab Emirates and Uzbekistan. We market our products through direct marketing, which allow us to connect with potential customers on a personal level and tailor our messaging to their specific needs. Further, we also participate in exhibitions and conferences, providing us to showcase our products.

We provide flexible packing options such as Multi-Layer Paper Bags, Corrugated Boxes, HDPE and HDPE Coated Bags, MultiLayer Abetted Liners and HM Covers, Wooden Pallets and Jumbo Bags among others.

We are led by our Promoters, who have significant experience in the Pigment & Dyes industry. Our Promoters include Purushottam Brijlal Sharma, Chairman & Whole-time Director; Aditya Sharma, Managing Director; Narendra Parameswarappa Kotehall, Wholetime Director; and Manojkumar Shyamsunder Sharma, Executive Director, all of whom have more than 30 years of experience in the Pigment and Dyes industry. Kabir Radheyshyam Sharma and Rohit Krishnakumar Sharma, both Executive Directors, have 9 years of experience each. The extensive experience of our Promoters has been instrumental in shaping the vision and growth strategies of our company. We believe that our ability to market our products effectively is a result of adhering to the vision set by our Promoters and senior management, combined with their expertise and knowledge of the industry. On April 15, 2023, we received a Certificate of Merit from Basic Chemicals, Cosmetics & Dyes Export Promotion Council (CHEMEXCIL), recognizing our outstanding performance in the Basic Chemical, Organic & Inorganic Chemical, including Agro Chemicals panel.

#### **OVERVIEW OF THE INDUSTRY:**

Covering more than 80,000 commercial products, India's chemical industry is extremely diversified and can be broadly classified into bulk chemicals, specialty chemicals, agrochemicals, petrochemicals, polymers, and fertilizers India is the 6th largest producer of chemicals in the world and 3rd in Asia, contributing 7% to India's GDP. India's chemical sector, which is currently estimated to be worth US\$ 220 billion in 2022 and is anticipated to grow to US\$ 300 billion by 2025 and US\$ 1 trillion by 2040.

Globally, India is the fourth-largest producer of agrochemicals after the United States, Japan and China. India accounts for 16-18% of the world production of dyestuffs and dye intermediates. Indian colorants industry has emerged as a key player with a global market share of ~15%. The country's chemicals industry is de-licensed, except for few hazardous chemicals. India holds a strong position in exports and imports of chemicals at a global level and ranks 14th in exports and 8th in imports at global level (excluding pharmaceuticals).

The domestic chemicals sector's small and medium enterprises are expected to showcase 18-23% revenue growth in FY22, owing to an improvement in domestic demand and higher realisation due to high prices of chemicals. Domestic demand is expected to rise from US\$ 170 billion-US\$ 180 billion in 2021 to US\$ 850 billion-US\$ 1,000 billion by 2040. India's proximity to the Middle East, the world's source of petrochemicals feedstock, enables it to benefit on economies of scale.

#### **OPERATING RESULTS OF THE COMPANY**

The revenue from operations of your Company for the year ended March 31, 2025 stood at Rs. 15,781.18 lakhs as against Rs. 14,932.88 lakhs for the year ended March 31, 2024. The Company has incurred a profit of Rs. 641.20 lakhs for the Year ended March 31, 2025 as compared to Rs. 616.67 lakhs for the year ended March 31, 2024.

### **STRENGTH**

- Long standing relationships with diversified customers across geographics
- We offer a diversified range of products.
- Catering to wide range of industries.
- Experienced Promoters and Directors with strong management team having domain knowledge.
- Research and development capabilities allowing product innovation and customization.

### **COMPETITION**

Our competition varies by market, geographic areas and type of product. As a result, to remain competitive in our markets, we must continuously strive to reduce our costs of production, transportation and distribution and improve our operating efficiencies. There are various large and small manufactures that develop similar products that we sell. These players in the industry may have greater financial resources, technology, greater market penetration and operations in diversified geographies and product portfolios, which may allow them to better respond to market and technological trends. Some of the listed companies that are in the business similar to ours are: Kesar Petroproducts Limited and Sudarshan Chemical Industries Limited.

### **PROSPECT & OUTLOOK**

The management is of the view that the future prospects of your Company are bright and the performance in the current year is expected to be very well. The committed customers of the Company are expected to place more orders, which ultimately affect the top line of the Company, positively.

### **RISKS AND CONCERNS**

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

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

There are well-established procedures for Internal Controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The Company has constituted Audit Committee for guidance and proper control of affairs of the Company.

### **HUMAN RESOURCES**

We believe that our employees are key contributors to our business success. Our senior management team consists of experienced individuals with diverse skills in manufacturing, engineering, sales & marketing, administration, and finance. In addition to the 35 contract labours engaged by us at our manufacturing unit, as on March 31, 2025, we have 63 Employees on payroll basis.

### **CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis describing the Company's objectives,

expectations, predictions and assumptions may be “FORWARD LOOKING” within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company’s operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government’s regulations, tax regimes, other statutes and other factors such as industrial relations.

**For and on behalf of the Board of Directors of  
Unilex Colours and Chemicals Limited**

**sd/-  
Aditya Sharma  
Managing Director  
DIN: 00583133**

**sd/-  
Purushottam Brijlal Sharma  
Chairman & Whole-time Director  
DIN: 01416956**

**Registered Office:**  
106-107, Advent Atria, Chincholi Bunder Road, Malad (West),  
Mumbai, Maharashtra, India - 400064

**Place: Mumbai  
Dated: September 04, 2025**

# INDEPENDENT AUDIT REPORT



# Independent Auditor's Report

To  
**The Members of UNILEX COLOURS AND CHEMICALS LIMITED**

## **Report on the Audit of the Financial Statements:**

### **Opinion**

We have audited the accompanying financial statements of **UNILEX COLOURS AND CHEMICALS LIMITED ("the Company")**, which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the profit and its cash flows for the year ended on that date.

### **Basis for opinion**

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). 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 independence requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Financial Statements and our auditor's report thereon. Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

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

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

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

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

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

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

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

- 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

## **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit 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.
- c)** The Balance Sheet, the Statement of Profit and Loss, the Statement of Cash Flows dealt with by this Report are in agreement with the relevant 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 Companies (Accounting Standards) Rules, 2015, as amended.
- e)** On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f)** With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- g)** With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is not in accordance with the provisions of section 197 of the Act.
- h)** With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i.** The Company have disclosed its pending litigations on its financial position in note no. 33 in its Financial Statements.
  - ii.** The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
  - iii.** There was no amount which was required to be transferred to the Investor Education and Protection Fund by the company.
  - iv.** (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; (b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed

in the notes to the accounts, no funds have been received by the company from any person or entity, including foreign entities (“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; and

(c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

- v. The company has not declared or paid dividend during the year.
  - i) Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.
2. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order.
  3. With respect to the matter to be included in the Auditor’s Report under Section 197(16) of the Act: In our opinion and according to the information and explanations given to us the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**For Mittal & Associates Chartered Accountants**

**FRN: 106456W**

**Sourabh Bagaria**

**Partner**

**M. No.:183850**

**Place: Mumbai**

**Date:29<sup>th</sup> May,2025**

**UDIN:25183850BMKZAW5702**

## Annexure “A” to the Independent Auditor’s Report

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

We have audited the internal financial controls over financial reporting of **UNILEX COLOURS AND CHEMICALS LIMITED** (“the Company”) as of March 31, 2025 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 components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor’s Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

## **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## **Limitations of Internal Financial Controls 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, 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, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Mittal & Associates Chartered Accountants**  
**FRN: 106456W**

**Sourabh Bagaria**  
**Partner**  
**M. No.: 183850**  
**Place: Mumbai**

**Date: 29<sup>th</sup> May, 2025**  
**UDIN: 25183850BMKZAW5702**

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

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of **UNILEX COLOURS AND CHEMICALS LIMITED** of even date)

### 1) In respect of the Company’s Property, Plant and Equipment’s:

(a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Fixed Assets have been physically verified by the management in a phased manner which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the book’s records and the physical fixed assets have been noticed.

(c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.

### 2) In Respect of Inventories:

(a) The management has conducted physical verification of inventory at reasonable intervals during the year, in our opinion, the coverage and procedure of such verification by the management is appropriate. As informed to us, any discrepancies of 10% or more in the aggregate for each class of inventory were not noticed on such verification.

a)The company has been sanctioned working capital limits in excess of five crore rupees during the year in aggregate, from banks or financial institutions on the basis of security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company except below:

| Particulars | Period         | As per Books | As per Statement | Difference | Reason for Difference   |
|-------------|----------------|--------------|------------------|------------|---|
| Stock       | June, 2024     | 1,782.82     | 1,680.75         | (102.06)   | The stock statement submitted to the bank is prepared on an estimated basis. The stock statement submitted to the bank is prepared on an estimated basis for the purpose of availing working capital limits and may include provisional valuations. On the other hand, the stock in the books of accounts is recorded based on actual physical verification and valuation in accordance with applicable accounting standards. The difference arises due to timing variations, valuation methodology and periodic adjustments made during the preparation of final accounts. |
| Stock       | September 2024 | 1,980.23     | 1,702.74         | (277.48)   |   |
| Stock       | December, 2024 | 1,366.27     | 1,211.10         | (155.17)   |   |
| Stock       | March, 2025    | 1,625.40     | 1,484.04         | (141.36)   |   |

- 3) **During the year** the company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity therefore clause 3 (iii) (a) to (f) of the order are not applicable to the company.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security wherever applicable.
- 5) The Company has not accepted deposits during the year and does not have any unclaimed deposits as at 31st March, 2025 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- 6) The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess, GST and any other statutory dues with the appropriate authorities.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2025 for a period of more than six months from the date on when they become payable.

(c) According to the information and explanations given to us and the records of the company examined by us, there are no dues of income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute except the following:

| Statute              | Nature of dues | Amount (Rs.in lakhs) | Period to which the amount relates | Forum where the dispute is pending |
|----------------------|----------------|----------------------|------------------------------------|------------------------------------|
| Income Tax Act, 1961 | TDS            | 1.85                 | Various Years                      | -                                  |

- 8) According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- 9) (a) According to the information and explanation given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.  
 (b) Company is not declared willful defaulter by any bank or financial institution or other lender,  
 (c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;

(b) According to the information and explanation given to us, funds raised on short term basis have not been utilized for long term purposes;

(c) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;

(d) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

**10)** (a) In our opinion, and according to the information and explanations given to us, the Company has raised money by way of initial public offer. The company is yet to utilise the money raised by way of initial public offer for the purposes for which they were raised, the particulars of which are disclosed in Note No. 32 of the Notes to Accounts in the Financial Statements for the year ended 31<sup>st</sup> March, 2025.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally)

**11)** (a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(b) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company;

**12)** In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

**13)** In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

**14)** (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

**15)** Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

**16)** (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) of the Order is not applicable.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(b)The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(c)In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

**17)** The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

**18)** There has been no resignation of the statutory auditors during the year.

**19)** On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**20)** The Company is required to spent the amount of Corporate Social Responsibility as required under subsection (5) of Section 135 of the Act the detail of which is as under:

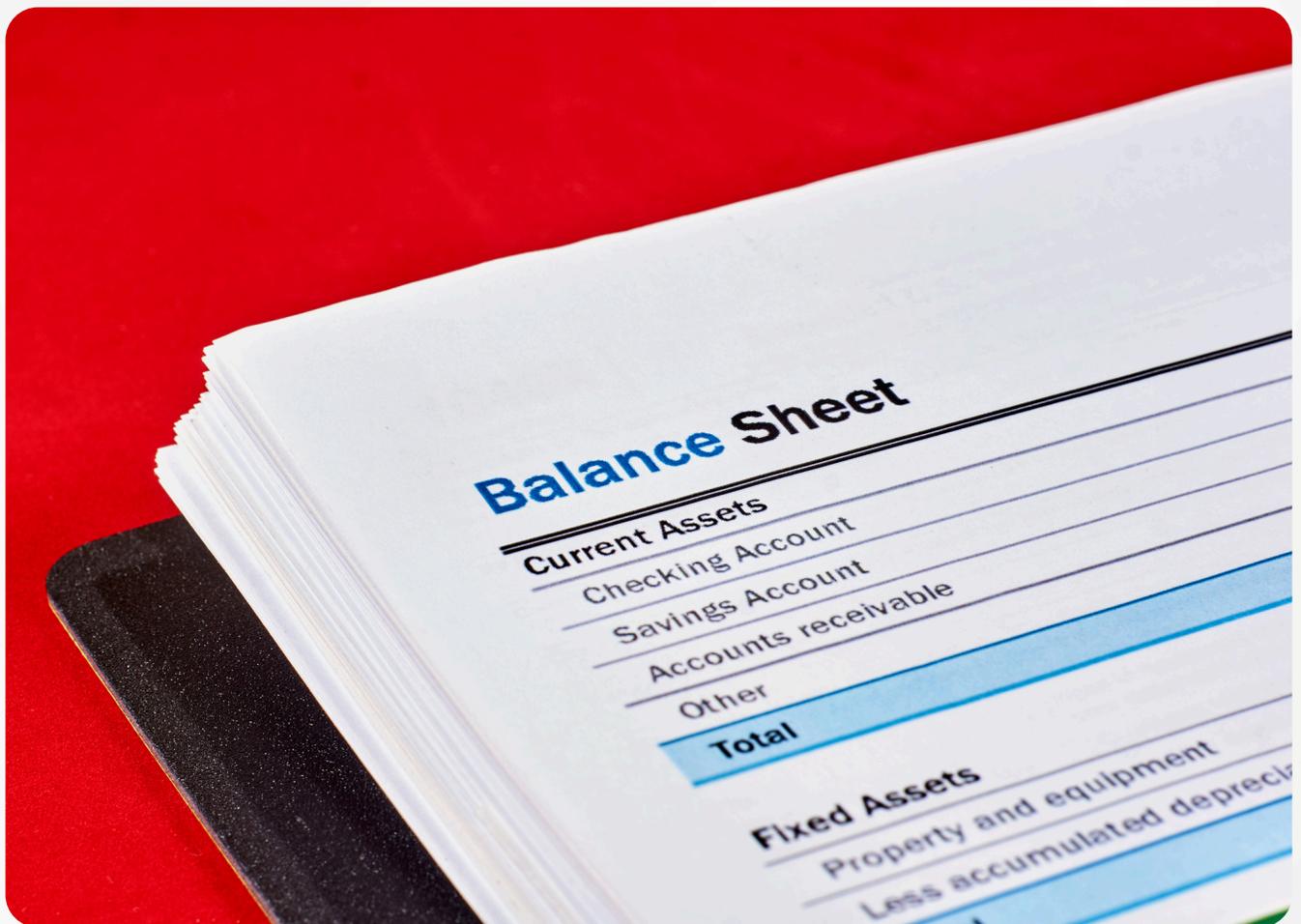
| Financial year | Amount unspent on Corporate Social Responsibility activities "other than Ongoing Projects | Amount Transferred to Fund specified in Schedule VII within 6 months from the end of the Financial Year | Amount Transferred after the due date (specify the date of deposit) (Rs. In Lakhs) |
|----------------|---|---|--|
| 2024-25        | 1.61  | -   | -  |

**For Mittal & Associates Chartered Accountants**  
**FRN: 106456W**

**Sourabh Bagaria**  
**Partner**  
**M. No.: 183850**  
**Place: Mumbai**

**Date: 29<sup>th</sup> May, 2025**  
**UDIN: 25183850BMKZAW5702**

# FINANCIAL STATEMENTS



# BALANCE SHEET

| M/S. UNILEX COLOURS AND CHEMICALS LTD.<br>(CIN: L74999MH2001PLC131352)<br>106-107, Advent Atria, Chincholi Bunder Road, Malad (W) Mumbai-400064 Maharashtra<br>BALANCE SHEET AS AT 31 <sup>st</sup> MARCH, 2025<br>(Rs. In Lakhs) |          |  |   |
|---|----------|--|---|
| Particulars   | Note No. | As at 31st March, 2025   | As at 31st March, 2024  |
| <b>I. EQUITY AND LIABILITIES</b>  |          |  |   |
| <b>(1) Shareholders' funds</b>  |          |  |   |
| (a) Share Capital   | 2        | 1,361.70   | 1,001.70  |
| (b) Reserves and Surplus  | 3        | 5,769.45   | 2,684.30  |
| <b>(2) Non-current liabilities</b>  |          |  |   |
| (a) Long-term Borrowings  | 4        | 51.04  | 15.10   |
| (b) Deferred Tax Liabilities (net)  | 5        | 11.52  | 15.15   |
| (c) Long term provisions  | 6        | 59.04  | 23.53   |
| <b>(3) Current liabilities</b>  |          |  |   |
| (a) Short-term Borrowings   | 7        | 1,498.51   | 2,146.29  |
| (b) Trade Payables  |          |  |   |
| - Due to Micro and Small Enterprises  |          | 215.04   | 1,970.19  |
| - Due to Others   | 8        | 972.74   | 825.87  |
| (c) Other Current Liabilities   | 9        | 184.60   | 292.35  |
| (d) Short-term Provisions   | 10       | 67.78  | 93.85   |
| <b>TOTAL</b>  |          | <b>10,191.41</b>   | <b>9,068.35</b>   |
| <b>II. ASSETS</b>   |          |  |   |
| <b>(1) Non-current assets</b>   |          |  |   |
| (a) Property, Plant and Equipment and Intangible Assets   |          |  |   |
| (i) Property, Plant and Equipment   | 11       | 610.60   | 1,127.84  |
| (b) Other non Current Assets  | 12       | 72.11  | 71.11   |
| <b>(2) Current assets</b>   |          |  |   |
| (a) Inventories   | 13       | 1,625.40   | 1,758.69  |
| (b) Trade Receivables   | 14       | 3,721.32   | 4,442.17  |
| (c) Cash and bank balance   | 15       | 3,046.79   | 436.62  |
| (d) Short-term Loans and Advances   | 16       | 683.45   | 702.09  |
| (e) Other Current assets  | 17       | 431.74   | 529.83  |
| <b>TOTAL</b>  |          | <b>10,191.41</b>   | <b>9,068.35</b>   |
| Significant Accounting Policies   | 1        |  |   |
| Notes to Financial Statements   | 2 - 34   |  |   |
| AS PER REPORT OF EVEN DATE ATTACHED.  |          |  |   |
| For Mittal & Associates<br>Chartered Accountants<br>FRN: 106456W  |          | For UNILEX COLOURS AND CHEMICALS LTD                                       |   |
|   |          | Aditya Sharma<br>Managing Director<br><br>DIN:00583133                     | Purushottam Brijlal Sharma<br>Chairman & Whole Time<br>Director<br>DIN:01416956 |
| Sourabh Bagaria<br>Partner<br>M.No. 183850<br>PLACE : MUMBAI<br>DATE : 29th May, 2025<br>UDIN: 25183850BMKZAW5702   |          | Shankarlal Kedarmal Agarwal<br>Chief Financial Officer<br>PAN : AAEPG1260E | Gourav Mundra<br>Company Secretary<br>M.NO. 57294                               |

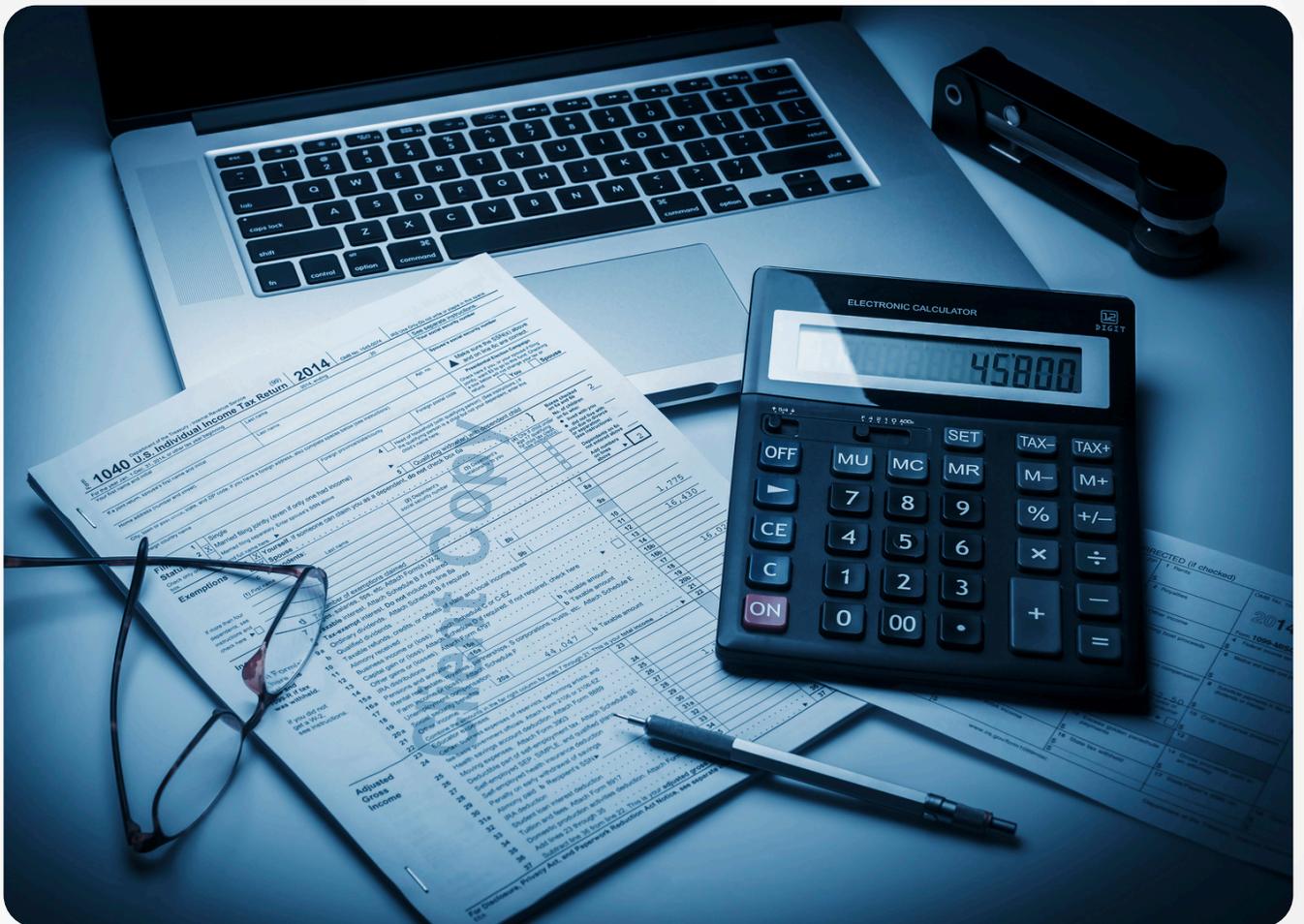
# PROFIT & LOSS

| <b>M/S. UNILEX COLOURS AND CHEMICALS LTD.</b><br><b>(CIN: L74999MH2001PLC131352)</b><br><b>106-107, Advent Atria, Chincholi Bunder Road, Malad (W) Mumbai-400064 Maharashtra</b><br><b>Statement of Profit &amp; Loss for the year ended 31st March, 2025</b><br><b>(Rs. In Lakhs)</b>   |               |  |  |
|--|---------------|--|--|
| Particulars  | Note No.      | For the year ended 31st<br>March, 2025 | For the year ended 31st<br>March, 2024 |
| I.Revenue from Operations  | 18            | 15,143.92                              | 14,385.01                              |
| II.Other Income  | 19            | 637.27                                 | 547.87                                 |
| <b>III.Total Income</b>  |               | <b>15,781.18</b>                       | <b>14,932.88</b>                       |
| <b>IV.Expenses</b>   |               |  |  |
| Cost of Materials Consumed   | 20            | 4,057.16                               | 3,168.57                               |
| Purchase of Stock-in-Trade   | 21            | 8,619.79                               | 9,774.02                               |
| Changes in Inventories of Finished Goods   | 22            | 254.59                                 | (224.27)                               |
| Employee Benefits Expenses   | 23            | 705.57                                 | 456.04                                 |
| Finance Costs  | 24            | 138.34                                 | 100.84                                 |
| Depreciation and Amortisation Expense  | 11            | 64.54                                  | 60.21                                  |
| Other Expenses   | 25            | 1,077.37                               | 769.12                                 |
| <b>V.Total Expenses</b>  |               | <b>14,917.36</b>                       | <b>14,104.53</b>                       |
| <b>VI.Profit/Loss Before Tax</b>   | <b>(I-II)</b> | <b>863.82</b>                          | <b>828.35</b>                          |
| <b>VII.Tax Expenses :</b>  |               |  |  |
| a.Current Tax  |               | 226.26                                 | 211.75                                 |
| b.Deferred Tax   |               | (3.64)                                 | (0.07)                                 |
| c.Current Tax Adjustemnts of Earlier Years   |               |  |  |
| <b>VIII.Profit /Loss for the Year</b>  |               | <b>641.20</b>                          | <b>616.67</b>                          |
| IX.Earnings Per Share (Face Value per Share Rs.10 each)  | 26            |  |  |
| -Basic   |               | 5.42                                   | 6.16                                   |
| -Diluted   |               | 5.42                                   | 6.16                                   |
| Significant Accounting Policies  | 1             |  |  |
| Notes to Financial Statements  | 2 - 34        |  |  |
| <p>AS PER REPORT OF EVEN DATE ATTACHED.</p> <p><b>For Mittal &amp; Associates</b> <span style="float: right;"><b>For UNILEX COLOURS AND CHEMICALS LTD</b></span><br/> <b>Chartered Accountants</b><br/> <b>FRN: 106456W</b></p> <p style="text-align: center;"><b>Aditya Sharma</b> <span style="float: right;"><b>Purushottam Brijlal Sharma</b></span><br/> <b>Managing Director</b> <span style="float: right;"><b>Chairman &amp; Whole Time</b></span><br/> <span style="float: right;"><b>Director</b></span><br/> <b>DIN: 00583133</b> <span style="float: right;"><b>DIN:01416956</b></span></p> <p><b>Sourabh Bagaria</b> <span style="float: right;"><b>Shankarlal Kedarmal Agarw:</b></span><br/> <b>Partner</b> <span style="float: right;"><b>Company Secretary</b></span><br/> <b>M.No. 183850</b> <span style="float: right;"><b>PAN : AAEPG1260E</b></span><br/> <b>PLACE : MUMBAI</b> <span style="float: right;"><b>Gourav Mundra</b></span><br/> <b>DATE : 29th May, 2025</b> <span style="float: right;"><b>Company Secretary</b></span><br/> <b>UDIN: 25183850BMKZAW5702</b> <span style="float: right;"><b>M.NO. 57294</b></span></p> |               |  |  |

# CASH FLOW

| <b>UNILEX COLOURS AND CHEMICALS LTD.</b><br>(CIN: L74999MH2001PLC131352)<br>106-107, Advent Atria, Chincholi Bunder Road, Malad (W) Mumbai-400064 Maharashtra<br>Cash Flow Statement for the Year ended 31 March 2025<br>(Rs. In Lakhs)   |   |  |  |   |  |
|---|---|--|--|---|--|
| Particulars   | For the year ended 31st March, 2025   | For the year ended 31st March, 2024  |  |   |  |
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>   |   |  |  |   |  |
| Profit before taxation  | 863.82  | 828.35   |  |   |  |
| <b>Adjustments for:</b>   |   |  |  |   |  |
| Restatement Adjustment  | -   | (78.78)  |  |   |  |
| Depreciation  | 64.54   | 60.21  |  |   |  |
| Interest Income   | (146.50)  | (25.69)  |  |   |  |
| Interest expense  | 113.61  | 89.87  |  |   |  |
| Profit on sale of Fixed Asset   | (12.48)   | -  |  |   |  |
| <b>Operating profit before working capital changes</b>  | <b>883.01</b>   | <b>873.96</b>  |  |   |  |
| Working capital changes:  |   |  |  |   |  |
| (Increase) / Decrease in trade receivables  | 720.85  | (1,054.40)   |  |   |  |
| (Increase) / Decrease in inventories  | 133.29  | (305.67)   |  |   |  |
| Increase / (Decrease) in Other current Liabilities  | (107.75)  | 169.97   |  |   |  |
| Increase / (Decrease) in Short term Provision   | (26.08)   | 92.32  |  |   |  |
| Increase / (Decrease) in Long term Provision  | 35.50   | 23.53  |  |   |  |
| (Increase) / Decrease in short term loans & Advances  | 18.64   | (86.36)  |  |   |  |
| (Increase) / Decrease in Other non current assets   | (1.00)  | (15.50)  |  |   |  |
| Increase / Decrease in Other Current Assets   | 98.09   | (231.75)   |  |   |  |
| Increase / (Decrease) in trade payables   | (1608.28)   | 337.66   |  |   |  |
| <b>Cash generated from operations</b>   | <b>146.28</b>   | <b>(196.23)</b>  |  |   |  |
| Income tax paid   | (226.26)  | (211.75)   |  |   |  |
| <b>Net Cash Generated/(Used) From Operating Activities (A)</b>  | <b>(79.98)</b>  | <b>(407.99)</b>  |  |   |  |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>   |   |  |  |   |  |
| Purchase of property, plant and equipment   | (126.81)  | (55.49)  |  |   |  |
| Sale of property, plant and equipment   | 591.98  | -  |  |   |  |
| Interest Income   | 146.50  | 25.69  |  |   |  |
| <b>Net Cash Generated/(Used) From Investing Activities (B)</b>  | <b>611.67</b>   | <b>(29.80)</b>   |  |   |  |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>   |   |  |  |   |  |
| Interest Expenses   | (113.61)  | (89.87)  |  |   |  |
| Increase/Decrease in Long term borrowing  | 35.93   | (2.05)   |  |   |  |
| Increase/Decrease in Short term borrowing   | (647.78)  | 996.91   |  |   |  |
| Issue of Equity shares (Net of Issue Expenses)  | 2,803.95  | -  |  |   |  |
| Dividend Paid   | -   | (133.56)   |  |   |  |
| <b>Net Cash Generated/(Used) From Financing Activities (C)</b>  | <b>2,078.49</b>   | <b>771.43</b>  |  |   |  |
| <b>Net increase in cash and cash equivalents</b>  | <b>2,610.17</b>   | <b>333.64</b>  |  |   |  |
| <b>Cash and cash equivalents at beginning of period</b>   | <b>436.62</b>   | <b>102.98</b>  |  |   |  |
| <b>Cash and cash equivalents at end of period</b>   | <b>3,046.79</b>   | <b>436.62</b>  |  |   |  |
| <b>Cash and cash equivalents at the end</b>   |   |  |  |   |  |
| Cash in hand  | 0.54  | 1.59   |  |   |  |
| Balance with Banks  | 12.03   | 9.59   |  |   |  |
| Other Bank Balance:   |   |  |  |   |  |
| Fixed Deposit   | 3,034.22  | 425.44   |  |   |  |
| <b>Total</b>  | <b>3,046.79</b>   | <b>436.62</b>  |  |   |  |
| <table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <b>For Mittal &amp; Associates</b><br/>           Chartered Accountants<br/>           FRN: 106456W<br/><br/>           Sourabh Bagaria<br/>           Partner<br/>           M.No. 183850<br/>           PLACE : MUMBAI<br/>           DATE : 29th May, 2025<br/>           UDIN: 25183850BMKZAW5702         </td> <td style="width: 33%; vertical-align: top; text-align: center;"> <b>For UNILEX COLOURS AND CHEMICALS LTD</b><br/><br/>           Aditya Sharma<br/>           Managing Director<br/><br/>           DIN:00583133<br/><br/>           Shankarlal Kedarmal Agarwal<br/>           Chief Financial Officer<br/>           PAN : AAEPG1260E         </td> <td style="width: 33%; vertical-align: top; text-align: center;">           Purushottam Brijlal Sharma<br/>           Chairman &amp; Whole Time<br/>           Director<br/>           DIN:01416956<br/><br/>           Gourav Mundra<br/>           Company Secretary<br/>           M.NO. 57294         </td> </tr> </table> |   |  | <b>For Mittal &amp; Associates</b><br>Chartered Accountants<br>FRN: 106456W<br><br>Sourabh Bagaria<br>Partner<br>M.No. 183850<br>PLACE : MUMBAI<br>DATE : 29th May, 2025<br>UDIN: 25183850BMKZAW5702 | <b>For UNILEX COLOURS AND CHEMICALS LTD</b><br><br>Aditya Sharma<br>Managing Director<br><br>DIN:00583133<br><br>Shankarlal Kedarmal Agarwal<br>Chief Financial Officer<br>PAN : AAEPG1260E | Purushottam Brijlal Sharma<br>Chairman & Whole Time<br>Director<br>DIN:01416956<br><br>Gourav Mundra<br>Company Secretary<br>M.NO. 57294 |
| <b>For Mittal &amp; Associates</b><br>Chartered Accountants<br>FRN: 106456W<br><br>Sourabh Bagaria<br>Partner<br>M.No. 183850<br>PLACE : MUMBAI<br>DATE : 29th May, 2025<br>UDIN: 25183850BMKZAW5702  | <b>For UNILEX COLOURS AND CHEMICALS LTD</b><br><br>Aditya Sharma<br>Managing Director<br><br>DIN:00583133<br><br>Shankarlal Kedarmal Agarwal<br>Chief Financial Officer<br>PAN : AAEPG1260E | Purushottam Brijlal Sharma<br>Chairman & Whole Time<br>Director<br>DIN:01416956<br><br>Gourav Mundra<br>Company Secretary<br>M.NO. 57294 |  |   |  |

# SIGNIFICANT ACCOUNTING POLICIES



# COMPANY OVERVIEW

**UNILEX COLOURS AND CHEMICALS LIMITED** was, incorporated on 23rd March, 2001 and is engaged in the business of manufacturing and dealing in Dyes & Pigments and Food Colours.

## SIGNIFICANT ACCOUNTING POLICIES

### A. Basis of preparation of Financial Statements:

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act. The accounting policies adopted in the preparation of financial statements have been consistently applied. All assets and liabilities have been classified as current or non-current as per the company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of operations and time difference between the provision of services and realization of cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

### B. Use of Estimates

The preparation of financial statements is in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

### C. ACCOUNTING CONVENTION

The Company follows the mercantile system of accounting, recognizing income and expenditure on accrual basis. The accounts are prepared on historical cost basis and as a going concern. Accounting policies not referred to specifically otherwise, are consistent with the generally accepted accounting principles.

**The following significant accounting policies are adopted in the preparation and presentation of these financial statements:**

### **1. Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sales of goods are recognized on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

Interest income is accrued on a time proportion basis, by reference to the principle outstanding and the effective interest rate applicable.

### **2. Property, Plant and Equipment**

a) Property, Plant and Equipment are stated as per Cost Model i.e., at cost less accumulated depreciation and impairment, if any;

b) Costs directly attributable to acquisition are capitalized until the Property, Plant and Equipment are ready for use, as intended by the management;

c) Subsequent expenditures relating to Property, Plant and Equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs & maintenance costs are recognized in the Statement of profit & Loss when incurred;

d) The cost and related accumulated depreciated are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit or Loss. Assets to be disposed of are reported at the lower of the carrying value or the fair value less cost to sell;

e) Depreciation on fixed assets will be calculated using the Straight-Line Method (SLM) method, which involves applying depreciation rates prescribed under Schedule II to the Companies Act 2013. to the carrying amount of the asset. The carrying amount is reduced each year by the amount of depreciation charged.

f) Depreciation methods, useful lives, and residual values are reviewed periodically, including at each financial year end;

### **3. IMPAIRMENT**

The Management periodically assesses, using external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognized wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the asset's net selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

### **4. INVENTORIES**

Inventories are valued after providing for obsolescence, as follows:

Raw Materials -Lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on First in First out basis.

### **5. RETIREMENT BENEFITS & OTHER EMPLOYEE BENEFITS**

#### **Short-term employee benefits:**

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year which includes benefits like Salary, wages and bonus, and are recognized as expenses in the period in which the employee renders the related service.

#### **Post- Employment Benefits:**

##### **(a) Defined Contribution Plans**

The Company makes contributions to defined contribution plans such as Provident Fund and Employees' State Insurance (ESI) in accordance with applicable laws and regulations. Provident Fund contributions are made to the statutory provident fund maintained by the Government of India. These contributions are recognised as an expense in the Statement of Profit and Loss in the period in which the employee renders the related service. The Company has no further obligation beyond its monthly contributions. Employees' State Insurance (ESI) contributions are made in accordance with the (a) Employees' State Insurance Act, 1948. These contributions are also recognised as an expense in the Statement of Profit and Loss in the period in which the employee renders the related service. The Company's liability is limited to the amount of contribution required under the statute. All the above schemes are classified as defined contribution plans under Accounting Standard 15 (Revised) – Employee Benefits, and the Company's liability is limited to the extent of contributions made.

## (b) Defined Benefit Plans

The Company's defined benefit plan includes gratuity, which provides for a lump-sum payment to eligible employees at retirement, death, incapacitation, or termination of employment, based on the employee's last drawn salary and tenure of service. The liability for gratuity is determined using the projected unit credit method, based on actuarial valuation carried out at each reporting date by an independent actuary. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using market yields on government bonds at the reporting date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they arise. Past service cost, if any, is recognized immediately.

## 6. FOREIGN EXCHANGE TRANSACTIONS

Foreign-currency denominated monetary assets and liabilities if any are translated at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from the transactions relating to purchase of current assets like Raw Material or other products are included in the Statement of Profit and Loss. Revenue, expense and cash-flow items denominated in foreign currencies are translated using the exchange rate in effect on the date of the transaction.

## 7. CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

## 8. BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of that asset till such time the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. Costs incurred in raising funds are amortized equally over the period for which the funds are acquired. All other borrowing costs are charged to profit and loss account.

## 9. INCOME TAX

The accounting treatment for the Income Tax in respect of the Company's income is based on the Accounting Standard on 'Accounting for Taxes on Income' (AS-22). The provision made for Income Tax in Accounts comprises both, the current tax and deferred tax. Provision for Current Tax is made on the assessable Income Tax rate applicable to the relevant assessment year after considering various deductions available under the Income Tax Act, 1961.

Deferred tax is recognized for all timing differences; being the differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date. The carrying amount of deferred tax asset/liability is reviewed at each Balance Sheet date and consequential adjustments are carried out.

## **10. EARNINGS PER SHARE**

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## **11. PROVISIONS AND CONTINGENT LIABILITIES**

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the likely future outflow of economic benefits required to settle the obligation at the reporting date.

Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

## **12. CASH & CASH EQUIVALENTS**

Cash and cash equivalents comprise cash and cash on deposit with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents

## **13. SEGMENT REPORTING**

Company is operating under a single segment.

## **14. LEASE:**

As a lessee

Leases where the Lessor effectively retains substantially all the risks and benefits of ownership of the Leased Asset, are classified as 'Operating Leases'. Lease rentals with respect to assets taken on 'Operating Lease' are charged to Statement of Profit and Loss on a straight line basis over the lease term. Leases which effectively transfer to the Company substantially all the risks and benefits incidental to the ownership of the leased item are classified as 'Finance Lease'. Assets acquired on Finance Lease which substantially transfer all the risks and rewards of ownership to the Company are capitalized as assets by the Company at the lower of the fair value and the present value of the minimum lease payment and a liability is created for an equivalent amount. Lease rentals payable is apportioned between the liability and finance charge so as to obtain a constant periodic rate of interest on the outstanding liability for each year. Lease rentals in respect of assets acquired under operating lease are charged to the Profit and Loss Account as incurred.

**For Mittal & Associates  
Chartered Accountants  
Firm Registration no: 106456W**

**For and on behalf of Board of Directors  
UNILEX COLOURS AND CEMICALS LIMITED**

**Aditya Sharma  
Managing Director  
DIN: 00583133**

**PurushottamBrijlal Sharma  
WholetimeDirector&Chairman  
DIN: 01416956**

**Sourabh Bagaria  
Partner  
Membership No. 183850  
UDIN: 25183850BMKZAW5702  
Place: Mumbai  
Date: 29th May, 2025**

**Shankarlal Kedarmal Agarwal  
CFO**

**Place: Mumbai  
Date: 29th May, 2025**

**Gourav Mundra  
Company Secretary  
M.No. 57294**

# NOTES TO FINANCIAL STATEMENTS



UNILEX COLOURS AND CHEMICALS LTD.  
Notes Forming part of Balance Sheet as at 31st March, 2025  
(Rs. In Lakhs)

| PARTICULARS  | As at 31st March 2025 | As at 31st March 2024 |
|--|-----------------------|-----------------------|
| <b>Note-2 : Share Capital</b>                                      |                       |                       |
| <b>1. Authorised Share Capital</b>                                 |                       |                       |
| 1,50,00,000 Equity Shares of Rs.10/- each                          | 1,500.00              | 1,500.00              |
| <b>Total</b>   | <b>1,500.00</b>       | <b>1,500.00</b>       |
| <b>2. Issued, Subscribed &amp; Paid-up share Capital</b>           |                       |                       |
| 1,36,17,000 (1,00,17,000 in 2023-24) Equity Shares of Rs.10/- each | 1,361.70              | 1,001.70              |
| <b>Total</b>   | <b>1,361.70</b>       | <b>1,001.70</b>       |

b) Reconciliation of number of shares outstanding at the end of the year:

| Particular  | Quantity value   | As on 31st March 2025 | As on 31st March 2024 |
|---|------------------|-----------------------|-----------------------|
| Number of shares outstanding at the beginning         | Qty              | 1,00,17,000.00        | 33,39,000.00          |
|   | Value (in Lakhs) | 1,001.70              | 333.90                |
| Add: Bonusshares issued during the year               |                  | -                     | 66,78,000.00          |
| Add: Equity shares issued during the year through IPO |                  | 36,00,000.00          |                       |
| Less: Shares bought back during the year              |                  | -                     | -                     |
| Number of shares outstanding at the end of the Period | Qty              | 1,36,17,000.00        | 1,00,17,000.00        |
|   | Value (in Lakhs) | 1,361.70              | 1,001.70              |

Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

As the company is not a subsidiary of any Company, its shares are not held by any holding or ultimate holding company.

There are no shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment.

There are no securities which are convertible into equity/preference shares.

There are no calls which are unpaid.

Information regarding issue of shares in the last five years

The Company has not issued any shares without payment being received in cash.

The Company has allotted 66,78,000 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings vide Board Resolution dated 18.03.2024.

The Company has not undertaken any buy-back of shares.

c) Details of Shares held by each shareholder holding more than 5% shares

| Shareholder Name   | As on 31.03.2025 |                     |
|--------------------|------------------|---------------------|
|                    | % held           | No.of Shares        |
| Purushottam Sharma | 6.30%            | 8,58,000.00         |
| Aditya Sharma      | 16.55%           | 22,53,000.00        |
| Manoj kumar Sharma | 16.52%           | 22,50,000.00        |
| Rohit k Sharma     | 16.52%           | 22,50,000.00        |
| Kabir R Sharma     | 16.52%           | 22,50,000.00        |
| <b>Total</b>       | <b>72.41%</b>    | <b>98,61,000.00</b> |

| Shareholder Name   | As on 31.03.2024 |                     |
|--------------------|------------------|---------------------|
|                    | % held           | No.of Shares        |
| Purushottam Sharma | 8.57%            | 8,58,000.00         |
| Aditya Sharma      | 22.49%           | 22,53,000.00        |
| Manoj kumar Sharma | 22.46%           | 22,50,000.00        |
| Rohit k Sharma     | 22.46%           | 22,50,000.00        |
| Kabir R Sharma     | 22.46%           | 22,50,000.00        |
| <b>Total</b>       | <b>98.44%</b>    | <b>98,61,000.00</b> |

| d) Details of Shares held by Promoters |                              |                   |                              |
|--|------------------------------|-------------------|------------------------------|
| Name of Promoter                       | As on 31.03.2025             |                   |                              |
|  | No. of Shares                | % of Total Shares | % Change                     |
| <b>PARTICULARS</b>                     | <b>As at 31st March 2025</b> |                   | <b>As at 31st March 2024</b> |
| Purushottam Brijlal Sharma             | 8,58,000.00                  | 6.30%             | -                            |
| Aditya Sharma                          | 22,53,000.00                 | 16.55%            | -                            |
| Manojkumar Shyamsunder Sharma          | 22,53,000.00                 | 16.52%            | -                            |
| Rohit Krishnakumar Sharma              | 22,53,000.00                 | 16.52%            | -                            |
| Kabir Radheyshyam Sharma               | 22,53,000.00                 | 16.52%            | -                            |
| Narendra Parameswarappa Kotehall       | 1,44,000.00                  | 1.06%             | -                            |

| Name of Promoter                 | As on 31.03.2024 |                   |          |
|----------------------------------|------------------|-------------------|----------|
|                                  | No. of Shares    | % of Total Shares | % Change |
| Purushottam Brijlal Sharma       | 8,58,000.00      | 8.57%             | 200%     |
| Aditya Sharma                    | 22,53,000.00     | 22.49%            | 200%     |
| Manojkumar Shyamsunder Sharma    | 22,53,000.00     | 22.46%            | 200%     |
| Rohit Krishnakumar Sharma        | 22,53,000.00     | 22.46%            | 200%     |
| Kabir Radheyshyam Sharma         | 22,53,000.00     | 22.46%            | 200%     |
| Narendra Parameswarappa Kotehall | 1,44,000.00      | 1.44%             | 200%     |

| <b>PARTICULARS</b> | <b>As at 31st March 2025</b> | <b>As at 31st March 2024</b> |
|--------------------|------------------------------|------------------------------|
|--------------------|------------------------------|------------------------------|

**Note-3 : Reserves and Surplus**

|                                      |                 |                 |
|--------------------------------------|-----------------|-----------------|
| <b>A) Securities Premium</b>         |                 |                 |
| Opening Balance                      | -               | 19.00           |
| Received During the Year             | 2,772.00        | -               |
| Utilized For Issuing the bonus share | -               | 19.00           |
| Utilized For IPO Expenses            | 328.05          | -               |
| <b>Closing Balance</b>               | <b>2,443.95</b> | <b>-</b>        |
| <b>B) Profit &amp; Loss Account</b>  |                 |                 |
| Opening Balance                      | 2,684.30        | 2,894.34        |
| Add: Profit for the year             | 641.20          | 616.67          |
| Less: Dividend                       | -               | 133.56          |
| Less: Utilize for bonus share issue  | -               | 648.80          |
| Add/(Less): Restatement Adjustment   | -               | (44.35)         |
| <b>Closing Balance</b>               | <b>3,325.50</b> | <b>2,684.30</b> |
| <b>Total of Reserves and Surplus</b> | <b>5,769.45</b> | <b>2,684.30</b> |

**Note-4: Long Term Borrowings**

|  | <b>As at 31st March 2025</b> | <b>As at 31st March 2024</b> |
|--|------------------------------|------------------------------|
| <b>Secured Loan from Bank</b>                  |                              |                              |
| Car Loan                                       | 68.01                        | 17.46                        |
| Less : Current Maturity of Long term borrowing | 16.97                        | 2.36                         |
| <b>Total of Long Term Borrowings</b>           | <b>51.04</b>                 | <b>15.10</b>                 |

| <b>Particular of Borrowings</b> | <b>As at 31st March 2025</b> | <b>As at 31st March 2024</b> |
|---------------------------------|------------------------------|------------------------------|
| Name of Lender                  | Bank of India                | Bank of India                |
| Type of Loan                    | Car Loan                     | Car Loan                     |
| Nature of Security              | Car                          | Car                          |
| Rate of Interest                | 8.85%                        | 8.85%                        |
| Monthly Installments            | 1,84,026.00                  | 31,931.00                    |
| No of Installments              | 50.00                        | 84.00                        |

**Note-5: Deffered Tax Assets/(Liabilities)**

|  | <b>As at 31st March 2025</b> | <b>As at 31st March 2024</b> |
|--|------------------------------|------------------------------|
| Opening balance  | 15.15                        | 49.66                        |
| Timing Differences due to depreciation as per the Companies Act, 2013 and the Income Tax Act, 1961 | 0.51                         | (34.51)                      |
| Timing Differences due to Gratuity   | (4.14)                       | -                            |
| Deferred Tax Liability   | -                            | -                            |
| <b>Closing of DTA/(DTL)</b>  | <b>11.52</b>                 | <b>15.15</b>                 |

Note - The management has recognised deferred tax assets only to the extent that there is a reasonable certainty of their realisation

**Note-6: Long Term Provisions**

|  | <b>As at 31st March 2025</b> | <b>As at 31st March 2024</b> |
|--|------------------------------|------------------------------|
| <b>Provision for Employee Benefits</b> |                              |                              |
| Gratuity Liability                     | 59.04                        | 23.53                        |
| <b>Total</b>                           | <b>59.04</b>                 | <b>23.53</b>                 |

| PARTICULARS  | As at 31st March 2025        | As at 31st March 2024        |
|--|------------------------------|------------------------------|
| <b>Note-7 : Short term Borrowings</b>                                      | <b>As at 31st March 2025</b> | <b>As at 31st March 2024</b> |
| <b>Secured</b>   |                              |                              |
| From Bank  |                              |                              |
| (a) Loan repayable on Demand/OD from Bank                                  | 1,481.54                     | 2,143.94                     |
| (b) Current Maturity of Long term borrowing                                | 16.97                        | 2.36                         |
| *Security Details & Guarantor in respect of Secured Loans are given below. |                              |                              |
| <b>Total</b>   | <b>1,498.51</b>              | <b>2,146.29</b>              |

**\*Security detail & Guarantor in respect of Secured Loan**

**A. Primary Security**

Hypothecation of company's entire stock (including raw materials, semi-finished, and finished goods, consumable stores and spares) and book debts, both present and future, CHEQUE (PDC), Personal Guarantees of Mr. Purshottam Sharma, Mr. Narendra K.P. and Mr Aditya Shama and Corporate Guarantee of M/s. Unisynth Chemicals.

**B. Collateral Security**

EM of property situated at Flat No. 1401, 14th floor, D Wing, Imperial Heights, Goregaon Malad Link Road, Goregaon west, Mumbai - 400104 in the name of Mr. Manojkumar Sharma and Smt. Sunita Manojkumar Sharma.

EM of property situated at Flat No. 1103, 11th floor, B Wing, Vini Tower, Sunder Nagar, Malad west, Mumbai - 400064 in the name of Shri Purushottam Brijlal Sharma and Mr. Aditya Shama.

EM of commercial Office No. 501, 5th Floor, Quantum Towers, Ram Baug Road, Behind Petrol Pump, Malad (East) - 400064 belonging to Unisynth Chemicals.

EM of commercial Plot No. E-10/2, Tarapur Industrial Area, MIDC, Nirlon Road, Boisar, Tahuka and Dist. Palghar - 401506 belonging to the Unilex Colours and Chemicals Ltd.

EM of Commercial property at Office No. 501, 5th Floor, Quantum Towers is cross-collateralized in Unilex Colours and Chemicals Ltd & Unisynth Chemicals.

| <b>Note-8 : Trade Payables</b>     | As at 31st March 2025 | As at 31st March 2024 |
|------------------------------------|-----------------------|-----------------------|
| Due to Micro and Small Enterprises | 215.04                | 1,970.19              |
| Due to Others                      | 972.74                | 825.87                |
| <b>Total</b>                       | <b>1,187.78</b>       | <b>2,796.06</b>       |

| <b>Trade Payable ageing schedule</b> | As at 31st March 2025 | As at 31st March 2024 |
|--------------------------------------|-----------------------|-----------------------|
| <b>i) MSME</b>                       |                       |                       |
| Unbilled/Not due                     | -                     | -                     |
| Less than 1 year                     | 211.94                | 1,970.15              |
| 1-2 Years                            | 3.10                  | -                     |
| 2-3 Years                            | -                     | 0.05                  |
| More then 3 Years                    | -                     | -                     |
|                                      | <b>215.04</b>         | <b>1,970.19</b>       |
| <b>ii) Others</b>                    |                       |                       |
| Unbilled/Not due                     | -                     | -                     |
| Less than 1 year                     | 970.53                | 825.57                |
| 1-2 Years                            | 2.17                  | 0.30                  |
| 2-3 Years                            | 0.05                  | -                     |
| More then 3 Years                    | -                     | -                     |
|                                      | <b>972.74</b>         | <b>825.87</b>         |
| <b>iii) Disputed dues- MSME</b>      |                       |                       |
| Unbilled/Not due                     | -                     | -                     |
| Less than 1 year                     | -                     | -                     |
| 1-2 Years                            | -                     | -                     |
| 2-3 Years                            | -                     | -                     |
| More then 3 Years                    | -                     | -                     |
|                                      | -                     | -                     |
| <b>iv) Disputed dues- Others</b>     |                       |                       |
| Unbilled/Not due                     | -                     | -                     |
| Less than 1 year                     | -                     | -                     |
| 1-2 Years                            | -                     | -                     |
| 2-3 Years                            | -                     | -                     |
| More then 3 Years                    | -                     | -                     |
|                                      | -                     | -                     |
| <b>Total</b>                         | <b>1,187.78</b>       | <b>2,796.06</b>       |

Amount due to entities covered under Micro, Small and Medium Enterprises as defined in the Micro, Small, Medium Enterprises Development Act, 2006, (MSMED Act, 2006) have been identified by the company on the basis of information available with it. The details are as follows:

| PARTICULARS                                   | As at 31st March 2025 | As at 31st March 2024 |
|---|-----------------------|-----------------------|
| <b>Note-9 : Other Current Liabilities</b>     |                       |                       |
|   | As at 31st March 2025 | As at 31st March 2024 |
| TDS Payable                                   | 8.84                  | 7.44                  |
| Salary & Wages payable                        | 7.07                  | 5.71                  |
| Professional Tax Payable                      | 0.08                  | 0.23                  |
| PF Payable                                    | 0.22                  | 0.43                  |
| ESIC Payable                                  | 0.06                  | 0.13                  |
| Labour Welfare Fund Payable                   | 0.01                  | 0.01                  |
| Advance from Customer                         | 94.87                 | 168.05                |
| Expenses Payable                              | 73.45                 | 110.37                |
| <b>Total</b>                                  | <b>184.60</b>         | <b>292.35</b>         |
| <b>Note-10 : Short Term Provisions</b>        |                       |                       |
|   | As at 31st March 2025 | As at 31st March 2024 |
| <b>For other than Employee Benefits</b>       |                       |                       |
| Provision For Income Tax (Net of Advance Tax) | -                     | 7.81                  |
| <b>For Employee Benefits</b>                  |                       |                       |
| Provision For Gratuity                        | 67.78                 | 86.04                 |
| <b>Total</b>                                  | <b>67.78</b>          | <b>93.85</b>          |

**Note 11 Property, Plant & Equipments**

| Sr. No.                | PARTICULARS                | GROSS BLOCK            |               |               | DEPRECIATION           |                        |              |              | NET BLOCK              |                        |                        |
|------------------------|----------------------------|------------------------|---------------|---------------|------------------------|------------------------|--------------|--------------|------------------------|------------------------|------------------------|
|                        |                            | As at 01st April, 2024 | Addition      | Deletion      | As at 31st March, 2025 | As at 01st April, 2024 | Addition     | Deduction    | As at 31st March, 2025 | As at 31st March, 2025 | As at 31st March, 2024 |
| <b>Tangible Assets</b> |                            |                        |               |               |                        |                        |              |              |                        |                        |                        |
| 1                      | Land                       | 576.58                 | -             | 571.39        | 5.18                   | -                      | -            | -            | 5.18                   | 576.58                 | 576.58                 |
| 2                      | Factory Building           | 132.06                 | -             | -             | 132.06                 | 37.22                  | 4.14         | -            | 41.36                  | 90.70                  | 94.84                  |
| 3                      | Plant & Machinery          | 915.96                 | 22.49         | -             | 938.45                 | 517.04                 | 43.70        | -            | 560.74                 | 377.71                 | 398.92                 |
| 4                      | Computer                   | 6.13                   | 2.76          | -             | 8.90                   | 4.35                   | 1.13         | -            | 5.48                   | 3.42                   | 1.78                   |
| 5                      | E T P Plant                | 2.25                   | -             | -             | 2.25                   | 2.14                   | -            | -            | 2.14                   | 0.11                   | 0.11                   |
| 6                      | Furniture & Fixture        | 3.99                   | -             | -             | 3.99                   | 3.15                   | 0.21         | -            | 3.37                   | 0.62                   | 0.84                   |
| 7                      | Vehicles                   | 126.43                 | 101.24        | 64.00         | 163.66                 | 74.95                  | 14.42        | 55.89        | 33.48                  | 130.19                 | 51.48                  |
| 8                      | Office Equipment           | 6.91                   | 0.32          | -             | 7.24                   | 3.63                   | 0.95         | -            | 4.57                   | 2.66                   | 3.29                   |
|                        | <b>Total Current Year</b>  | <b>1,770.31</b>        | <b>126.81</b> | <b>635.39</b> | <b>1,261.73</b>        | <b>642.48</b>          | <b>64.54</b> | <b>55.89</b> | <b>651.13</b>          | <b>610.60</b>          | <b>1,127.84</b>        |
|                        | <b>Total Previous Year</b> | <b>1,651.62</b>        | <b>63.19</b>  | <b>-</b>      | <b>1,714.81</b>        | <b>525.28</b>          | <b>56.98</b> | <b>-</b>     | <b>582.26</b>          | <b>1,132.55</b>        | <b>1,126.34</b>        |

**Note-12 : Other Non current Assets**

Security Deposits  
Total

| As at 31st March 2025 | As at 31st March 2024 |
|-----------------------|-----------------------|
| 72.11                 | 71.11                 |
| <b>72.11</b>          | <b>71.11</b>          |

**Note-13 : Inventories**

Finished Goods  
Raw-Material  
Packing Material & Fuel  
Total

| As at 31st March 2025 | As at 31st March 2024 |
|-----------------------|-----------------------|
| 1,138.22              | 1,392.81              |
| 425.36                | 304.79                |
| 61.82                 | 61.09                 |
| <b>1,625.40</b>       | <b>1,758.69</b>       |

\*For Valuation refer accounting policy on Inventory .

**Note-14 : Trade Receivables**

(Unsecured, Considered Good)

Aggregate amount of Trade Receivables outstanding for a period exceeding six months

Others  
Total

| As at 31st March 2025 | As at 31st March 2024 |
|-----------------------|-----------------------|
| 942.79                | 530.86                |
| 2,778.54              | 3,911.31              |
| <b>3,721.32</b>       | <b>4,442.17</b>       |

**Trade Receivables Ageing schedule**

(i) Undisputed Trade receivables – considered good

Unbilled/Note Due  
Less than 6 months  
6 months -1 year  
1-2 years  
2-3 years  
More than 3 years  
Total

| As at 31st March 2025 | As at 31st March 2024 |
|-----------------------|-----------------------|
| -                     | -                     |
| 2,778.54              | 3,911.31              |
| 391.69                | 289.97                |
| 311.96                | 192.14                |
| 190.39                | -                     |
| 48.75                 | 48.75                 |
| <b>3,721.32</b>       | <b>4,442.17</b>       |

| PARTICULARS   | As at 31st March 2025 | As at 31st March 2024 |
|---|-----------------------|-----------------------|
| <b>(i) Undisputed Trade receivables – considered doubtful</b> |                       |                       |
| Unbilled/Note Due   | -                     | -                     |
| Less than 6 months  | -                     | -                     |
| 6 months -1 year  | -                     | -                     |
| 1-2 years   | -                     | -                     |
| 2-3 years   | -                     | -                     |
| More than 3 years   | -                     | -                     |
| Total   | -                     | -                     |
| <b>(ii) Disputed Trade receivables – considered good</b>      |                       |                       |
| Unbilled/Note Due   | -                     | -                     |
| Less than 6 months  | -                     | -                     |
| 6 months -1 year  | -                     | -                     |
| 1-2 years   | -                     | -                     |
| 2-3 years   | -                     | -                     |
| More than 3 years   | -                     | -                     |
| Total   | -                     | -                     |
| <b>(iii) Disputed Trade receivables – considered doubtful</b> |                       |                       |
| Unbilled/Note Due   | -                     | -                     |
| Less than 6 months  | -                     | -                     |
| 6 months -1 year  | -                     | -                     |
| 1-2 years   | -                     | -                     |
| 2-3 years   | -                     | -                     |
| More than 3 years   | -                     | -                     |
| Total   | -                     | -                     |

**Note-15 : Cash and bank balance**

**Cash & Cash Equivalents:**

|  | As on 31st March 2025 | As at 31st March 2024 |
|--|-----------------------|-----------------------|
| a. Cash in Hand  | 0.54                  | 1.59                  |
| b. Balances with Bank in current account                                       | 12.03                 | 9.59                  |
| <b>c. Others (bank balance)</b>  |                       |                       |
| Deposits with original maturity for more than 3 months but less than 12 months | 3034.22               | 425.44                |
| <b>Total</b>   | <b>3,046.79</b>       | <b>436.62</b>         |

**Note-16 : Short Term Trade Advances**

**(Unsecured but considered good)**

Advances recoverable in cash or in kind for value to be received

**1. Loans to related parties**

|                                    | As on 31st March 2025 | As at 31st March 2024 |
|------------------------------------|-----------------------|-----------------------|
| a. Other Advances - Related party* | 327.00                | 300.00                |
| <b>2. Others</b>                   |                       |                       |
| a. Advance to staff                | 37.85                 | 14.53                 |
| b. Advance to Suppliers            | 306.44                | 381.60                |
| c. Advance to Others               | 12.16                 | 5.97                  |
| <b>Total</b>                       | <b>683.45</b>         | <b>702.09</b>         |

\*Advance to related party includes a loan amounting to Rs. 300 lakhs extended to M/s. Vardhaman Dyestuff Industries Pvt. Ltd., a related party, carrying interest at the rate of 9% per annum.

**Note-17 : Other Current Assets**

|  | As on 31st March 2025 | As at 31st March 2024 |
|--|-----------------------|-----------------------|
| GST Receivable                                 | 342.87                | 469.84                |
| Advance Tax ( Net of Provision for Income Tax) | 62.73                 | -                     |
| Export Incentives Receivables                  | 22.50                 | 55.06                 |
| Prepaid Expenses                               | 3.64                  | 4.93                  |
| <b>Total</b>                                   | <b>431.74</b>         | <b>529.83</b>         |

| PARTICULARS | As at 31st March 2025 | As at 31st March 2024 |
|-------------|-----------------------|-----------------------|
|-------------|-----------------------|-----------------------|

**UNILEX COLOURS AND CHEMICALS LTD.**

Notes forming part of Statement of Profit & Loss for the year ended 31st March, 2025

(Rs. In Lakhs)

| PARTICULARS | For the year ended 31st March, 2025 | For the year ended 31st March, 2024 |
|-------------|-------------------------------------|-------------------------------------|
|-------------|-------------------------------------|-------------------------------------|

**Note-18 : Revenue from Operations**

|                                   |                  |                  |
|-----------------------------------|------------------|------------------|
| Sale of Products*                 | 15,181.46        | 14,403.45        |
| Less: Sales Return                | 37.55            | 18.44            |
| <b>Net Sales</b>                  | <b>15,143.92</b> | <b>14,385.01</b> |
| <b>*Sale of Product includes:</b> |                  |                  |
| Export sale                       | 13,073.83        | 10,763.74        |
| Domestic Sale                     | 2,107.64         | 3,639.71         |

**Note-19 : Other Incomes**

|                                      | For the year ended 31st March, 2025 | For the year ended 31st March, 2024 |
|--------------------------------------|-------------------------------------|-------------------------------------|
| Interest Income                      | 146.50                              | 25.69                               |
| Misc. Income                         | -                                   | 1.17                                |
| Export Incentives                    | 248.10                              | 229.29                              |
| Commission Received                  | 4.65                                | 3.32                                |
| Compensation for Non-Supply of Goods | -                                   | 8.47                                |
| Foreign Exchange Gain                | 225.55                              | 279.92                              |
| Profit on Sale of Fixed Asset        | 12.48                               | -                                   |
| <b>Total</b>                         | <b>637.27</b>                       | <b>547.87</b>                       |

**Note-20 : Cost of Raw Material Consumed**

|                      | For the year ended 31st March, 2025 | For the year ended 31st March, 2024 |
|----------------------|-------------------------------------|-------------------------------------|
| Opening Stock:       | 365.88                              | 284.48                              |
| Add : Purchase Cost  | 4,178.46                            | 3,249.97                            |
|                      | <b>4,544.33</b>                     | <b>3,534.45</b>                     |
| Less : Closing Stock | 487.18                              | 365.88                              |
| <b>Total</b>         | <b>4,057.16</b>                     | <b>3,168.57</b>                     |

| PARTICULARS | As at 31st March 2025 | As at 31st March 2024 |
|-------------|-----------------------|-----------------------|
|-------------|-----------------------|-----------------------|

**Note-21 : Purchase of stock in trade**

|                            | For the year ended 31st March, 2025 | For the year ended 31st March, 2024 |
|----------------------------|-------------------------------------|-------------------------------------|
| Purchase of Stock in Trade | 8,619.79                            | 9,774.02                            |
| <b>Total</b>               | <b>8,619.79</b>                     | <b>9,774.02</b>                     |

**Note-22 : Change in Inventories of Finished Goods**

|                      | For the year ended 31st March, 2025 | For the year ended 31st March, 2024 |
|----------------------|-------------------------------------|-------------------------------------|
| Opening Stock        | 1,392.81                            | 1,168.54                            |
| Purchase Cost        | -                                   | -                                   |
| Less : Closing Stock | 1,138.22                            | 1,392.81                            |
| <b>Total</b>         | <b>254.59</b>                       | <b>(224.27)</b>                     |

**Note-23 : Employee Benefits Expenses**

|                            | For the year ended 31st March, 2025 | For the year ended 31st March, 2024 |
|----------------------------|-------------------------------------|-------------------------------------|
| Salary & Wages             | 437.29                              | 361.60                              |
| Directors Remuneration     | 180.18                              | 36.96                               |
| Staff & Labour Welfare     | 9.78                                | 5.47                                |
| Employer P.F Contribution  | 2.52                                | 1.85                                |
| Employer ESIC Contribution | 0.80                                | 0.94                                |
| Gratuity Expenses          | 18.00                               | 2.99                                |
| Keyman Insuamace           | 56.99                               | 46.23                               |
| <b>Total</b>               | <b>705.57</b>                       | <b>456.04</b>                       |

**Note-24: Finance Cost**

|                             | For the year ended 31st March, 2025 | For the year ended 31st March, 2024 |
|-----------------------------|-------------------------------------|-------------------------------------|
| Bank Interest               | 113.61                              | 89.87                               |
| <b>Other Borrowing Cost</b> |                                     |                                     |
| Bank Charges                | 24.72                               | 10.97                               |
| <b>Total</b>                | <b>138.34</b>                       | <b>100.84</b>                       |

**Note-25: Other Expenses**

|   | <b>For the year ended 31st<br/>March, 2025</b> | <b>For the year ended 31st<br/>March, 2024</b> |
|---|--|--|
| Electricity Charges                           | 287.45   | 211.73   |
| Water Charges                                 | 5.24   | 4.90   |
| Repair & Maint.                               | 15.22  | 9.28   |
| Telephone Expenses                            | 2.13   | 1.77   |
| Postage & Courier                             | 19.12  | 22.96  |
| Office Expenses                               | 4.55   | 0.97   |
| Traveling & Conveyance                        | 72.54  | 61.89  |
| Printing and Stationery                       | 2.76   | 2.35   |
| Misc. Expenses                                | 42.04  | 38.50  |
| <b><u>Payment to Auditor :</u></b>            |  |  |
| Statutory Audit                               | 3.00   | 1.50   |
| Tax Audit                                     | 1.50   | 0.50   |
| Balance w/off                                 | 0.10   | -  |
| Sales Promotion Expenses                      | 61.92  | 22.68  |
| Legal & Professional Fees                     | 42.22  | 12.81  |
| Insurance Charges                             | 7.45   | 16.74  |
| Membership & Subscription Fees                | 8.95   | 0.61   |
| Forwarding & Transport Charges                | 399.49   | 293.36   |
| Discount,Rebate & Claims                      | 4.23   | 0.96   |
| Sales Commission                              | 40.56  | 20.62  |
| Office Godown Rent                            | 6.00   | 6.00   |
| Stamp Duty Charges                            | 0.07   | 12.02  |
| Penalty/Interest on Late Payment Of Govt Dues | 0.19   | 0.01   |
| ECGC PREMIUM                                  | 4.70   | 4.27   |
| ETP EXPENSE                                   | 6.84   | 6.87   |
| Sitting Fees                                  | 1.50   | -  |
| Security Charges                              | 2.34   | 0.36   |
| Statutory Liability paid of earlier period    | 11.93  | -  |
| Donation                                      | 1.07   | 1.96   |
| Donation CSR                                  | 22.27  | 13.51  |
| <b>Total</b>                                  | <b>1,077.37</b>                                | <b>769.12</b>                                  |

(All amounts are in Rupees Lakhs unless otherwise stated)

**Note 26**

**Earnings Per equity share**

| Particulars   | 31st March, 2025 | 31st March, 2024 |
|---|------------------|------------------|
| Profit attributable to equity holders for Basic EPS               | 641.20           | 616.67           |
| Total No. Of Equity Shares  | 136.17           | 100.17           |
| Weighted Average number of Equity Shares for basic EPS (In Lakhs) | 118.21           | 100.17           |
| Earnings Per Share - Basic (Rs)                                   | 5.42             | 6.16             |
| Diluted Earnings Per Share - Diluted (Rs)                         | 5.42             | 6.16             |

**Note 27**

**Ratio and Its Elements**

| Particulars   | 31st March, 2025 | 31st March, 2024 |
|---|------------------|------------------|
| <b>A. Current Ratio</b>   |                  |                  |
| Current Assets  | 9,508.70         | 7,869.41         |
| Current Liabilities   | 2,938.67         | 5,328.56         |
| Current ratio   | 3.24             | 1.48             |
| <b>Increase / (Decrease) in ratio</b>   | 119.10%          |                  |
| <b>Reason for Increase / (Decrease)</b>   |                  |                  |
| Due to decrease in short term borrowings (current liability) and increase in Fixed Deposit (current assets) there is increase in ratio. |                  |                  |
| <b>B. Debt Equity Ratio</b>   |                  |                  |
| Long term borrowings  | 51.04            | 15.10            |
| Short term borrowings   | 1,498.51         | 2,146.29         |
| Total Debt  | 1,549.55         | 2,161.40         |
| Share Capital   | 1,361.70         | 1,001.70         |
| Reserves & Surplus  | 5,769.45         | 2,684.30         |
| Money received against Share Warrants   | -                | -                |
| Shareholder's Equity  | 7,131.15         | 3,686            |
| Debt Equity Ratio   | 0.22             | 0.59             |
| <b>Increase / (Decrease) in ratio</b>   | -62.94%          |                  |
| <b>Reason for Increase / (Decrease)</b>   |                  |                  |
| There is decrease in Amount of Debt hence change in this ratio.   |                  |                  |
| <b>C. Debt Service Coverage Ratio</b>   |                  |                  |
| Profit before taxes   | 863.82           | 828.35           |
| Add: Interest   | 113.61           | 89.87            |
| Depreciation & Amortization   | 64.54            | 60.21            |
| Less: Other Income  | (637.27)         | (547.87)         |
| Earnings available for debt service   | 404.71           | 430.57           |
| Interest  | 113.61           | 89.87            |
| Short term borrowings (current maturity)  | 2.36             | 2.15             |
| Debt Service  | 115.97           | 92.02            |
| Debt Service Coverage Ratio   | 3.49             | 4.68             |
| <b>Increase / (Decrease) in ratio</b>   | -25.42%          |                  |
| <b>Reason for Increase / (Decrease)</b>   |                  |                  |
| There is decrease in Amount of Debt hence change in this ratio.   |                  |                  |
| <b>D. Return on equity</b>  |                  |                  |
| Net profit after taxes  | 641.20           | 616.67           |
| Average Equity  | 5,408.58         | 3,466.62         |
| Return on equity ratio  | 11.86%           | 17.79%           |
| <b>Increase / (Decrease) in ratio</b>   | -33.36%          |                  |
| <b>Reason for Increase / (Decrease)</b>   |                  |                  |
| There is issue of equity shares during the year.  |                  |                  |
| <b>E. Inventory Turnover Ratio</b>  |                  |                  |
| Cost of Goods Sold  | 12,931.54        | 12,718.32        |
| Opening stock   | 1,758.69         | 1,453.02         |
| Closing stock   | 1,625.40         | 1,758.69         |
| Average Inventory   | 1,692.04         | 1,605.85         |
| Inventory Turnover Ratio  | 7.64             | 7.92             |
| <b>Increase / (Decrease) in ratio</b>   | -3.50%           |                  |

|  |           |           |
|--|-----------|-----------|
| <b>F. Trade Receivables turnover Ratio</b>                                   |           |           |
| Revenue from Operations  | 15,143.92 | 14,385.01 |
| Average Trade Receivables  | 4,081.75  | 3,914.97  |
| Trade Receivable Turnover ratio  | 3.71      | 3.67      |
| Increase / (Decrease) in ratio   | 0.97%     |           |
| <b>G. Trade Payables Turnover Ratio</b>                                      |           |           |
| Total Purchase   | 12,798.25 | 13,023.99 |
| Average Trade Payables   | 1,991.92  | 2,627.23  |
| Trade Payables Turnover Ratio  | 6.43      | 4.96      |
| Increase / (Decrease) in ratio   | 29.61%    |           |
| Reason for Increase / (Decrease)   |           |           |
| There is increase Trade Payable hence change in this ratio.                  |           |           |
| <b>H. Net Capital turnover ratio</b>   |           |           |
| Revenue from Operations  | 15,143.92 | 14,385.01 |
| Current assets - Current Liabilities   | 3,285.03  | 2,333.37  |
| Net Capital turnover ratio   | 4.61      | 6.16      |
| Increase / (Decrease) in ratio   | -25.22%   |           |
| Reason for Increase / (Decrease)   |           |           |
| There is increase in the turnover of the company hence change in this ratio. |           |           |
| <b>I. Net Profit Ratio</b>   |           |           |
| Net Profit   | 641.20    | 616.67    |
| Revenue from Operations  | 15,143.92 | 14,385.01 |
| Net Profit Ratio   | 4.23%     | 4.29%     |
| Increase / (Decrease) in ratio   | -1.23%    |           |
| <b>J. Return on capital employed</b>   |           |           |
| Profit before taxes  | 863.82    | 828.35    |
| Add: Interest  | 113.61    | 89.87     |
| Profit before interest and taxes   | 340.17    | 370.36    |
| Share Holders Funds  | 7,131.15  | 3,686.00  |
| Add: Borrowings  | 1,549.55  | 2,161.40  |
| Total Capital Employed   | 8,692.22  | 5,862.55  |
| Return on capital employed   | 3.91%     | 6.32%     |
| Increase / (Decrease) in ratio   | -38.05%   |           |
| Reason for Increase / (Decrease)   |           |           |
| There is issue of equity shares during the year.                             |           |           |
| <b>K. Return on Investment</b>   |           |           |
| Other Income+Interest on FD  | 146.50    | 25.69     |
| Investments  | 3,034.22  | 425.44    |
| Return on Investment   | 0.05      | 0.06      |
| Increase / (Decrease) in ratio   | -20.05%   |           |
| Reason for Increase / (Decrease)   |           |           |
| There is increase in Fixed Deposit hence change in this ratio.               |           |           |

**Note 28**

**Earnings in Foreign Currencies**

| Particulars                             | 31-Mar-25        | 31-Mar-24        |
|---|------------------|------------------|
| Export of Goods calculated on FOB basis | 13,073.83        | 10,763.74        |
| <b>Total</b>                            | <b>13,073.83</b> | <b>10,763.74</b> |

**Note 29**

**Value of Import on CIF basis**

| Particulars   | 31-Mar-25 | 31-Mar-24       |
|---------------|-----------|-----------------|
| Raw Materials | -         | 23.19           |
| <b>Total</b>  | <b>-</b>  | <b>3,539.80</b> |

**Note 30****Related Party Disclosure**

| <b>Name of the related party</b> | <b>Nature of Relationship</b> |
|----------------------------------|-------------------------------|
| <b>Key Management Personnel</b>  |                               |
| Aditya Sharma                    | Managing Director             |
| Manoj Kumar Shyam Sunder Sharma  | Executive Director            |
| Rohit Krishnakumar Sharma        | Executive Director            |
| Kabir Radheshyam Sharma          | Executive Director            |
| Purushottam Brijlal Sharma       | Executive Director            |
| Narendra Parameswarappa Kotehall | Executive Director            |
| Daya Amit Bansal                 | Non Executive Director        |
| Ketan Damji Saiya                | Non Executive Director        |
| Amit Kumar Mundra                | Non Executive Director        |
| Shankarlal Kedarnal Agarwal      | Chief Financial Officer       |
| Gourav Mundra                    | Company Secretary             |
| Krishnakumar Madanmohan Sharma   | Relative of Director          |
| Manjula Sharma                   | Relative of Director          |
| Radheshyam Brijlal Sharma        | Relative of Director          |
| Shyam Sunder Brijmohan Sharma    | Relative of Director          |
| Namrata Sharma                   | Relative of Director          |
| Rim Sharma                       | Relative of Director          |
| Tanya Manoj Sharma               | Relative of Director          |

**(ii) Entity controlled or jointly controlled by a person identified in (i) above**

Chemi Udyog

Unisynth Chemicals

Vardhaman Dye-Stuff Industries Private Limited

Unisynth Overseas Limited

Taizhou Xiaqi Import and Export Company Limited

Greenviro Environmental System Pvt Ltd

Goldstar Global Trading Fz LLC

**Related Party Transactions**

| Name  | Relationship  | Nature of transaction  | 31 March 2025                         |   | 31 March 2024                         |   |
|---|---|------------------------|---------------------------------------|---|---------------------------------------|---|
|   |   |                        | Amount of transaction during the year | Balance as at 31 March 2025 Receivables/ (Payables) | Amount of transaction during the year | Balance as at 31 March 2024 Receivables/ (Payables) |
| Chemi Udyog                                     | Entity controlled or jointly controlled by Director/Directors | Deposit given          | 1.00                                  | (10.99)   | -                                     | (71.58)   |
|   |   | Rent                   | 6.00                                  |   | 6.00                                  |   |
|   |   | Purchase               | 69.71                                 |   | 139.19                                |   |
| Unisynth Chemicals                              | Entity controlled or jointly controlled by Director/Directors | Sales                  | 148.22                                | -   | 275.26                                | -   |
|   |   | Purchase               | 1,091.31                              |   | 1,011.88                              |   |
| Vardhaman Dye-Stuff Industries Private Limited  | Entity controlled or jointly controlled by Director/Directors | Sales                  | 883.42                                | 698.96  | 1,102.38                              | 792.48  |
|   |   | Purchase               | 1,636.26                              |   | 2,200.15                              |   |
|   |   | Interest Income        | 27.00                                 |   | -                                     |   |
| Taizhou Xiaqi Import and Export Company Limited | Entity controlled or jointly controlled by Director/Director  | Purchase               | 233.42                                | (14.29)   | 27.72                                 | 220.94  |
|   |   | Advance Given          | -                                     |   | 219.27                                |   |
| Unisynth Overseas Limited                       | Entity controlled or jointly controlled by Director/Directors | Sales                  | 9.19                                  | -   | 21.32                                 | -   |
|   |   | Purchase               | -                                     |   | 0.22                                  |   |
| Greenviro Environmental System Pvt Ltd          | Entity controlled or jointly controlled by Director/Directors | Wages & Labour Charges | 5.70                                  | 11.97   | -                                     | 5.40  |
|   |   | Advance Given          | 11.97                                 |   | 5.40                                  |   |
| Goldstar Global Trading Fr LLC                  | Entity controlled or jointly controlled by Director/Directors | Sales                  | 93.55                                 | 46.52   | -                                     | -   |
| Kabir Radheyshyam Sharma                        | Executive Director  | Salary                 | 39.60                                 | -   | 11.22                                 | -   |
|   |   | Dividend               | -                                     |   | 30.00                                 |   |
| Manojkumar Shyamsunder Sharma                   | Executive Director  | Salary                 | 39.60                                 | -   | -                                     | -   |
|   |   | Dividend               | -                                     |   | 30.00                                 |   |
| Rohit Krishnakumar Sharma                       | Executive Director  | Salary                 | 39.60                                 | -   | 7.26                                  | -   |
|   |   | Dividend               | -                                     |   | 30.00                                 |   |
| Purushottam Brijlal Sharma                      | Executive Director  | Salary                 | 18.48                                 | -   | 18.48                                 | -   |
|   |   | Dividend               | -                                     |   | 11.44                                 |   |
| Aditya Sharma                                   | Managing Director   | Salary                 | 39.60                                 | -   | -                                     | -   |
|   |   | Dividend               | -                                     |   | 30.04                                 |   |
| Krisnakumar Madammohan Sharma                   | Relative of Director  | Salary                 | 21.12                                 | -   | 21.12                                 | -   |
|   |   | Dividend               | -                                     |   | 0.04                                  |   |
| Manjula Sharma                                  | Relative of Director  | Salary                 | 11.22                                 | -   | 11.22                                 | -   |
|   |   | Dividend               | -                                     |   | 0.04                                  |   |
| Radheshyam Brijlal Sharma                       | Relative of Director  | Salary                 | 29.70                                 | -   | 29.70                                 | -   |
|   |   | Dividend               | -                                     |   | 0.04                                  |   |
| Shyamsunder Brijmohan Sharma                    | Relative of Director  | Salary                 | 18.48                                 | -   | 18.48                                 | -   |
|   |   | Dividend               | -                                     |   | 0.04                                  |   |
| Rini Sharma                                     | Relative of Director  | Salary                 | 22.02                                 | (1.67)  | 11.09                                 | (0.71)  |
| Tanya Manoj Sharma                              | Relative of Director  | Salary                 | 10.41                                 | -   | 9.47                                  | -   |
| Narendra Parameswarappa Kotehall                | Executive Director  | Salary                 | 3.30                                  | -   | -                                     | -   |
| Shankarlal Kedarnal Agarwal                     | Chief Financial Officer                                       | Salary                 | 12.98                                 | -   | 1.97                                  | -   |
| Gourav Mundra                                   | Company Secretary   | Salary                 | 2.05                                  | -   | 0.34                                  | (0.34)  |

**Employee Benefits**

Defined-contribution plans:

All short-term employee benefits are accounted on undiscounted basis during the accounting period based on services rendered by employees.

The Company's contribution to Provident Fund is determined based on a fixed percentage of the eligible employees' salary and charged to the Statement of Profit and Loss on accrual basis.

The Company has made provision for payment of Gratuity to its employees. This Provision is made as per the method prescribed under the Payment of Gratuity Act. The cost of providing gratuity under this plan is determined on the basis of actuarial valuation at year/period end. The Company has adopted the Accounting Standard 15 (revised 2005) on Employee Benefits during the restated financials period. The disclosure as envisaged under the Accounting Standard is provided hereunder:

| <b>Details of Gratuity Expenses</b>                        | <b>2024-25</b> | <b>2023-24</b> |
|--|----------------|----------------|
| <b><u>Profit and loss account for the period</u></b>       |                |                |
| Current service cost                                       | 8.99           | 6.87           |
| Interest on obligation                                     | 7.94           | 7.73           |
| Expected return on plan assets                             | -              | -              |
| Net actuarial loss/(gain)                                  | 1.07           | (11.61)        |
| Recognized Past Service Cost-Vested                        | -              | -              |
| Benefits paid  | (0.77)         | -              |
| Loss (gain) on curtailments                                | -              | -              |
| <b>Total included in 'Employee Benefit Expense'</b>        | <b>18.00</b>   | <b>2.99</b>    |
| prior year charge  | -              | -              |
| <b>Total Charge to P&amp;L</b>                             | <b>18.00</b>   | <b>2.99</b>    |
| <b><u>Reconciliation of defined benefit obligation</u></b> |                |                |
| Opening Defined Benefit Obligation                         | 109.58         | 106.59         |
| Transfer in/(out) obligation                               | -              | -              |
| Current service cost                                       | 8.99           | 6.87           |
| Interest cost  | 7.94           | 7.73           |
| Actuarial loss (gain)                                      | 1.07           | (11.61)        |
| Past service cost  | -              | -              |
| Benefits paid  | (0.77)         | -              |

|  |               |               |
|--|---------------|---------------|
| prior year charge                                      | -             | -             |
| <b>Closing Defined Benefit Obligation</b>              | <b>126.81</b> | <b>109.58</b> |
| <b>Reconciliation of plan assets</b>                   |               |               |
| Opening value of plan assets                           | -             | -             |
| Transfer in/(out) plan assets                          | -             | -             |
| Expenses deducted from the fund                        | -             | -             |
| Expected return  | -             | -             |
| Actuarial gain/(loss)                                  | -             | -             |
| Contributions by employer                              | -             | -             |
| Benefits paid  | -             | -             |
| Closing value of plan assets                           | -             | -             |
| <b>Details of Gratuity Expenses</b>                    |               |               |
| <b>Reconciliation of net defined benefit liability</b> |               |               |
| Net opening provision in books of accounts             | 109.58        | 106.59        |
| -Transfer in/(out) obligation                          | -             | -             |
| Transfer (in)/out plan assets                          | -             | -             |
| Employee Benefit Expense                               | 18.00         | 2.99          |
| Benefits paid by the Company                           | (0.77)        | -             |
| Contributions to plan assets                           | -             | -             |
| <b>Closing provision in books of accounts</b>          | <b>126.81</b> | <b>109.58</b> |
| <b>Bifurcation of liability</b>                        |               |               |
| Current Liability                                      | 67.78         | 86.04         |
| Non-Current Liability                                  | 59.04         | 23.53         |
| <b>Net Liability</b>                                   | <b>126.81</b> | <b>109.58</b> |
| <b>Principle actuarial assumptions</b>                 |               |               |
| Discount Rate  | 6.75%         | 7.25%         |
| Expected Return on Plan Assets                         | -             | -             |
| Salary Escalation Rate                                 | 5.00%         | 5.00%         |
| Withdrawal Rates (p.a.)                                | 10.00%        | 5.00%         |

Note 32

Statement of Fund Utilized for purpose as stated in the prospectus under regulation 32(1) of SEBI LODR Regulations, 2015 for the year ended 31st March, 2025  
(Rs. In Lakhs)

| Sr. No. | Particulars  | Original Allocation | Fund Utilized | Pending Utilization | Amount of Variation |
|---------|--|---------------------|---------------|---------------------|---------------------|
| 1       | Working Capital Requirements                                       | 1,500.00            | -             | 1,500.00            | -                   |
| 2       | Repayment of a portion of certain borrowing availed by our Company | 1,000.00            | 300.00        | 700.00              | -                   |
| 3       | General Corporate Purpose *  | 632.00              | 330.21        | 301.79              | -                   |
|         | <b>Total</b>   | <b>3,132.00</b>     | <b>-</b>      | <b>2,501.79</b>     | <b>-</b>            |

\* General Corporate Purpose includes amount of Rs. 328.05 Lakhs Used for IPO issue Expenses.

**Note 33 Contingent Laibilities**

| Particulars  | 2024-25     | 2023-24      |
|--|-------------|--------------|
| <b>Contingent Liabilities</b>  |             |              |
| (a) Claims against the company not acknowledged as debt;   | -           | -            |
| In Respect of GST  | -           | 51.97        |
| In Respect of Income Tax & TDS   | 1.85        | 1.94         |
| (b) Guarantees   | -           | -            |
| (c) Other money for which the company is contingently liable:                                      |             |              |
| <b>Commitments</b>   |             |              |
| (a) Estimated amount of contracts remaining to be executed on capital account and not provided for | -           | -            |
| (b) Uncalled liability on shares and other investments partly paid                                 | -           | -            |
| (c) Other commitments  | -           | -            |
| <b>Total</b>   | <b>1.85</b> | <b>53.91</b> |

**Note 34****Additional Regulatory Information****Details of Benami Property held**

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

**Revaluation of Asset**

The company has not revalued its Property, Plant and Equipment. Accordingly disclosures as required under this para is not applicable.

**Work-In-Progress**

The Company does not have any capital Work in Progress . Accordingly disclosures as required under this para are not applicable.

**Intangible Asset Under-Development**

The company does not have any intangible assets Under-Development. Accordingly disclosures as required under this para are not applicable.

**Details of Loans and advances**

The company has not granted loans and advances during the year to promoters, directors, key managerial personnel (KMPs) and the related parties which are repayable on demand or without specifying any terms or period of repayment.

**Statements filed for Current Assets**

The Company has borrowings from Banks or Financial Institutions on the basis of security of current assets. No material discrepancies have been noticed in the Quarterly statements filed for Current Assets (Stock statements, book debt statements, statements on ageing analysis of the debtors/other receivables) held by the company in comparison with the stock and book debts as per books of accounts except below:.

| Particulars           | As per Books | As per Statement | Deviation | Reason For Deviation   |
|-----------------------|--------------|------------------|-----------|--|
| <b>1. Inventories</b> |              |                  |           |  |
|                       | 1,782.82     | 1,680.75         | (102.06)  | submitted to the bank is prepared on an estimated basis for the purpose of availing working capital limits and may include provisional valuations. On the other hand, the stock in the books of accounts is recorded based on actual physical verification and valuation in accordance with applicable accounting standards. The difference arises due to timing variations, valuation methodology and periodic adjustments made during the preparation of final accounts. |
| Jun-24                | 1,980.23     | 1,702.74         | (277.48)  |  |
| Sep-24                | 1,366.27     | 1,211.10         | (155.17)  |  |
| Dec-24                | 1,625.40     | 1,484.04         | (141.36)  |  |
| Mar-25                |              |                  |           |  |

**Wilful Defaulter**

The company has not been declared as a wilful Defaulter by any Financial Institution or bank as at the date of Balance Sheet.

**Relationship with Struck off Companies**

The Company do not have any transactions with companies struck off.

**Registration of charges or satisfaction with Registrar of Companies (ROC)**

The company has no pendency for registration or satisfaction of charges with the ROC beyond the Statutory period.

**Compliance with number of layers of companies**

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

**Compliance with approved Scheme(s) of Arrangements**

There are no Schemes of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

**Discrepancy in utilization of borrowings**

The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date. There are no discrepancy in utilisation of borrowings.

**Utilisation of Borrowed funds and share premium:**

(A) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries).

(B) the company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party).

The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

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

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

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

**Undisclosed income**

The Company has no transaction that is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

**Corporate Social Responsibility**

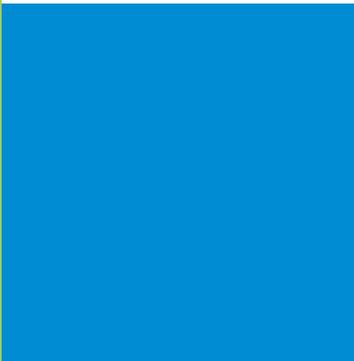
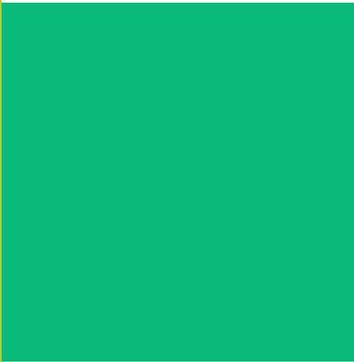
| Particulars  | 2024-25   | 2023-24  |
|--|---|--|
| Amount required to be spent by the company during the year   | 15.12   | 13.90  |
| Amount of expenditure incurred during the year   | 22.27   | 13.51  |
| Shortfall / (Excess) at the end of the year  | (7.15)  | 0.39   |
| Total of previous years shortfall / (Excess)   | 1.61  | 8.76   |
| Reason for shortfall   | -   | -  |
| Nature of CSR activity   | Donation to Rohini Educational Society towards promotion of education & PM care Fund. | Donation to Rohini Educational Society towards promotion of education. |
| Details of related party transactions  | -   | -  |
| Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year | -   | -  |

**Details of Crypto Currency or Virtual Currency**

The company has not traded or invested in Crypto currency or Virtual Currency.

**Note 35**

Previous Years figures have been regrouped and rearranged wherever considered necessary.



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