TAMILNADU PETROPRODUCTS LIMITED

39TH ANNUAL REPORT
2023-24

TPL

Financial Highlights

(₹ in Crore)

Details	Ind AS							Previous GAAP		
	2023-24	**2022-23**	**2021-22**	**2020-21**	**2019-20**	**2018-19**	**2017-18**	**2016-17[$]**	**2015-16**	**2014-15**
Revenue from Operations	**1,668.57**	2,150.25	1,805.58	1,145.21	1,224.96	1,245.33	1,085.09	888.85	700.63	949.87
Other Income	**28.29**	19.25	12.79	10.16	8.25	6.96	7.30	2.89	2.71	11.56
Total Revenue	**1,696.87**	2,169.51	1,818.37	1,155.37	1,233.21	1,252.29	1,092.39	891.74	703.33	961.43
EBIDTA	**100.82**	147.25	260.95	175.06	101.47	98.53	96.62	66.82	12.76	(17.55)
PBT	**56.99**	119.15	231.52	169.84	70.53	71.68	76.91	41.71	38.15	(71.39)
Exceptional items	(14.02)	-	-	24.73	-	-	9.22	25.00	57.71	(13.68)
PAT	**42.78**	89.32	170.64	121.65	55.08	54.27	51.70	9.30	38.15	(53.07)
Equity Capital	**89.97**	89.97	89.97	89.97	89.97	89.97	89.97	89.97	89.97	89.97
Reserves & Surplus	**702.27**	673.02	617.09	468.61	360.68	318.63	269.38	218.56	189.16	151.01
Net Worth	**796.26**	766.97	709.37	561.23	433.21	388.98	340.13	288.67	259.27	221.12
Face value of share	**10.00**	10.00	10.00	10.00	10.00	10.00	10.00	10.00	10.00	10.00
Earnings per share ₹	**4.76**	9.93	18.97	13.52	6.12	6.03	5.75	1.03	4.24	-5.90
Dividend %	***12.00**	15.00	30.00	25.00	15.00	10.00	5.00	-	-	-
Book value per share ₹	**88.05**	84.80	78.59	62.08	50.09	45.41	39.94	34.29	33.23	26.78
EBIDTA / Net Revenue %	**6.04**	6.85	14.45	15.29	8.28	7.91	8.90	7.52	1.82	-1.85
PBT / Net Revenue %	**3.42**	5.54	12.82	14.83	5.76	5.76	7.09	4.69	5.45	-7.52
Return on Networth %	**5.37**	11.65	24.06	21.68	12.71	13.95	15.20	3.22	14.71	(24.00)
Return on Capital Employed %	**8.94**	14.84	30.22	19.12	15.94	17.10	18.69	13.77	(1.68)	(14.88)

*Subject to declaration at the AGM

[$]Restated as per Ind AS

TPL

Board of Directors*

Mr. V. Arun Roy, I.A.S. *(until 07.08.2024)*	DIN: 01726117	Chairman
Mr. Ashwin C Muthiah	DIN: 00255679	Vice Chairman
Dr. N. Sundaradevan, I.A.S (Retd.)	DIN: 00223399	Independent Director
Mr. Debendranath Sarangi I.A.S (Retd.)	DIN: 01408349	Independent Director
Ms. Sashikala Srikanth *(until 11.08.2024)*	DIN: 01678374	Independent Director
Lt. Col. (Retd.) C S Shankar	DIN: 08397818	Independent Director
Mr. G D Sharma	DIN: 08060285	Independent Director
Ms. Latha Ramanathan	DIN: 07099052	Independent Director
Ms. Rita Chandrasekar	DIN: 03013549	Independent Director
Mr. Sandeep Nanduri, I.A.S.	DIN: 07511216	Director
Mr. S Senthil Kumar	DIN: 00131558	Director
Mr. D Senthi Kumar	DIN: 00202578	Whole-time Director (Operations)
Mr. KT Vijayagopal	DIN: 02341353	Whole-time Director (Finance) & CFO

** As on 6th August 2024*

Company Secretary
Ms. Sangeetha Sekar

Registered Office & Factory
Manali Express Highway
Manali, Chennai – 600 068
Tel: 044 25945588, Fax: 044 25945588/69185588
CIN:L23200TN1984PLC010931
e-mail: secy-legal@tnpetro.com,
Website: www.tnpetro.com

Registrar & Share Transfer Agent (RTA)
Cameo Corporate Services Limited
"Subramanian Building", 1, Club House Road
Chennai – 600 002
Online Investor Portal : https://wisdom.cameoindia.com/

Auditors
RGN Price & Co,
Chartered Accountants,
"Simpsons Buildings",
No: 861, Anna Salai,
Chennai – 600 002

Cost Auditors
M. Krishnaswamy and Associates
Flat 1K, Ramaniyam Ganga,
Door No: 27-30, First Avenue,
Ashok Nagar, Chennai – 600 083.

Secretarial Auditor
Ms. B Chandra
Practicing Company Secretary,
AG3, Navin's Ragamalika,
26, Kumaran Colony Main Road,
Vadapalani, Chennai – 600 026.

Internal Auditors
Profaids Consulting
1, Nathamuni Street,
T Nagar, Chennai – 600 017

Bankers
IDBI Bank Ltd
State Bank of India
The Federal Bank Ltd
Union Bank of India
HDFC Bank Ltd

Vision & Mission

To sustain and improve upon our performance in the petrochemical sector meeting all stakeholder's expectations following best practices.

CONTENTS

NOTICE FOR THE THIRTY NINTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th Annual General Meeting (AGM) of the Members of the Company will be held on Thursday, 26th September 2024, at 3.30 PM (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March 2024 and the reports thereon, if deemed fit, by passing the following as an Ordinary Resolution:**

   RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2024 and the report of Directors and Auditors thereon, be and are hereby approved and adopted.

2. **To consider and declare dividend by passing the following as an Ordinary Resolution:**

   RESOLVED THAT pursuant to the recommendation of the Board of Directors, a dividend of ₹ 1.20 per equity share on 8,99,71,474 Equity Shares of ₹10/- each, absorbing ₹ 10,79,65,769 (Rupees Ten Crore Seventy-Nine Lakh Sixty-Five Thousand Seven Hundred and Sixty-Nine only), subject to rounding off, is declared out of the profits of the Company for the year ended 31st March 2024 and the same be paid:

   i. In respect of shares held in physical form, to those members whose names appear on the Register of Members on 26th September 2024; and

   ii. In respect of shares held in electronic form, to those members whose names appear in the list of beneficial owners furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Depositories, as at the end of business hours on 18th September 2024;

3. **To re-appoint Mr. KT Vijayagopal (DIN: 02341353), who retires by rotation and being eligible, offers himself for re-appointment, by passing the following as an Ordinary Resolution:**

   RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, and the Articles of Association of the Company, Mr. KT Vijayagopal (DIN: 02341353), a Director retiring by rotation and being eligible has offered for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

4. **To consider and approve the remuneration payable to the Auditors of the Company, by passing the following as an Ordinary Resolution:**

   RESOLVED THAT pursuant to Section 142 of the Companies Act, 2013 and based on the recommendations of Audit Committee and Board of Directors of the Company, M/s. RGN Price & Co., Chartered Accountants, Chennai, the Auditors of the Company be paid a remuneration of ₹ 32 Lakh (Rupees Thirty-Two Lakh only) per year, excluding reimbursement of out-of-pocket expenses and taxes as applicable, for the audit of accounts and related services, for the three financial years i.e., from 2024-25 till 2026-27.

SPECIAL BUSINESS:

5. **To ratify the remuneration to the Cost Auditors for the year 2024-25, by passing the following as an Ordinary Resolution:**

   RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013 and the rules made thereunder, the remuneration of ₹ 1.75 lakh (Rupees One lakh Seventy-Five thousand only), plus applicable taxes and reimbursement of out-of-pocket expenses, to M/s. B Y & Associates, Cost

Accountants, Chennai, appointed by the Board to conduct audit of cost accounting records for the financial year 2024-25 be and is hereby approved and ratified.

6. **Prior approval for material related party transactions to be entered during October 2024 to September 2025, by passing the following as an Ordinary Resolution:**

   RESOLVED THAT pursuant to Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the prior approval be and is hereby accorded for purchase / sale of goods and services, and other transactions with Manali Petrochemicals Limited for the period from 1st October 2024 to 30th September 2025 for aggregate value upto ₹ 425 Crore (Rupees Four Hundred and Twenty-Five Crore only) plus taxes and duties, as may be applicable.

7. **To consider and approve the appointment of Ms. Latha Ramanathan (DIN: 07099052) as an Independent Director of the Company, by passing the following as a Special Resolution:**

   RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Ms. Latha Ramanathan (DIN: 07099052) be and is hereby appointed as Director of the Company, not liable to retire by rotation.

   RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee and Board of Directors of the Company, the appointment of Ms. Latha Ramanathan (DIN: 07099052) as an Independent Director of the Company, to hold office for the first term of 5 (five) consecutive years effective from 6th August 2024 upto 5th August 2029 be and is hereby approved.

By Order of the Board
for **Tamilnadu Petroproducts Limited**

Sangeetha Sekar
Company Secretary

Regd.Office:
Manali Express Highway
Manali, Chennai-600 068
6th August 2024

IMPORTANT NOTES:

Statutory information:

1. The Register of Members and the Share Transfer books of the Company will remain closed from 19th September 2024 to 26th September 2024 (both days inclusive) in connection with the Annual General Meeting (AGM) & payment of dividend.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), and disclosure under Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 setting out details relating to Special Business of the meeting is annexed hereto.

3. Information as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards, in respect of the appointment / re-appointment of Director is furnished and form an Integral Part of the Notice.

Meeting through Video Conference:

4. Pursuant to the General Circular No. 10/2022 dated 28th December 2022 read with General Circular Circular No.09/2023, 02/2022 and 20/2020 dated 25th September 2023, 5th May 2022 and 5th May 2020 respectively read with SEBI circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07.10.2023, the Meeting will be held through Video Conferencing or other Audio-Visual Means.

5. In terms of the above Circulars, as the meeting is convened through Video Conferencing or other Audio-Visual Means, there is no provision for members to appoint a proxy to attend the meeting. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of bodies corporate can attend the AGM through VC and cast their votes through e-voting facility.

6. For participating in the meeting through the VC, please see the instructions given in page no. 18.

7. Members desirous of speaking at the meeting may register through the web portal of the Registrar & Transfer Agent, M/s. Cameo Corporate Services Limited which can be accessed through the link: https://Investors.cameoindia.com

   The aforesaid facility for Speaker registration will be open from 9:00 AM (IST) on Thursday, 19th September 2024 to 5:00 PM (IST) on Saturday, 21st September 2024. It may please be noted that there will be no option for spot registration. **Only those shareholders who have registered through the above process will be able to speak at the meeting.**

8. Members who do not wish to speak during the AGM but have queries may send their queries on or before Friday, 20th September 2024 5.00 PM (IST), mentioning their name, demat account number/ folio number, email id, mobile number to secy-legal@tnpetro.com. Such queries will be responded to, by the Company suitably.

Dispatch of Annual Report and Notice of the meeting:

9. Electronic copy of the Annual Report for the year 2023-24 and the Notice of the 39th AGM are being sent to the Members whose email IDs are registered with the Company and for persons holding shares in demat form as per the information provided by the Depositories. Printed copies will be sent only to those members who have made a specific request with the Company.

10. Annual Report and the Notice of the AGM are available in the Company's website viz., https://www.tnpetro.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-voting facility and e-voting system during the AGM) i.e., https://www.evotingindia.com/ and also on the website of the stock exchanges www.bseindia.com and www.nseindia.com.

Facility for Remote e-voting and Voting during the meeting:

11. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") read with Section 108 of the Companies Act 2013, and the relevant Rules, the Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) to facilitate the Members to exercise their voting rights electronically on the Resolutions set forth in the Notice of Annual General Meeting. The detailed process for participating in e-voting is furnished in the Annexure to the Notice in page no. 15.

12. *Members who have cast their votes through remote e-voting may also attend the meeting in electronic mode. However, those members are not entitled to cast their vote again during the meeting. As per Rule 20 of the Companies (Management & Administration) Rules, 2014, facility for voting will also be made available at the meeting and Members who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting, which would also be through electronic means.*

Payment of dividend and withholding tax thereon:

13. **As per SEBI Circular dated March 16, 2023, effective 1st April 2024, the payment of dividend would be made only in electronic mode to physical shareholders who have submitted their valid PAN (PAN linked with Aadhaar) and KYC details viz., contact details, Bank A/c details and specimen signature. If these details are not submitted, shareholders will receive a notification indicating that a dividend payment is due, which will be processed electronically upon receipt of the valid PAN and KYC information.**

14. **As the requirement of issuance of dividend warrant / other payment instruments have been disposed-off, members are requested to update their KYC (including Bank Account details) with their depositories (in case of demat holdings) and with the Company's RTA (in case of physical holdings), to receive the dividend amount into the bank account**.

15. The dividend for the year 2023-24 upon declaration at the AGM, would be paid within the stipulated timeline. No dividend warrants would be issued.

16. Dividend is taxable in the hands of the recipient from 1st April 2020. The Company is required to deduct tax at source at the time of payment of dividend. Accordingly, dividend would be paid net of TDS @ 20% if the Member has not provided his/her valid PAN and @ 10% in other cases.

17. Tax Deduction would be based on PAN and so in the case of multiple holding by the same first named person, dividend amount would be aggregated for determining the TDS rate.

18. If the Member

    a) Is a resident individual and the amount of dividend does not exceed INR 5,000 or furnishes a declaration in Form 15G/15H, no such deduction will be made;

    b) Is a Non-Resident or Foreign Institutional Investor or a Foreign Portfolio Investor, the tax deduction would be @ 20%;

    c) Is other than (a) or (b) above, TDS would be deducted irrespective of the amount @ 10% or as the case may be 20%, in the absence of a valid PAN;

    d) In case of holder of securities in physical form, if the PAN is not linked with Aadhaar Number, then the PAN would be treated as Inoperative PAN and dividend would be paid only if the shareholder updates the Valid PAN;

    e) In case of no PAN/Invalid PAN/Specified Person as defined under Section 206AB of the Income Tax Act, 1961, tax will be deducted at a higher rate as prescribed under Section 206AA or 206AB of the Act, as applicable.

f) In addition to the above, surcharge and cess as applicable will be deducted;

g) Resident shareholders may also submit certificate under Section 197 of the Income Tax Act, 1961, issued by the concerned authority for no or lower deduction of tax;

h) Non-Resident Shareholders, including foreign companies and institutional investors like FIIs, FPIs, etc., if eligible can avail lower withholding taxes under the Double Taxation Avoidance Agreements by submitting the necessary documents such as Tax Residency Certificate, Form 10F and other declarations specified in the relevant Rules.

19. The aforesaid forms and declarations may be provided through the web-portal of the RTA https://Investors.cameoindia.com. It may please be noted that physical copies of the Forms will not be acceptable and so Members may provide the declaration only through electronic mode. The facility for providing the declaration for Dividend 2023-24 will not be available after 27th September 2024 5:00 PM.

Unpaid/Unclaimed Dividend:

20. As per Section 125 of the Act, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company was not required to transfer any unpaid and unclaimed dividend amount during the year.

21. The details of unpaid dividend relating to the years 2017-18 to 2021-22 as on 26th September 2023 being the date of the last AGM is available in the website of the Company https://www.tnpetro.com/investors/unpaid-dividend/.The updated details of unpaid dividend as on the date of the ensuing AGM relating to the years 2017-18 to 2022-23 will be uploaded on the Website of the Company in due course.

22. Shareholders who are yet to encash their dividend warrants are requested to contact the Company or Cameo Corporate Services Limited, the Registrar, at an early date and lodge their claims.

23. As per the extant law, the shareholders are entitled to claim the unpaid dividends transferred to IEPF. For which, they are required to submit the request through Form IEPF-5. The procedure for submission of claim is available in the website of the Company and also in IEPF website https://www.iepf.gov.in/IEPF/refund.html.

General:

24. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as early as possible. Members are also advised not to leave their demat account(s) inactive. Periodic statement of holdings shall be obtained from the concerned Depository Participant and the holdings shall be verified.

25. Pursuant to proviso to Regulation 40(1) of the Listing Regulations, effective 1st April 2019 transfer of securities shall not be processed by the Company in physical form. Therefore, the shareholders desirous of transferring their shares are requested to dematerialize their holdings. Pursuant to Regulation 39 & 40, effective 24th January 2022, subsequent to processing of requests relating to transmission, transposition, issuance of duplicate certificates, the shares shall be issued only in dematerialised form.

26. Members may avail nomination facility in respect of their holdings. Those holding shares in physical form may download the form available in the website of the Company and submit the same to the RTA. Those holding shares in demat form may approach their DP for registering the nomination.

27. The documents and information to be made available for inspection by the Members during the AGM will be provided electronically through the e-voting platform of CDSL.

28. SEBI vide Circular dated 03-11-2021, 14-12-2021, 16-03-2023 and 10-06-2024 had mandated the Company to disseminate the requirement to furnish valid PAN and KYC details viz., Contact details, Bank account details, Specimen signature by the holders of physical shares, on the website of the Company, and also directly intimate the shareholders about the folios which are incomplete. Accordingly, individual letters were sent to those shareholders whose folios are incomplete. Despite the same, many shareholders have not come forward to submit the information.

    Folios wherein any one of the aforesaid information are not available on or after 01-10-2023, the holders of securities under such folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents.

    In this connection, notice have been sent to the members, whose folio has incomplete information. Members are requested to furnish the specified documents/information with the RTA, at the earliest.

ANNEXURE TO THE NOTICE

A. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("the Act")

Item No. 4

Based on the recommendations of Audit Committee and Board of Directors of the Company, the shareholders at the 37th Annual General Meeting (AGM) held on 29th September 2022 had appointed M/s. RGN Price & Co., Chartered Accountants, Chennai (ICAI Registration No. 002785S) as the Statutory Auditors of the Company to hold office from the conclusion of 37th AGM until the conclusion of 42nd AGM of the Company to be held during the year 2027, and approved the remuneration payable as ₹ 30 lakh per year for the financial year 2022-23 and 2023-24. The Board of Directors at the meeting held on 6th August 2024 had reviewed their performance and considered the proposal for fixing remuneration for the remaining term of 3 financial years, based on the recommendations of the Audit Committee. As per Section 142 of the Act, remuneration to the Auditors of the Company shall be approved by the shareholders in the general meeting. In view of the same, based on the recommendation of Audit Committee, the Board recommends remuneration of ₹ 32 lakh (Rupees Thirty Two Lakh only) per year, excluding reimbursement of out-of-pocket expenses and taxes as applicable, for the audit of accounts and related services to the Auditors for the remaining three financial years i.e. from 2024-25 till 2026-27 as set out in item no. 4 of the Notice for approval of the members.

The Board recommends the resolution for approval of the members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the above resolution.

Item No. 5

As per Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration to the Cost Auditors as recommended by Audit Committee, and approved by the Board, shall be ratified by the Members. Accordingly, the Board of Directors at the Meeting held on 6th August 2024 had appointed M/s. B Y & Associates, Cost Accountants, Chennai as the Cost Auditors of the Company for the year 2024-25, on a remuneration of ₹ 1.75 lakh (Rupees One lakh Seventy-Five thousand only), plus applicable taxes and reimbursement of out-of-pocket expenses as may be incurred in this connection, as recommended by the Audit Committee. The Board recommends the resolution as set out in item no.5 of the Notice for approval of the members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the above resolution.

Item No. 6

The Company has been transacting with Manali Petrochemicals Limited (MPL) for more than 3 decades for the purchase/sale of various goods/services. MPL is a major customer of the Company for its products such as Propylene Oxide, Chlorine, etc., and at times, the Company also purchases materials from MPL. MPL is purchasing Propylene Oxide from TPL since 2017-18 for its derivative plants, which is in addition to the other products/services.

TPL and MPL are not related parties under the provisions of the Companies Act, 2013. However, MPL has been identified as a Related Party of the Company under the Ind As 24 and so the requirements relating to transactions with Related Parties are being complied with. The transactions with MPL have always been in the ordinary course of business at arms' length and would continue to be so, aligned to the extant market conditions and prevailing terms of sale/purchase. Accordingly, they are not covered under Section 188 of the Act. However, the stipulations in the Listing Regulations are attractive.

It is essential for the Company to continue the transactions with MPL, being a major customer for more than 3 decades, which takes place at arms' length.

In terms of the relevant Policy of the Company read with Regulation 23 of the Listing Regulations, the transactions with Related Parties would be deemed material if the value is more than 10% of the consolidated turnover of the Company in the preceding financial year. In this connection, pursuant to Regulation 23(4) of Listing Regulations, prior approval of Members for the material transactions with MPL for the period from 1st October 2023 to 30th September 2024 was obtained at the 38th AGM held on 26th September 2023.

It is estimated that the value of transactions with MPL during the period Oct-2024 to Sept-2025 would amount to ₹ 425 Crore (Rupees Four Hundred and Twenty-Five Crore) (excluding taxes and duties as applicable), which constitute more than 20% of the consolidated turnover of the Company for the financial year 2023-24. Accordingly, the said material related party transaction requires approval of Members.

As required under Regulation 23 of the Listing Regulations, the Audit Committee at the meeting held on 6th August 2024 accorded its prior approval for transactions with MPL during the period from 1st October 2024 to 30th September 2025 upto ₹ 425 Crore plus applicable taxes and duties. In terms of SEBI's Circular dated 22nd November 2021 all the required information, viz., the name of the Party, nature of the relationship, details of the proposed transactions, tenure and justification and all other relevant details were submitted to the Audit Committee for consideration.

In the light of the above, the Board recommends the resolution as set out in item no.6 of the Notice for approval of the members. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the aforesaid proposal.

Item No. 7

Based on the recommendations of the Nomination and Remuneration Committee considering the skills, experience and expertise, the Board at its Meeting held on 6th August 2024 had approved the appointment of Ms. Latha Ramanathan (DIN: 07099052) as an Additional Director under Section 161 of the Act, and as an Independent Director, not liable to retire by rotation for a period five consecutive years with effect from 6th August 2024 under Section 149 of the Act. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Ms. Latha Ramanathan for the office of Director. Details in accordance with Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings are disclosed herein as an annexure to this explanatory statement. Ms. Latha Ramanathan has submitted a declaration to the board that, she meets the criteria of independence as provided under Section 149 of the Act as well as under applicable provisions of the Listing Regulations along with the consent to act as a Director.

In the opinion of the Board, Ms. Latha Ramanathan fulfills the conditions stipulated in the Act and Rules made thereunder and possess requisite skills, experience and expertise required for the role of an Independent Director. Her skills & experience would immensely benefit the Company. The Board recommends the appointment of Ms. Latha Ramanathan as Non-Executive Independent Director, not liable to retire by rotation, for a period of 5 (five) consecutive years effective from 6th August 2024 upto 5th August 2029 to the Members for approval by way of Special Resolution as set out in the notice.

None of the Directors and Key Managerial Personnel of the Company or their relatives except Ms. Latha Ramanathan, are concerned or interested, financially or otherwise in the aforesaid proposal.

B. DISCLOSURE PURSUANT TO LISTING REGULATIONS AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2)

Name of the Director	**Latha Ramanathan**	**KT Vijayagopal**
DIN	07099052	02341353
Date of Birth	20th December 1966	22nd June 1965
Qualifications	Fellow member of Institute of Chartered Accountants of India	B.Com , Fellow member of Institute of Chartered Accountants of India
Experience and Expertise in specific functional area and Date of first appointment on the Board	Ms. Latha Ramanathan (DIN: 07099052) is a Chartered Accountant with about 34 years of post-qualification experience. Her distinguished career includes nearly two decades with the Big 4 Consulting firms, KPMG, PwC, and Deloitte, where she held Partner (Executive/Senior Director) positions. As a part of these firms' Consulting business vertical, Ms. Latha was heading operations in Urban Infrastructure and Public Finance. She has also served on many internal committees/thematic groups @ India and Global level, particularly focused on women. At present, she is the CEO of Economix Consulting Group (ECG), a niche consulting and analytics firm that she founded in 2015. She also serves on the Boards of Sterling Holiday Resorts Limited and Dr. Agarwal's Eye Hospital Limited as Independent Director. Date of first appointment:- 6th August 2024	Mr. KT Vijayagopal, is a graduate in Commerce and a Fellow member of the Institute of Chartered Accountants of India (ICAI). He has more than 31 years of experience working in industries viz., Oil & Gas, Power, Engineering and Manufacturing sectors and has held various positions in multinational companies & premier Indian Companies including Board level assignments. He has widely travelled and has worked with various nationalities In addition to the general corporate experience, his commercial acumen combined with people skills is expected to be useful to the Company. Date of first appointment:- 1st February 2016.

Name of the Director	Latha Ramanathan	KT Vijayagopal
Terms and conditions of appointment or re-appointment along with details of remuneration paid or sought to be paid	Appointment as an Independent Director of the Company for a period of 5 consecutive years with effect from 6th August 2024 upto 5th August 2029. Remuneration: Sitting fees / other Remuneration as approved by the Board/ Shareholders within the limits prescribed under the Companies Act, 2013	Re-appointment as a Director liable to retire by rotation. Remuneration: Refer Corporate Governance Report
Membership / Chairmanship of Committees of the Board of Directors of the Company	Chairperson of the Audit Committee	Nil
Number of Meetings of the Board attended during the year	Not Applicable	5 (Five) during FY 2023-24
Other Directorships and Membership / Chairmanship of Committees of other Boards	**A. Other Directorship (Listed Entities):** Dr. Agarwal's Eye Hospital Limited Manali Petrochemicals Limited **(Other than Listed Entity)** Sterling Holiday Resorts Limited **B. Member (M) / Chairperson of Committee of other Boards:** **a. Audit Committee: (M)** Dr. Agarwal's Eye Hospital Limited **b. Corporate Social Responsibility Committee (M)** 1. Dr. Agarwal's Eye Hospital Limited 2. Sterling Holiday Resorts Ltd. **c. Nomination & Remuneration Committee (M)** Dr. Agarwal's Eye Hospital Limited	**A. Other Directorship (Listed Entities):** NIL **(Other than Listed Entity)** TPL Employees Welfare Foundation **B. Member / Chairperson of Committee of other Boards:** NIL

Name of the Director	Latha Ramanathan	KT Vijayagopal
Listed entities from which the director has resigned from directorship in the past three years.	Nil	Nil
No of shares held in the Company *(including Beneficial Ownership)*	Nil	200 equity shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil	Mr. KT Vijayagopal is also Chief Financial Officer of the Company
Justification for appointment as an Independent Director	As given in the explanatory statement	Not Applicable

By Order of the Board
for **Tamilnadu Petroproducts Limited**

Regd.Office:
Manali Express Highway,
Manali, Chennai- 600 068
6th August 2024

Sangeetha Sekar
Company Secretary

GUIDANCE TO SHAREHOLDERS FOR REMOTE E-VOTING

1. The voting period begins on Friday, 20th September 2024 (9:00 AM IST) and ends on Wednesday, 25th September 2024 (5:00 PM IST). During this period, the shareholders of the Company holding shares either in physical form or dematerialized form, as on the cut-off date being 18-09-2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

3. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.

4. Pursuant to abovementioned SEBI Circular, login process for e-voting and joining the virtual meeting for individual shareholders holding securities in Demat mode NSDL/CDSL are given below:

   i. Shareholders holding securities with CDSL

   a) If you have opted for CDSL Easi / Easiest facility, you can login using your existing user id and password. The URL to login to Easi / Easiest is https://web.cdslindia.com/myeasitoken/Home/Login. Alternatively, you can visit www.cdslindia.com and click on Login icon and select My Easi New (Token).

   b) After successful login, you will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the respective Company. On clicking the e-Voting option, you 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 join the Virtual meeting & vote during the meeting.

   c) Links are also provided to access the system of all the e-Voting Service Providers, so that you can visit the e-Voting service providers' website directly.

   d) If you are not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration.

   e) Alternatively, you may directly access e-Voting page by providing Demat Account Number and PAN No. from the e-Voting link available on www.cdslindia.com home page or click on the below link: https://evoting.cdslindia.com/Evoting/EvotingLogin/.The system will authenticate your credentials by sending OTP on the registered Mobile & email as recorded in the Demat Account. On successful authentication, you will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

   ii. Shareholders holding securities with NSDL

   a) If you are already registered for NSDL IDeAS facility, please visit the link: https://eservices.nsdl.com/ and click on "Beneficial Owner" Tab under "Login" which is available under 'IDeAS' section. You will be re-directed to a page, where you have to enter User ID and Password. After successful authentication, you will be logged into the IDeAS portal. Click on "Access to e-Voting" under "Value Added Services" and you will be able to view e-Voting page. Click on the name of the Company or e-Voting service provider i.e. CDSL and you will be re-directed to CDSL website for casting your vote during the remote e-Voting period or join Virtual meeting & vote during the meeting.

b) If you are not registered for IDeAS Services, you may register using the link: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp and follow the process mentioned above;

(or)

c) Open the URL: https://www.evoting.nsdl.com/ and on the home page of e-Voting services, click on "Login" under the 'Shareholder/Member/Creditor' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number with NSDL), Password/OTP and a Verification Code as shown on the screen. On successful authentication, you will be redirected to NSDL wherein you will be able to see e-Voting page. Click on the name of the Company name or e-Voting service provider i.e. CDSL and you will be redirected to CDSL website for casting your vote during the remote e-Voting period or join Virtual meeting & vote during the meeting.

iii. Login through their Depository Participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you may click on e-Voting option that appears, which will redirect you to NSDL/CDSL website after successful authentication, wherein you can see e-Voting feature. Click on the name of the Company or e-Voting service provider i.e. CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or join Virtual meeting & vote during the meeting.

iv. Retrieving User Id/Password

Members who are unable to retrieve User ID/ Password, please use Forget User ID and Forget Password option available at respective website and follow the instructions for resetting the information.

v. Help Desk in case of log-in issues for demat holders:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 0990 11
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 4886 7000 and 022 2499 7000

5. Physical Shareholders and Shareholders other than Individuals holding in Demat Form: Login method for e-Voting and for attending Virtual Meeting

a. Access the link: www.evotingindia.com in your web browser and Click on "Shareholders/Members" Tab

b. You will be re-directed to a page, where you can enter User ID as given below and login:

i. For CDSL: 16 digits beneficiary ID

ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID

iii. Shareholders holding shares in Physical Form to enter Folio Number

c. Enter the Image Verification as displayed and Click on Login.

d. If you are holding shares in demat form and had logged on to www.evotingindia.com and participated in any e-voting process of any other Company earlier, then your existing password can be used.

e. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat
PAN	Enter your PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) - Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is available in the e-mail forwarding the Annual Report.
Dividend Bank Details (or) Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. - If both the details are not recorded with the Depository or Company please enter the member id / folio number in the Dividend Bank details field.

f. After entering these details appropriately, click on "SUBMIT" tab.

g. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

h. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

i. Click on the EVSN for Tamilnadu Petroproducts Limited

j. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

k. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

l. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

m. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

n. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

o. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

p. You can also cast your vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app for Remote e-Voting on your mobile.

q. There is also a provision to upload Board Resolution/Power of Attorney, if any uploaded, which will be made available to scrutinizer for verification.

6. **For attention of Non-Individual Shareholders and Custodians: applicable for Remote Voting and not for attending the AGM or attending the voting thereat:**

   - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module;
   - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
   - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
   - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
   - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
   - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer bchandraassociates@gmail.com and to the Company at the email address secy-legal@tnpetro.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA https://Investors.cameoindia.com **AND FOLLOW THE INSTRUCTIONS THEREIN**

In case of any difficulty, please contact the RTA. Upon registration of the email id as above, the RTA will provide the login credentials for e-voting along with the notice of the AGM.

GUIDANCE TO SHAREHOLDERS TO ATTEND THE AGM THROUGH VC ARE AS UNDER:

1. The procedure for attending meeting & e-Voting at the meeting is same as the instructions mentioned above for remote e-Voting.
2. The link for VC to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
3. Members may join the AGM through VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. **In other words, the window for joining the meeting would be available from 3:15 PM to 3:45 PM on the AGM Day.**
4. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 shareholders on 'first come first serve' basis. This will not include large shareholders (i.e. shareholders holding 2% or more), 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 serve' basis.
5. The attendance of the Members attending the AGM through VC will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience. Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

7. 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.

8. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting. There is no provision for spot registration to speak at the meeting.

9. Shareholders are requested not to permit any other person to use their log-in credentials, as it would be a violation of the provisions of the Companies Act, 2013 and the Rules made there under.

GUIDANCE TO SHAREHOLDERS FOR E-VOTING DURING THE MEETING ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as mentioned above for Remote e-voting.

2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their votes on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

3. E-voting facility during the meeting will be available from the beginning of the Meeting till 5 minutes after the close of the meeting. Shareholders may, at their option, vote at any time during this period. The voting facility will be closed thereafter.

4. Shareholders 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.

FOR THE ATTENTION OF NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Custodian/Corporates” Tab.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User shall be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Authorised Representative/Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Non-Individual shareholders who have voted from the tab for individuals or not submitted the relevant documents in the CDSL e-Voting system are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote by email, to the Scrutinizers bchandraassociates@gmail.com and to the Company at secy-legal@tnpetro.com.

Contact For Further Information

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

DIRECTORS' REPORT AND
MANAGEMENT DISCUSSION & ANALYSIS REPORT TO THE SHAREHOLDERS

Dear Shareholders,

Your Directors have pleasure in presenting the Thirty Ninth Annual Report together with the Audited Financial Statements of the Company for the year ended 31st March 2024. The Management Discussion & Analysis Report which is required to be furnished as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") is also presented as part of this Report.

FINANCIAL RESULTS

The summary of the financial results prepared as per the Indian Accounting Standards (Ind AS) is given below:

(₹ In Crore)

Description	2023-24	2022-23
Earnings Before Interest, Depreciation and Tax	100.82	147.25
Interest	7.18	6.80
Depreciation	22.62	21.30
PBT (before exceptional item)	**71.02**	**119.15**
Exceptional item	(14.02)	-
PBT (after exceptional item)	**56.99**	**119.15**
Tax expenses	14.21	29.84
Profit After Tax	**42.78**	**89.32**

HIGHLIGHTS OF OPERATIONS

Linear Alkyl Benzene (LAB), the major product, continued to be the key contributor for the bottom line. despite few challenges faced during the year. The consistent low cost imports of LAB posed a real challenge for sustaining the margins more so after the expiry of anti dumping duty in April 2022. Average crude price during the year prevailed high at around USD 83/bbl leading to higher raw material costs. Additionally, the LAB Plant was under shut down for a period of 54 days during the year, towards maintenance related activities and flooding caused by Cyclone Michaung.

The Chlor-alkali market faced a downtrend during the year, as the availability of the product in the domestic market had increased consequent to the reduction in exports by other domestic players, thereby contributing for the lower realisation.

The chlor-alkali plant and the propylene oxide plant also suffered damages due to cyclone Michaung and the plant had to be stopped for a period of about 3 weeks.

Your Company continued its policy of prudent sourcing & inventory management, with the efforts to sustain margins, despite higher crude prices.

Your Company in its efforts to augment the capacity of LAB Plant from its existing 120 TPA to 145 TPA, had obtained requisite statutory approvals. As on 31st March 2024, the Company had committed a sum of ₹ 164 crore towards the cost of the design Engineering and placing of order for certain Plant and machinery. The estimated cost of revamp of LAB facility is ₹ 240 crore and is expected to be put on stream by FY 2025-26.

Your Company in order to modernise the existing Caustic Soda plant & to enhance its capacity from 150 TPD to 250 TPD, had estimated an outlay of ₹ 165 Crore. The Company had obtained all the requisite statutory approvals and the project execution has commenced. Towards this, your Company has incurred a sum of ₹ 70 Crore as on 31st March 2024 and the Project is expected to be commissioned in FY 2025-26.

The Gas Engine Generators have been commissioned in the place of Oil-based Generators to meet the power requirement of LAB Plant, which has substantially reduced the emission levels making the environment cleaner.

As part of decarbonisation and ESG, the Company has initiated action to develop base line of CO_2 emissions from various activities in the business. Product carbon footprint is also being developed, which will be used subsequently to prepare road map for reduction of carbon foot print, adopting various short-term and long-term strategies. This will progressively make our products greener.

In July 2024, National Green Tribunal (NGT), Southern Zone, Chennai delivered a judgment regarding a *Suo Motu* case against the industries at Manali location (including your Company) in connection with the exceedance of emission parameters alleged to be committed during the period from April 2019 to December 2020. NGT issued certain directions/recommendations to the industries at Manali, Tamilnadu Pollution Control Board (TNPCB) and Central Pollution Control Board which included collection of environmental compensation and a recommendation to create corpus fund aimed at improving environmental standards in Manali Industrial area. In continuation of the same, your Company received a demand from TNPCB on 18th March 2024 to pay a sum of ₹ 1.02 Crore, towards environmental compensation and the same was remitted on 25th April 2024. Subsequently, the Hon'ble High Court of Madras had passed an Order quashing the directions of NGT with regard to the recommendation to create a corpus fund.

FINANCIAL REVIEW

Your Company achieved revenue from operations of ₹ 1,668.57 Crore as against ₹ 2,150.25 Crore in the previous year. Crude price volatility coupled with the downtime caused due to Michaung Cyclone resulted in this reduced revenue. Net Profit achieved was ₹ 42.78 Crore as compared to ₹ 89.32 Crore in the previous year.

Exceptional item includes ₹ 18.61 Crore incurred during the year towards material damage and Plant restoration activities (Michaung cyclone – Dec'23). Additionally ₹ 1.52 Crore was incurred towards Asset Damage which is reflected in PPE. An amount of ₹ 4.59 Crore has been received from the insurers as an adhoc amount pending assessment report from surveyor.

Your Company's debt is lower as it is currently restricted to working capital borrowings and lease liabilities.

CARE Ratings Limited reaffirmed Company rating to CARE A+; Stable (Single A Plus; Outlook: Stable) for Long Term Bank facilities (term loans and fund-based working capital facilities) and CARE A+; Stable / CARE A1+ (Single A Plus; Outlook: Stable / A One Plus) ratings for Short Term Bank facilities (non-fund based working capital facilities).

DIVIDEND

Pursuant to Regulation 43A of the Listing Regulations, the Company has a Dividend Distribution Policy approved by the Board, a copy of which is available on the website of the Company: https://www.tnpetro.com/wp-content/uploads/2021/07/Dividend-Distribution-Policy-2021.pdf.

In line with the parameters in the policy, your directors are pleased to recommend a dividend of 12% i.e. ₹ 1.20 per equity share of face value of ₹ 10/- each fully paid up, for the year 2023-24, aggregating to ₹ 10.80 Crore, subject to withholding of taxes.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Linear Alkyl Benzene (LAB) is an organic compound primarily used as an intermediate in the production of surfactant linear alkylbenzene sulphonate (LAS), also known as linear alkylbenzene sulphonic acid (LABSA). This compound is essential for the production of biodegradable detergents. LAB is predominantly used in the formulation of laundry detergents, light-duty dishwashing liquids, industrial and household cleaners, as well as in applications such as crop protection and enhanced crude oil recovery.

The global market for LAB has experienced significant growth, reaching approximately 4.25 million tonnes in 2023, with projections indicating a compound annual growth rate (CAGR) of 4.09% through 2034, potentially reaching around 6.6 million tonnes. Factors driving this demand include heightened health awareness, an aging population, and changing lifestyles that emphasize cleanliness. Asia stands out as the largest producer and consumer of LAB, with India, China, and the Middle East being the leading manufacturers.

LAB manufacturing in India commenced in 1978 with the commissioning of IPCL's facility in Vadodara. Subsequently, other manufacturing facilities were established by Reliance Industries Limited, TPL, Nirma, and IOC. Until 2002, the LAB demand and supply situation in India remained fairly balanced. However, after the commissioning of two manufacturing facilities in the Middle East and another by IOC in India, the supply situation in India significantly exceeded the demand. LAB production capacity expanded globally and before the growth rate could account for the excess supply, additional capacities emerged in the Middle East and Southeast Asia. Consequently, this led to the increase in LAB imports into India.

In recent years, the Indian domestic sector has encountered stiff competition due to globalization and legislative changes, including the Free Trade Agreement (FTA). Cheaper imports, primarily from the Middle East, Thailand, and China, have posed a significant challenge. Additionally, the expiration of anti-dumping charges against Iran, Qatar, and China has intensified competition from low-cost imports, impacting market prices since FY 2022-23. During March 2024, TPL and Nirma had initiated antidumping duty case against imports from Iran and Qatar, the outcome of the same is awaited.

The Indian government mandated BIS certification for LAB in the Indian market from 3rd April 2023. This regulation has temporarily alleviated concerns regarding low-cost imports from Iran, China, and Korea, which have ceased since the certification requirement was implemented. Recently, Iran had secured BIS certification, and it is anticipated that their supply would resume shortly. This development is likely to impact prices for the fiscal year 2024-25.

The UOP Technology, which is widely recognized as the best and most cost-effective manufacturing process available, has been applied by more than 95 percent of all LAB manufacturers, including TPL. Regardless, the cost of making LAB in India exceeds international standards, due to the high cost of essential components such as Energy and feedstock. Domestic firms with standalone units, constantly struggle to compete with offshore suppliers and domestic manufacturers integrated with refineries, which allow them to achieve reduced production costs.

Caustic soda is an inorganic bulk chemical, strongly alkaline, and odourless, having application in various fields like pulp and paper manufacturing, viscose yarn, staple fibre, aluminium, textiles, soaps &detergent, dyestuffs, drugs and pharmaceuticals, petroleum refining, etc. It is available in two forms, liquid form which is called lye & solid form which is called Flakes or pellets.

In the Indian caustic soda market, segments such as textiles, alumina, inorganics, organics, and paper collectively account for over 60% of the market share. Globally, the demand for caustic soda stands at approximately 81.5 million metric tons per year, with India contributing around 7% to this global demand. Despite the energy-intensive production process, the national capacity utilization of the aggregate capacity (approximately 5.5 million tons) comes around 80%. The CAGR for CS Lye stands at 4.2%. Over this period, new capacities have been established, leading to increased domestic production levels. The price is still witnessing a declining trend due to aforementioned factors.

Chlorine, a co-product of Caustic Soda, is widely utilized in industries such as Poly Vinyl Chloride (PVC), Chlorinated Paraffin Wax (CPW), pulp and paper, water treatment, chlorinated solvents, and so on. The demand for chlorine in India during the year was approximately 4.6 million metric tons per annum (MMTPA). It is projected to grow at a CAGR of 6.47%, reaching 9.8 MMTPA by 2035.

The demand for chlorine significantly influences chlor-alkali capacity utilization. However, the lack of integrated plants and downstream projects for chlorine utilization poses key barriers to efficient chlorine disposal, ultimately impacting caustic production.

Propylene Oxide (PO) is a highly versatile industrial chemical, primarily used in the production of polyether polyols, which serve as an essential constituent in the manufacturing of polyurethane foams, coatings, and adhesives. PO is produced through the chlorohydrin process or the more environment friendly epoxidation process, wherein propylene reacts with an oxidizing agent. This epoxide compound possesses reactivity due to its strained three-membered ring structure, making it valuable for various applications.

India imports between 35 to 40 Kilotons of PO annually, primarily from Thailand, Singapore, and Saudi Arabia, at a significantly cheaper cost compared to domestic prices. Despite the growing global demand of approximately 10 million MMTPA for PO, which is expanding at CAGR of 5.76%, India's market share in PO remains relatively small on the global scale.

OPPORTUNITIES AND THREATS

The global GDP is currently growing at a modest pace of 3.1%, influenced by high borrowing costs and moderating demand. A marginal pickup in global GDP is anticipated to reach 3.2% by 2025. However, India remains a frontrunner, with its GDP projected to grow at an impressive rate of 6.6%. With 77 years of independence, India is rapidly advancing to become one of the world's major economies. The country is witnessing unprecedented social and economic development. Recently, India achieved the status of the world's fifth-largest economy, and it aims to surpass the $5 trillion mark by 2027. By the end of this decade (2030), India's economy is expected to touch USD 10 trillion.

Your company plays an indirect role in the Fast-Moving Consumer Goods (FMCG) industry, which holds immense long-term sustainable business potential in our country. Despite being one of the fastest-growing FMCG markets globally, India's per capita FMCG consumption remains among the lowest, offering significant room for growth. Your Company's operations span two critical FMCG categories—detergents and dishwashing and command over 85% of the South Indian market and turnover.

A solid talent pool, a diverse client base that spans the price-benefit spectrum, unrivalled distribution that covers nearly all households, and an agile supply chain all contribute to our enormous competitive advantage in South. Consumer preferences and purchasing paths are fast changing because of changing demographics such as rising prosperity, a big youthful working population, developing nuclear-family structures, urbanisation, and increased usage of technology.

Consumers are becoming more discerning, seeking superior products, making informed decisions, and demanding brands with a purpose and a point of view. As businesses, we recognize the shifting customer needs and believe that those who contribute positively to people and the environment will thrive in the future. In the LAB market, there is a notable shift from powdered detergents to liquid variants. The preference for liquid detergents arises from their ease of application. These liquid detergents are manufactured using LABSA 96%. LABSA content in liquid detergents is lower than in powders. On average, 5 - 6% of LABSA is used in liquid detergents, compared to 12% in powdered detergents. As liquid detergent volumes continue to rise, the demand for LABSA 96% has also been increasing.

As a Company, we are continually looking ahead, adapting, and changing to stay ahead. Consumers, government agencies, and investors looking for enterprises to invest in are increasingly accepting of the commercial case for sustainability.

In India, there is a concerted effort to protect both people and the environment through various activities. The country is committed to sustainable and inclusive growth, emphasizing responsible business conduct. Our objective is to achieve consistent, competitive, profitable, and responsible growth. Notably, urban markets have played a pivotal role in driving the growth of FMCG, benefiting from a return to economic normalcy after the disruptions caused by the COVID pandemic in recent years.

During the post-COVID period, our unwavering focus remained on meeting our customers' growing demands while safeguarding our business model. As economic activities gradually resumed, consumers exhibited a preference for essential necessities over discretionary spending, especially in the context of high inflation.

Growing demand for bio-based surfactants, as well as increased hygiene awareness, are expected to raise demand for detergents and cleansers, boosting the Linear Alkyl Benzene market for surfactant application. Rapid industrialization and urbanisation because of population increase are also predicted to contribute to market expansion. The global market for Linear Alkyl Benzene is profitable, and it is predicted to rise steadily because of key players' expansion, collaboration, and partnership initiatives.

Detergent makers have found it simpler to reach out to rural locations with the use of video marketing. Furthermore, customers have the option of selecting from a large choice of items, thus businesses are continually upgrading their products and attempting to increase their market share through inventive advertising strategies. The LAB business has a lot of room to develop because these companies cater to the bottom of the pyramid consumer. However, India being a desirable market in the Asia pacific region considering its population and consumption, it is being pursued by global LAB companies, resulting in higher imports to India. The addition of capacities in the Middle East poses a significant threat to India's LAB industry, as a large portion of output is projected to migrate into the country. Pricing and margins may continue to be influenced by this.

This is a challenging macroeconomic climate typified by geopolitical uncertainty, high commodity prices, and lacklustre market growth. We live in a complicated and volatile world. Our plan of action is continually evolving to respond to the trends and forces driving our industry and affecting our stakeholders.

The operational environment remained tough this year. Food, energy, and commodity prices remains high due to due to geopolitical tensions in Middle East & on account of continuing Russia-Ukraine conflict Europe leading to high supply chain costs. Global central banks' aggressive monetary tightening efforts put further strain on emerging economies. With prices of various commodities ballooning to decadal highs, widespread inflation caused significant issues for the economy and the FMCG industry. This had a huge influence on FMCG consumption as consumers attempted to manage their household budgets by modifying volume and prioritising necessities over discretionary categories. The decline had a greater impact in rural areas.

Caustic soda is a key industrial intermediate with numerous applications. The market for Caustic Soda is expected to grow further as demand for Alumina, textiles and apparel increases due to urbanization and increased expenditure on personal care products. The import volume of Caustic decreased during the fiscal year under review since prices in all international sectors are high for suppliers. The situation has been changing recently resulting in free flow of imports coupled with an overstock position in India affecting the prices of caustic lye.

Caustic soda demand is expected to exceed worldwide supply throughout the second part of this decade because of production constraints and rising electricity prices. Although the capacity of caustic soda now in use is probably sufficient until 2025, shortages and price increases will affect the industry in the absence of further capacity.

The ECH facility's conversion to a PO manufacturing facility has been advantageous in several ways, including the efficient use of an outdated facility and the creation of a new channel for the beneficial use of chlorine, which has made it possible for the Chlor Alkali Division to operate at close to installed capacity.

OUTLOOK

LAB

Soap and detergent demand have risen in recent years because of improved hygiene awareness and a greater emphasis on cleanliness. A shift in lifestyle is transferring a large portion of the population from semi-urban to metropolitan areas, and detergent usage is keeping up, causing demand to climb continuously. Due to heightened awareness of safety and cleanliness during the pandemic, as well as population expansion, demand from the rural market is increasing, which is contributing to the growth of LAB.

Despite fierce competition from overseas vendors, TPL remains the market leader in the domestic LAB business in South India. Over the previous three decades, TPL has established a reputation as a trusted LAB supplier to MNCs and others.

The increase in low price imports from Middle East & South East Asia is concerning. In addition, in September 2022, IOCL debottlenecked its Baroda facility, enabling for an additional 20 kt/year of production.

During the pandemic, the use of LABSA skyrocketed abnormally, leading to a significant increase in LAB prices as well. This surge in prices had a direct impact on the costs incurred by FMCG companies. As a result, users began to explore for alternatives, and Sodium Lauryl Ether Sulfate (SLES) was discovered to be less expensive than LAB, and replacement occurred faster due to its ease of use in liquid detergent, which is the most common form in the international market. However, SLES is only expected to partially replace LABSA, considering the drawbacks of SLES in terms of product performance in heavy duty detergent applications & compatibility issues with other ingredients in formulation.

Your company is focused on LAB application in other fields, such as crop protection, EOR Polymer, and others, outside from the detergent sector. For selling the new applications, we are developing a new sales channel.

CAUSTIC SODA /CHLOR ALKALI

The viability of the caustic soda industry are subject to the potential for chlorine consumption. India does not currently impose anti-dumping duties on the import of caustic soda. This year, the market's excess inventory caused the prices of caustic to drop, even though the price saw a sharp surge during 22-23 due to west shipments to Europe as a result of high energy costs in Europe and limited supply by China. Demand rose by only 4% last year, compared to an 8% increase in real production. As a result, Caustic is overstocked with unsold inventory, which drives down the selling price.

There have been new additions in domestic caustic soda production, like the Grasim plant in Balabhadrapuram, AP in South, and GNalco in West increasing availability of this inorganic chemical. Your Company is also expanding the caustic plant capacity adopting the cost effective bi-polar technology and would commence operation by June'25. Despite a drop in demand in the textile industry, businesses such as alumina, paper, vinyl, and color intermediates are thriving, making caustic sales simpler than ever. However, greater supply than demand, China's return to the export market, and Europe's production normalization will have a significant impact on Caustic Lye prices, with margin erosion projected for Caustic margin-dependent enterprises like us.

PROPYLENE OXIDE

In 2018-19, the company converted its ECH (Epichlorohydrin) facility to produce Propylene Oxide (PO). This conversion provided an additional option to dispose of chlorine, enabling higher caustic production through the new PO plant. Although the conversion was intended to achieve PO's full captive consumption, PO's consumption decreased later in the year as a result of the PU market's weak demand. As a result, your business began selling PO to customers in West India. The sales percentage to other market is approximately 15%.

RISK MANAGEMENT POLICY AND PROCESS

Your Company has a structured methodology to effectively monitor and manage the risks by setting up two-employee level Committee and one Board level Committee to identify the risks, suggest mitigation actions and monitor implementation. The employee-level sub-committee has senior personnel from each function and the Apex Committee is headed by the WTD(Operations) with functional heads as other Members. The sub-committee meets on quarterly basis and discuss on various issues that could be perceived as risks and submit its findings to the Apex Committee. The Apex Committee then reviews these issues, identifies the associated risks, and suggests appropriate mitigation actions.

As part of the risk mitigation process, the Board has constituted a Risk Management Committee of Directors, which comprises of Ms. Sashikala Srikanth as the Chairperson, Lt. Col. (retd.) CS Shankar, Ms. R Bhuvaneswari (until October 9, 2023), Mr. S Senthil Kumar (from November 2, 2023) and Mr. D Senthi Kumar as its Members. Risk Management Committee of the Board meets periodically to review the risks and the status of implementation of recommended mitigation measures. During the year, the Committee met four times viz. 18th May 2023, 7th August 2023, 2nd November 2023 and 7th February 2024. As required under Section 177 of the Act, the Audit Committee also reviews the risk management process periodically.

RISKS AND CONCERNS

Imports of LAB and caustic soda poses the largest risk to TPL. In addition to the additional middle east capacity, IOCL's capacity expansion has increased the competitiveness in the market. Your Company is looking at more contracts with significant LAB buyers to reduce this risk. As large-scale imports would have an influence on product pricing, addressing the possibility of lower margins would be an important issue to handle in the year to come.

To address these concerns, your organization is focusing on boosting production and productivity to control per-unit costs while providing product price flexibility. Furthermore, reliance on spot markets is being gradually reduced to expand and secure direct customer committed volumes. Also antidumping duty case has been initiated and in progress with trade remedies to tackle the low-cost imports. Your company is trying to prevent low cost imports by all means.

Towards mitigating operational risks, your Company continues to conduct risk assessments and corresponding mitigations for the hazardous chemicals used in the Plants with the assistance of technical experts. Adequate measures are being taken to address this risk, as instructed.

As was previously reported, caustic soda is operating at 80% capacity utilization and there is spare capacity available for domestic. Even though demand for caustic is increasing steadily, this is causing prices to decline. By 2025, it appears that demand will surpass supply globally and there will be opportunities for accessing export market.

SAFETY, HEALTH & ENVIRONMENT

TPL plants are accredited with International Organization for Standardization (ISO) certificate for Occupational Health & Safety Management System (ISO 45001-2018) and Environmental Management System (ISO 14001-2015) and Quality Management System (ISO 9001-2015).

Your Company continues to utilize treated city sewage water after Tertiary Treatment Reverse Osmosis (TTRO) for industrial purpose. Regassified Liquefied Natural Fuel (RLNG) is being used as fuel in our process heaters, boilers and power generators. These two major changes have come up as a natural resource conservation measure and efforts towards cleaner environment.

We have already achieved Zero Liquid Discharge for our LAB and HCD plants by using the treated effluent in the Propylene Oxide manufacturing process. Significant level of green belts developed and maintained in and around Manali and at Thiruvallur District since 2021.

Leak Detection and Repair (LDAR) programme is being implemented to control HC/VOC emissions. Frequent monitoring of VOC and other critical levels of emission in the environment is being done. Continuous and Online monitoring is also done with instruments to maintain emission levels far below the acceptable industrial standards.

Gas engine generators were commissioned in the place of oil fired generators to produce power achieve substantial reduction in emission levels.

As part of National Safety Day (4th March 2024), various competitions were conducted for employees and other contract workers to reiterate our commitment towards safety. Participation by employees and contract workers were encouraging.

World Environment day is also celebrated every year and tree plantation programs are organized for planting saplings towards green initiative to promote carbon offset.

Adequate safety standards have been prescribed and are being followed without any compromise. Utmost importance is given to protection of the employees, assets and environment always. All legal and statutory requirements are complied, by planning well in advance without any deviation. Regular training is arranged for workers as a refreshment on safety, environment & health.

SUBSIDIARIES

As at the year end, your Company had one Wholly-Owned Subsidiary (WOS) and one Step down Subsidiary (SDS) which were incorporated outside India. The financials of these subsidiaries have been consolidated and the salient features of financial and other information have been furnished in the Consolidated Financial Statement (CFS) attached to this Report.

Certus Investment and Trading Ltd

Certus Investment and Trading Ltd. (CITL), Mauritius was promoted as a Special Purpose Vehicle (SPV) to set up LAB and NP projects in the Middle East and South East Asia. However, due to changed business environment, the projects could not be taken up. At present, the WOS is not carrying on any major activity. Since your Company has enhanced the NP capacity to meet the entire requirement in-house, there may not be scope for taking up NP project.

Certus Investment and Trading (S) Private Limited

In the past TPL was exporting large quantity of LAB and importing various materials, such as NP, Benzene, etc. Therefore, CITL, Mauritius had set up CITL, Singapore as a WOS in order to function as a coordinator for TPL's overseas procurement and marketing activities. At present, there are no significant exports or imports and so the above SDS is not engaged in any activities.

As explained above, the subsidiaries were floated several years ago for specific purposes. Due to change in circumstances and also opportunities opening up in India, it is being examined if other opportunities would be available for the subsidiaries.

A decision on the usefulness of these subsidiaries would be taken in due course, after judiciously reviewing the situation.

HUMAN RESOURCES

Your company firmly believes that its strength is directly linked to the capabilities of its employees, encompassing knowledge, experience, and decision-making skills. To enhance these attributes and retain talent, various HR initiatives have been implemented, including recognition, empowerment, personality development, decentralization, and delegation of powers. These initiatives aim to create a supportive environment where employees feel valued and motivated. Additionally, a balanced staffing system has been adopted, integrating competent fresh talent alongside experienced personnel, fostering a dynamic workforce that is well-equipped to meet the challenges of the industry. By focusing on employee development and empowerment, your company is committed to building a culture that promotes growth, innovation, and overall organizational success.

The training needs of employees have been identified at regular intervals through performance appraisal systems and necessary training is being imparted through in-house and external programs.

The manpower strength as on 31st March 2024 was 417.

BOARD OF DIRECTORS AND RELATED DISCLOSURES

As on the date of this Report, the Board comprises of 13 Directors of whom 7 are independent, including 2 Woman Directors.

The Board met five times during the year and the relevant details are furnished as part of Corporate Governance Report.

The following changes took place in the composition of the Board since the date of last Annual General Meeting until the date of this report:

Mr. S Krishnan, IAS (DIN: 03439632), Ms. R Bhuvaneswari (DIN: 06360681) and Ms. Jayashree Muralidharan, IAS (DIN:03048710), who served as Non-Executive Non-Independent Directors, Nominees of TIDCO have resigned effective 5th October 2023, 9th October 2023 and 26th October 2023, respectively and the Board placed on record its appreciation for the services rendered by them during their tenure.

Mr. S Senthil Kumar (DIN: 00131558) and Mr. Sandeep Nanduri, IAS (DIN: 07511216) were appointed as Additional Directors effective 2nd November 2023 and Mr. V Arun Roy, IAS (DIN: 01726117) was appointed as an Additional Director and Chairman of the Board, effective 17th November 2023. They were subsequently appointed as Non-Executive Directors of the Company by the Shareholders through postal ballot, effective 28th December 2023.

Mr. D Senthi Kumar, Whole-time Director (Operations) was re-appointed for a term of 3 years effective 18th February 2024 by the Board and the same was approved by the shareholders through postal ballot. Mr. G D Sharma and Lt. Col (Retd.) C S Shankar were re-appointed as Independent Directors for a second term of 5 consecutive years effective 1st April 2024 and Mr. Debendranath Sarangi, IAS (Retd.) was re-appointed as an Independent Director for a second term of 5 consecutive years effective 21st May 2024.

Ms. Rita Chandrasekar (DIN : 03013549) was appointed as an Additional Director effective 14th May 2024, in the place of Mr. Dhananjay N Mungale (DIN: 00007563) who ceased to be the Independent Director of the Company consequent to the completion of his second term of office effective close of business hours on 26th May 2024. Ms. Rita Chandrasekar was subsequently appointed as an Independent Director of the Company by the Shareholders through postal ballot, effective 14th May 2024 for a term of 5 consecutive years.

Ms. Latha Ramanathan (DIN: 07099052) has been appointed as an Additional Director under Independent Category effective 6th August 2024 for a period of five years subject to approval of members at the ensuing AGM.

Mr. KT Vijayagopal, Whole-time Director (Finance) (DIN: 02341353) & CFO retires by rotation at the ensuing AGM and being eligible, has offered himself for re-appointment and is recommended for approval of the Shareholders.

Ms. Sashikala Srikanth (DIN: 01678374) will be retiring from the office of Independent Director effective close of business hours on 11th August 2024 consequent to completion of her second term of five years.

Declaration from Independent Directors:

All the Independent Directors (IDs) have submitted necessary declarations under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations. As per the said declarations, they meet the criteria of independence as per Section 149(6) of the Act and the Listing Regulations. In the opinion of the Board, the IDs fulfil the conditions specified in the Act and the rules made thereunder for appointment as IDs including the integrity, expertise and experience and confirm that they are independent of the management. All the IDs have confirmed their registration with the Indian Institute of Corporate Affairs under Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended and all of them have been exempted from or passed the proficiency test.

As required under Section 178(3) of the Act, your Company has a Board approved policy on remuneration which is available on the website of the Company : https://www.tnpetro.com/investors/policies/.

KEY MANAGERIAL PERSONNEL

As on 31st March 2024, Mr. D Senthi Kumar and Mr. KT Vijayagopal, Whole-time Directors and Ms. Sangeetha Sekar, Company Secretary were the Key Managerial Personnel of the Company.

During the year, there was no change in the Key Managerial Personnel of the Company.

ANNUAL EVALUATION OF THE BOARD, COMMITTEES AND DIRECTORS

The performance of the Board was evaluated taking the following aspects into account viz., Structure, Meetings, Functions, Risk Evaluation Process adopted, Grievance Redressal Mechanism, Stakeholder Value and Responsibility, Corporate Culture and Ethics and other matters. Board also took into account facilitation to the Independent Directors to function independently and perform their roles as another important parameter for evaluation.

The performance of each of the Committees was evaluated taking into account the composition, mandate, working procedures, effectiveness, independence and contribution to the Board in the decision making process.

The evaluation of the two Executive Directors was done based on their assigned roles and responsibilities. As regards the other Directors, including the Independent Directors, the evaluation was carried out taking into account the following parameters, viz., qualification, experience, competency, adequacy of knowledge about the Company and its sector of operation, understanding about the strategic direction, ethical behavior, participation in the risk evaluation process, resolving conflict of interests, attendance and preparation for the meetings, ability to work as a team player and voluntary sharing of information for the larger benefit of the Company and the like.

In compliance with the requirements of Schedule IV of the Act and the Listing Regulations, a separate meeting of the Independent Directors was held on 29th March 2024 at which the Directors evaluated the performance of the Non-Independent Directors and also the adequacy of flow of information to the Board and Committees.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of sub-section 3(c) and 5 of Section 134 of the Companies Act, 2013, it is hereby confirmed that

a) in the preparation of the annual accounts for the financial year ended 31st March 2024, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;

b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits of the Company for the year;

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

d) the Directors had prepared the accounts for the financial year ended 31st March, 2024 on a "going concern" basis;

e) the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

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

CORPORATE GOVERNANCE

Your Company has complied with the requirements of Corporate Governance stipulated under Regulation 27 of the Listing Regulations. A Report on Corporate Governance forms part of this Report and a Certificate from the Secretarial Auditors regarding compliance with the requirements of Corporate Governance is given in **Annexure I** of this report.

AUDITORS

M/s. RGN Price & Co., Chartered Accountants, Chennai having Firm Registration No. 002785S was appointed as the Statutory Auditors of the Company. As per the extant provisions of the Act, they will hold office for a period of five years till the conclusion of 42nd AGM. The report of Auditors on the financial statements is attached and forms part of this report and does not contain any qualification, reservation or adverse remarks.

SECRETARIAL AUDIT REPORT

As required under Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report issued by Ms. B Chandra (CP No.7859), Company Secretary in Practice, Chennai is given in **Annexure – II** to this report. The Secretarial Audit Report is attached and forms part of this report. The report carries a remarks about the company's views on transfer of shares to IEPF authority under Section 124 of the Act. The shares are to be transferred to IEPF authority, if the dividend remaining unpaid/unclaimed in terms of Section 124(6) for a consecutive period of 7 years or more. For which, there should be a declaration of dividend, in the first instance and also there should be 7 such instances of non-payment/ non-claiming of dividend by the respective shareholder. In case of your Company, there has been no declaration / payment of dividend for consecutive period of 7 years and hence it was viewed that the requirement under Section 124(6) of the Act was not applicable to your Company. The legal opinion has however pointed out that the Circulars issued by Ministry of Corporate Affairs (Ministry) have created ambiguity in the matter. Though the Circulars have to be read in a manner that sub-serves the statutory provision and cannot override or dilute the same, your Company was advised to seek clarification from Ministry and take further action based on its Directions. Accordingly, your Company sought clarification from the Ministry in this regard, but there was no reply received from the Ministry till the date of this report.

Your Company has complied with the requirements of all the applicable Secretarial Standards.

MAINTENANCE OF COST RECORDS & COST AUDIT

Your Company is obligated to maintain cost records as specified by the Central Government under Section 148(1) of the Act and the same has been duly complied with. Your Company is also subject to Cost Audit of the said records. For the year ended 31st March 2024, the Cost Audit was conducted by M/s. M Krishnaswamy and Associates, Cost Accountants, Chennai.

Based on the recommendations of Audit Committee, M/s. B Y & Associates, Cost Accountants, Chennai were appointed by the Board as the Cost Auditors of the Company for conducting the audit of cost records for the financial year 2024-25 on a remuneration of ₹ 1.75 lakh, plus applicable taxes and reimbursement of actual out-of-pocket expenses incurred by them in this connection. As required under Section 148 of the Act, read with the relevant Rules, ratification of the remuneration to the Cost Auditor for the year 2024-25 will be considered by the Members at the ensuing AGM of the Company.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your Company has established adequate internal financial control systems that undergo periodic reviews. These controls are supported by an ERP system, internal audits, and management reviews, all guided by documented policies and procedures. To ensure the system operates effectively, the Internal Auditors conduct regular reviews, and their findings are discussed with the Audit Committee and the Auditors. Additionally, the Company's Auditors have provided certificates regarding these controls, which are included with their reports.

CONSERVATION OF ENERGY AND OTHER DISCLOSURES

As required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, information on conservation of energy, technology absorption, foreign exchange earnings and outgo, to the extent applicable are given in **Annexure - III** and form part of this Report.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

During the year under review, debt-equity ratios (in times) (77)%, Debt service coverage (in times) (38)%, Return on equity (in %) (55)%, Net profit (in%) (38)%, Return on capital employed (in%) (47)% ratios significantly altered as earnings compared to the previous financial year substantially reduced on account of increased raw material costs and reduced margins on account of cheaper imports impacted spot price and Contract adders. The accounting ratios are given under Note: 42 of the Standalone Financial Statements.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Information on loans, guarantees and investments covered under Section 186 of the Companies Act, 2013, forms part of the Notes to Financial Statements.

RELATED PARTY TRANSACTIONS

All transactions with related parties entered into by the Company during the year were on arms' length basis and were approved by the Audit Committee at the beginning of the financial year. There were no contracts or arrangements entered into with the related parties covered under section 188(1) of the Act that is required to be disclosed in Form AOC-2. The policy on materiality of transactions with related party as approved by the Board is available in the website of the Company : https://www.tnpetro.com/investors/policies/.

As required under Regulation 23(2) of the Listing Regulations, prior approval of the Members was obtained at the 38th AGM held on September 26, 2023, for transactions with Manali Petrochemicals Limited (MPL) upto ₹ 425 Crore plus taxes for the period 1st October 2023 to 30th September 2024, and approval of Members for the proposed transactions with MPL during the period 1st October 2024 to 30th September 2025 is being sought at the 39th AGM.

AUDIT COMMITTEE

The Composition of the Committee and particulars of its meetings are disclosed under the Corporate Governance Report annexed to this Report. During the year, the Board had accepted all the recommendations made by the Committee.

VIGIL MECHANISM

As required under Section 177 of the Act and Regulation 22 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, your Company has established a vigil mechanism for its directors and employees to report genuine concerns through the Whistle Blower Policy of the Company as published in the website of the Company. As prescribed under the Act and the Listing Regulations, provision has been made for direct access to the Chairperson of the Audit Committee in appropriate / exceptional cases.

ANNUAL RETURN

Pursuant to Section 92(3) of the Act, the Annual Return in Form MGT-7 is available in the website of the Company: https://www.tnpetro.com/investors/annual-return/.

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

The Company has complied with the provisions relating to framing of policy and constitution of Internal Complaints Committee (ICC) under the POSH Act. There were no referrals received by ICC during the year.

PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURES

The disclosures prescribed under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) and Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **Annexure -IV** to this Report. It is hereby affirmed that the remuneration to the employees is as per the remuneration policy of the Company.

CSR POLICY AND RELATED DISCLOSURES

The brief outline of CSR policy of your Company and such other details and disclosures as per the prescribed format are furnished in **Annexure V** to this report.

BUSINESS RESPONSIBILTY AND SUSTAINABILITY REPORT

The report on Business Responsibility and Sustainability in compliance Regulation 34 of the SEBI Listing Regulations is given as **Annexure VI** of this report.

Other Disclosures:

- There was no fraud reported by the Auditors of the Company as per Section 143(12) of the Act read with Companies (Audit and Auditors) Rules, 2014;
- There were no significant and material orders passed by any of the regulators / courts / tribunals impacting the going concern status and company's operations;
- Your Company has not accepted any deposits from the public during the year.

Acknowledgement

Your Directors are grateful to the Government of India, the Government of Tamilnadu, financial institutions, banks, other lending institutions, promoters, technical collaborators, suppliers, customers, joint venture partners and marketing agents for their assistance, co-operation and support. The Directors thank the shareholders for their continued support.

The Directors also place on record their high appreciation for the contributions by all cadres of employees of the Company

Disclaimer

The Management Discussion and Analysis contained herein is based on the information available to the Company and assumptions based on experience in regard to domestic and global economy, on which the Company's performance is dependent. It may be materially influenced by changes in economy, government policies, environment and the like, on which the Company may not have any control, which could impact the views perceived or expressed herein.

For and on behalf of the Board of Directors

	D Senthi Kumar	**KT Vijayagopal**
6th August, 2024	**DIN: 00202578**	**DIN: 02341353**
Chennai - 600 068	**Whole-time Director (Operations)**	**Whole-time Director (Finance) & CFO**

ANNEXURE - I TO DIRECTORS' REPORT

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy:

Tamilnadu Petroproducts Limited firmly believes in the implementation of best practices of corporate governance so that the Company achieves its corporate goals and further enhances stakeholders' value. A great deal of importance is attached to ensuring fairness, transparency, accountability and responsibility towards stakeholders, besides consistently implementing best possible practices by providing optimum level of information and benefits to the stakeholders.

This report covers the corporate governance aspects in your Company relating to the year ended 31st March 2024.

2. Board of Directors :

(i) Composition and membership in other Boards and Board Committees:

As on 31st March 2024, the Board comprised of 12 Directors as detailed below:

Name/Category	Other Listed Companies in which he / she is a Director	Other Directorships*	Other Committee Membership**
Non-Executive and Non- Independent (NENI)			
Mr. V. Arun Roy, IAS *(effective 17.11.2023 & Nominee of TIDCO)*	Titan Company Limited Tamilnadu Newsprint & Papers Limited -(NENI)	8	2
Mr. Ashwin C Muthiah Vice-Chairman *(Nominee of SPIC)*	Southern Petrochemicals Industries Corporation Limited Manali Petrochemicals Limited SICAGEN India Limited – (NENI)	3(3)	-
Mr. Sandeep Nanduri, IAS *(effective 02.11.2023 & Nominee of TIDCO)*	Titan Company Limited Southern Petrochemicals Industries Corporation Limited – (NENI)	10	2
Mr. S. Senthil Kumar *(effective 02.11.2023 & Nominee of TIDCO)*	-	6	2
Non-Executive and Independent (NEID)			
Mr. Dhananjay N Mungale	NOCIL Limited, Mahindra and Mahindra Financial Services Limited, Mahindra Logistics Limited, NGL Fine-Chem Limited - (NEID)	7	7(4)
Ms. Sashikala Srikanth	Southern Petrochemicals Industries Corporation Limited Manali Petrochemicals Limited, Mercantile Ventures Limited, SICAGEN India Limited - (NEID)	6	7(3)
Dr. N Sundaradevan, IAS (Retd.)	Manali Petrochemicals Limited Tamilnadu Newsprint & Papers Limited - (NEID)	4	3

Name/Category	Other Listed Companies in which he / she is a Director	Other Directorships*	Other Committee Membership**
Lt. Col. (Retd.) C S Shankar	Manali Petrochemicals Limited - (NEID)	1	-
Mr. G D Sharma	Manali Petrochemicals Limited Mercantile Ventures Limited - (NEID)	2	2
Mr. Debendranath Sarangi, IAS (Retd.)	Voltas Limited Southern Petrochemicals Industries Corporation Limited - (NEID)	4	2(1)
Executive Directors			
Mr. D Senthi Kumar, Whole-time Director (Operations) *(Nominee of SPIC)*	-	-	-
Mr. KT Vijayagopal, Whole-time Director (Finance) *(Nominee of SPIC)*	-	-	-

Notes:

a) **Other Directorships excludes foreign companies, private limited companies, Section 8 companies and alternate directorships;*

b) ***Only Membership in Audit and Stakeholders' Relationship Committees (other than in TPL) are considered. Figures in brackets denote the Chairmanship in the Board/Committee of the Companies in which he/she is a Director/Member;*

c) *None of the Directors hold equity shares of the Company other than Mr. KT Vijayagopal, Whole-time Director (Finance), who is holding 200 equity shares as on date of the report;*

d) *None of the Directors have any inter-se relationship;*

e) *The details of familiarisation programmes imparted to the Independent Directors are available in the website of the Company at https://www.tnpetro.com/investors/familiarization-programmes-imparted-to-independent-directors/;*

f) *Changes in the composition of the Board during the year are furnished in the Directors' Report.*

(ii) Board Meetings, Annual General Meeting (AGM) and attendance thereat

The Board of Directors met five times during the year 2023-24 i.e. on 23rd May 2023, 8th August 2023, 2nd November 2023, 8th February 2024 and 26th March 2024.

The details of attendance of the Directors at the Board Meetings and AGM held during the financial year are as follows:-

Name of the Director	No. of Meetings attended/ eligible to attend	Attendance at the last AGM
Mr. V. Arun Roy, IAS *(effective 17.11.2023)*	1/2	NA
Mr. S Krishnan, IAS *(until 05.10.2023)*	1/2	No
Mr. Ashwin C Muthiah	5/5	Yes
Mr. Dhananjay N Mungale	4/5	Yes
Dr. N Sundaradevan IAS (Retd.)	5/5	Yes
Mr. Debendranath Sarangi IAS (Retd.)	5/5	Yes
Ms. Sashikala Srikanth	5/5	Yes
Lt. Col. (Retd.) C S Shankar	5/5	Yes
Mr. G D Sharma	5/5	Yes
Ms. Jayashree Muralidharan, IAS *(until 26.10.2023)*	2/2	No
Ms. R Bhuvaneswari *(until 09.10.2023)*	2/2	Yes
Mr. Sandeep Nanduri, IAS *(effective 02.11.2023)*	1/2	NA
Mr. S. Senthil Kumar *(effective 02.11.2023)*	2/2	NA
Mr. D Senthi Kumar	4/5	Yes
Mr. KT Vijayagopal	5/5	Yes

(iii) Chart of Skills / Expertise / Competencies of the Directors:

Major Classification	Sub Classification	Remarks	Directors having the skills
Industry	Specific Skills	Good knowledge about the Petrochemicals business and industry and the issues specific to the Company.	Mr. Ashwin C Muthiah Lt. Col. (Retd.) C S Shankar Mr. Dhananjay N Mungale Mr. V. Arun Roy, IAS Mr. Sandeep Nanduri, IAS Mr. S. Senthil Kumar Mr. D Senthi Kumar Mr. KT Vijayagopal
	Technical	Technical/professional skills and specialist knowledge about the Company, its market, process, operations, etc. (For Executive Directors)	Mr. D Senthi Kumar Mr. KT Vijayagopal

Major Classification	Sub Classification	Remarks	Directors having the skills
Strategy & Policy	Strategy	Ability to identify and critically assess strategic opportunities and threats to the business. Guiding development of strategies to achieve the overall goals	Mr. Ashwin C Muthiah Mr. D Senthi Kumar Mr. KT Vijayagopal Mr. V. Arun Roy, IAS Mr. Sandeep Nanduri, IAS
	Policies	Guidance for development of policies and other parameters within which the Company should operate for better control and management	Mr. Dhananjay N Mungale Ms. Sashikala Srikanth Dr. N Sundaradevan Mr. Debendranath Sarangi Lt. Col. (Retd.) C S Shankar Mr. V. Arun Roy, IAS Mr. Sandeep Nanduri, IAS
	Crisis Management	Ability to guide crisis management and provide leadership in hours of need.	Mr. Ashwin C Muthiah Mr. D Senthi Kumar Mr. KT Vijayagopal
Risk & Compliance	Operational	Identification of risks related to each area of operation	Mr. D Senthi Kumar Lt. Col. (Retd.) C S Shankar Mr. S. Senthil Kumar Mr. Debendranath Sarangi
	Legal	Monitor the risks and compliances and knowledge of regulatory requirements	Ms. Sashikala Srikanth Mr. V. Arun Roy, IAS Mr. Sandeep Nanduri, IAS Mr. G D Sharma Dr. N Sundaradevan Mr. Debendranath Sarangi Mr. Dhananjay N Mungale
	Financial	Experience in accounting and finance, ability to analyse the financial statements presented, assess the viability of various financial proposals, oversea funding arrangements and budgets	Mr. Dhananjay N Mungale Ms. Sashikala Srikanth Mr. KT Vijayagopal
Management & Leadership	Executive Management	Handling senior management and monitoring its performance, strategic human resources planning. Experience in industrial relations and organisational change management programmes.	Mr. V. Arun Roy, IAS Mr. Ashwin C Muthiah Mr. G D Sharma Mr. D Senthi Kumar Mr. KT Vijayagopal
	Leadership	Make decisions and take necessary actions for implementation thereof in the best interest of the organisation. Analyse issues and contribute at board level to solutions	All the Directors

Major Classification	Sub Classification	Remarks	Directors having the skills
Board Conduct	Contribution	Participate actively in the matters discussed and contribute effectively at the meetings. Help in arriving at unanimous decisions in the event of difference of opinions.	All the Directors
Personal	Qualification	Having formal education and well qualified to process the skills and competencies outlined above.	
	Experience	Previous experience in Board or senior management positions in reputed companies/ organisations/ government.	
	Diversity	Optimum combination - Gender, ethnic, age, etc. and presence adding value to the Board's stature.	
	Interpersonal Skills	Must work well in a group, listen well and communicate their point of view frankly but tactfully.	
	Interest in the Company	Shall be sincere and evince genuine interest in the affairs of the Company	
	Instinct	Shall have good business instincts and acumen, and ability to get to the crux of the issue quickly. A degree of intuition would also be good.	
	Ethics and integrity	Be ethical and maintain integrity at any cost. Adhere to the Codes of Conduct in letter and spirit. In the event of conflict of interest, prioritise the Company	

- ✓ *The Skills Matrix stated above are the broader skills, competencies and experience which, in the opinion of the Directors are required for the proper functioning of the Board of TPL.*
- ✓ *The above Skills Matrix sets out the mix of skills and diversity that the Board currently has or is looking to achieve.*
- ✓ *These skills are expected of the Directors as a Group and it is not a requirement that each Director should present all of the skills and experience listed. In other words, it would be sufficient if the Board collectively present all of the skills and experience listed in the Board Skills Matrix.*
- ✓ *To ensure that the Directors for the time being as a Group provide the skills and experience required by the Board Skills Matrix, each Director's skills and experience will be assessed from time to time.*
- ✓ *Gaps, if any identified by such assessment would considered when filling any vacancies or appointing any additional Director to the Board.*
- ✓ *The Skills Matrix would be reviewed periodically and changes made as deemed appropriate by the Board arising out of regulatory changes or otherwise.*

In the opinion of the Board, all the above skills / competencies are available with the Board.

(iv) Confirmation on Independent Directors

In the opinion of the Board based on the declarations received, the Independent Directors fulfill the conditions specified in the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and are independent of the Management.

3. Audit Committee:

(i) Terms of reference

The Audit Committee of the Board of Directors was constituted in 1987. The terms of reference of the Audit Committee covering the matters specified in respect of such Committee were modified in line with the, then requirements of Clause 49 of the Listing Agreement with Stock Exchanges. Consequent to the enactment of the Companies Act, 2013 (“the Act”), the terms of reference are aligned to the requirements of the Act and the Listing Regulations.

(ii) Composition, Meetings and Attendance

The Committee met five times during the year 2023-24 i.e. on 23rd May 2023, 8th August 2023, 2nd November 2023, 8th February 2024 and 26th March 2024. The Committee comprises of 4 members of which 3 are Independent Directors. Details of the composition of the Committee and attendance of Members during the year are as follows:

Name of the Members	No. of Meetings during the year	
	Held	Attended
Ms. Sashikala Srikanth, Chairperson	5	5
Mr. Dhananjay N Mungale	5	4
Mr. G D Sharma	5	4
Ms. R Bhuvaneswari *(until 09.10.2023)*	2	1
Mr. S. Senthil Kumar *(effective 02.11.2023)*	2	2

4. Nomination and Remuneration Committee:

(i) Terms of reference

In compliance with the requirements of Section 178 of the Act and Clause 49 of the erstwhile Listing Agreements, the Board constituted the Nomination and Remuneration Committee at the meeting held on 27th May 2014. The terms of reference of the Nomination & Remuneration Committee (NRC) were modified in line with the requirements of Regulation 19(4) and Part D of Schedule II of the Listing Regulations.

The terms of reference *inter alia* include the process to identify persons who are qualified to become Directors and who may be appointed in Senior Management, recommend to the Board appointment and removal of the Directors, evaluate the performance of the directors, formulate criteria for determining qualifications, positive attributes and independence of a Director, recommend to the Board a policy relating to the remuneration to the Directors, Key Managerial Personnel and other employees, devise policy on Board diversity and such other matter as may be prescribed under the Act, the Rules made there under and the Listing Regulations.

(ii) Criteria for performance evaluation of Independent Directors

The criteria for evaluation of performance of Independent Directors are determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

(iii) Composition, Meetings and Attendance

The Committee met four times during the year 2023-24 i.e. on 23rd May 2023, 8th August 2023, 2nd November 2023 and 8th February 2024. The Committee comprises of 4 members of which 3 are Independent Directors. The Company Secretary is the Secretary to the Committee. Details of the composition of the Committee and attendance of Members during the year are as follows:

Name of the Members	No. of Meetings during the year	
	Held	Attended
Mr. G D Sharma, Chairman	4	4
Lt. Col. (Retd) C S Shankar	4	4
Dr. N Sundaradevan, IAS (Retd)	4	4
Ms. R Bhuvaneswari *(until 09.10.2023)*	2	1
Mr. S. Senthil Kumar *(effective 02.11.2023)*	1	1

5. Remuneration to Directors

(i) Remuneration policy and criteria for making payments to Executive and Non-Executive Directors:

The Remuneration Policy of the Company as approved by the Board *inter alia* contains the criteria for appointment of Independent Directors, Executive Directors, Key Managerial Personnel and other employees, manner of appointment, remuneration policy for Executive and Non-Executive Directors, Guiding principles for fixing remuneration to employees who are not Directors, etc. The following is the Remuneration Policy for Directors:

a. For Executive Directors

The remuneration of the Whole-time/Executive Directors shall comprise of a fixed component and a performance linked pay, as may be fixed by the Nomination and Remuneration Committee (NRC) and subsequently approved by the Board of Directors and Members. Performance Linked Pay shall be payable based on the performance of the individual and the Company during the year. Remuneration trend in the industry and in the region, academic background, qualifications, experience and contribution of the individual are to be considered in fixing the remuneration. These Directors are not eligible to receive sitting fees for attending the meetings of the Board and Committees.

b. For Non-Executive Directors

The Non-Executive Directors are paid sitting fees for attending the Board and Committee Meetings as per the stipulations in the Act, and the Articles of Association of the Company and as recommended by the NRC. Different scales of sitting fee may be fixed for each category of the Directors and type of meeting. However, the fees payable to the Independent Directors and Woman Directors shall not be lower than the fee payable to other categories of directors.

In addition to this, the travel and other expenses incurred for attending the meetings are to be met by the Company. Subject to the provisions of the Act and the Articles of Association, the Company in General Meeting may by special resolution sanction and pay to the Directors remuneration not exceeding 1% of the net profits of the Company computed in accordance with the relevant provisions of the Act. The Company shall have no other pecuniary relationship or transactions with any Non-Executive Directors.

(ii) None of the Non-Executive Directors had any pecuniary relationship with the Company other than receipt of sitting fees/ remuneration.

(iii) Details of Remuneration of Directors:

a) Remuneration of the Executive Directors for the year 2023-24 are as follows:

(₹ in lakh)

Sl. No.	Description	Mr. D Senthi Kumar Whole-time Director (Operations)	Mr. KT Vijayagopal Whole-time Director (Finance) & CFO
01	Salary & Allowances	69.20	68.26
02	Performance Linked Pay	12.00	12.00
03	Perquisites	0.30	0.30
	Total	**81.50***	**80.56***

Note:

*(1) *In addition to the above, contribution to Provident Fund, Gratuity and other benefits were provided by the Company as per the applicable law/rules/terms of employment;*

(2) The performance linked pay is determined as per the appraisal system in place;

(3) Both the above Directors are under contract of employment with the Company which stipulates a notice period of 3 months from either side for early separation. No severance fee is payable;

(4) No employee stock options has been offered by the Company to any of its Directors.

b) Remuneration paid to Non-Executive Directors:

During the year, the non-executive directors were paid sitting fees of ₹ 1 lakh for each of the meeting of Board attended by them as given below:

(₹ in lakh)

Name of the Director	Sitting Fees paid	Remuneration paid for FY 2022-23
Mr. S Krishnan IAS %	1.00	4.00
Mr. Ashwin C Muthiah	5.00	5.00
Mr. Dhananjay N Mungale	4.00	3.00
Ms. Sashikala Srikanth	5.00	5.00
Mr. G D Sharma	5.00	5.00
Dr. N Sundaradevan, IAS (Retd.)	5.00	5.00
Mr. Debendranath Sarangi, IAS (Retd.)	5.00	4.00
Lt. Col. (Retd.) C S Shankar	5.00	5.00
Ms. Jayashree Muralidharan, IAS %	2.00	3.00
Ms. R Bhuvaneswari %	2.00	4.00
Mr. Pankaj Kumar Bansal, IAS**	NA	1.00
Mr. V Arun Roy, IAS*	1.00	NA
Mr. Sandeep Nanduri, IAS*	1.00	NA
Mr. S Senthil Kumar*	2.00	NA
Total	**43.00**	**44.00**

% Directors representing TIDCO resigned during the period November 2023 to December 2023 & their remuneration were paid to TIDCO

**Directors representing TIDCO appointed during November 2023 & their remuneration will be payable to TIDCO*

*** Resigned from Directorship effective 3rd August 2022*

6. Stakeholder's Relationship Committee

(i) Chairman and Compliance Officer

As on 31st March 2024, the Committee comprised of 4 Members of which 2 are Independent Directors with Dr. N Sundaradevan, IAS (Retd.) – Non-Executive/ Independent Director as the Chairman of the Committee. Ms. Sangeetha Sekar, Company Secretary is the Compliance Officer of the Company. The Committee met on 7th February 2024 during the year 2023-24 and the details of the attendance of Members are as follows:

Name of the Members	No. of Meetings during the year	
	Held	Attended
Dr. N Sundaradevan, IAS (Retd.), Chairman	1	1
Mr. G D Sharma	1	1
Mr. D Senthi Kumar	1	1
Ms. R Bhuvaneswari *(until 09.10.2023)*	-	-
Mr. S. Senthil Kumar *(effective 02.11.2023)*	1	1

(ii) Details of Complaints received and pending

During the year, the Company had received and resolved 35 complaints within the stipulated time. At the end of the year, there was no pending complaint. All the complaints received during the year were redressed by the Company/RTA to the satisfaction of the shareholders.

7. Risk Management Committee (RMC)

(i) Terms of reference

The terms of reference of the committee, inter alia, includes formulation, monitoring and reviewing of implementation of risk management policy and evaluating the adequacy of risk management systems. The terms of RMC as prescribed under the Regulations and the role of the RMC have been explained in detail in the said policy framed pursuant to the Regulations, as amended from time to time.

(ii) Composition, Meetings and Attendance

The Committee met four times during the year 2023-24 i.e. on 18th May 2023, 7th August 2023, 2nd November 2023 and 7th February 2024. The Committee comprises of 4 members of which 2 are Independent Directors. Details of the composition of the Committee and attendance of Members during the year are as follows:

Name of the Members	No. of Meetings during the year	
	Held	Attended
Ms. Sashikala Srikanth, Chairperson	4	4
Lt. Col. (Retd.) C S Shankar	4	4
Mr. D Senthi Kumar	4	3
Ms. R Bhuvaneswari *(until 09.10.2023)*	2	2
Mr. S. Senthil Kumar *(effective 02.11.2023)*	1	1

8. Senior Management

As on 31st March 2024, the following are the list of Senior Management Personnel of the Company.

- Mr. KT Vijayagopal, WTD(Finance) & CFO
- Mr. D Senthi Kumar, WTD(Operations)
- Ms. Sangeetha Sekar, Company Secretary
- Mr. N Murugan, AVP (Operations)
- Mr. Raghunathan RM, AVP(Projects & Maintenance)
- Mr. Sridharan, SGM (Marketing)
- Mr. Venkatakrishnan M, DGM (Finance)
- Mr. Prakash Kumar V S, DGM (Production)
- Mr. Vasantha Kumar K, DGM (Human Resources)
- Mr. N J Venkatesh, AGM (Technical Services)
- Mr. Kumaragurubaran S, Sr. Manager (Information Technology)
- Mr. S C Kumar, Dy. Manager (Environment)

Mr. V. Muralidharan, Sr. Manager (Safety) ceased to be Senior Management Personnel of the Company due to change in reporting structure effective April 1, 2023.

9. General Body Meetings

a) The Annual General Meeting during the year 2021, 2022 and 2023 were held through Video Conferencing mode. The date and the special resolutions passed at the aforesaid meetings are as follows:

Year	Date	Time	Special Resolutions Passed thereat
2021	15.09.2021	2.00 PM	NIL
2022	29.09.2022	3.00 PM	a. Approval for payment of remuneration to the Non-Executive Directors of the Company for the year 2021-22 b. Approval for renewal of appointment and increase in remuneration of Mr. D Senthi Kumar as the Whole-time Director (Operations) c. Approval for renewal of appointment and increase in remuneration of Mr. K T Vijayagopal as the Whole-time Director (Finance)
2023	26.09.2023	4.30 PM	a. Approval for payment of remuneration to the Non- Executive Directors of the Company for the year 2022-23 b. Approval for re-appointment of Dr. N Sundaradevan, IAS (Retd.) (DIN: 00223399) as an Independent Director of the Company

b) **Details of Special Resolutions passed through Postal Ballot during FY 2023-24:-**

The following Special Resolutions were passed through Postal Ballot on 28th March 2024

Sl. No.	Special Resolutions passed thereat	Voting pattern	Scrutinizer for postal ballot process
1.	Approval for re-appointment of Mr. G D Sharma (DIN:08060285) as an Independent Director of the Company for the second term	The Resolution was passed with 99.19% assent	M/s. B Chandra & Associates, Practicing Company Secretaries, Chennai
2.	Approval for re-appointment of Lt. Col. (Retd.) C S Shankar (DIN:08397818) as an Independent Director of the Company for the second term	The Resolution was passed with 99.73% assent	
3.	Approval for re-appointment of Mr. Debendranath Sarangi, IAS (Retd.) (DIN:01408349) as an Independent Director of the Company for the second term	The Resolution was passed with 99.70% assent	
4.	Approval for re-appointment of Mr. D. Senthi Kumar (DIN:00202578), as Whole-time Director (Operations) of the Company along with remuneration payable to him	The Resolution was passed with 90.95% assent	

- At present, there is no proposal to seek approval of shareholders for any special resolution through postal ballot.
- The procedure for postal ballot would be as prescribed under the Companies Act, 2013 and Rules made thereunder, and also other directions of MCA/SEBI issued from time to time.

10. Means of Communication

The means of communications includes the following:

a) The Financial Results (Quarterly/Annual) are intimated to the Stock Exchanges and published in one English National Newspaper (Financial Express) and one Tamil Newspaper (Makkal Kural).

b) The results are also posted in the website of the Company viz. https://www.tnpetro.com/

In addition to the above, official press / news release and several other details / information of interest to various stakeholders' are submitted to the Stock Exchanges and made available in the website.

11. General Shareholder Information

i. Annual General Meeting

The 39th AGM of the Company is scheduled to be held on Thursday, 26th September 2024 at 3.30 PM through Video Conference in compliance with the guidelines and circulars issued by the Ministry of Corporate Affairs and SEBI.

ii. Financial Year

The financial year of the Company commences on 1st April and ends on 31st March.

iii. Dividend payment date

The Dividend will be paid through electronic mode for the year 2023-24 within the stipulated timeline, withholding applicable taxes, if any, and subject to declaration at the ensuing AGM.

iv. Listing of Securities (Equity Shares) :

The Company had paid annual listing fees for the financial year 2024-25 with the following Stock Exchanges.

Name and Address of Stock Exchange	Stock Code
BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	500777
National Stock Exchange of India Ltd (NSE) Exchange Plaza, C-1, Block G. Bandra Kurla Complex, Bandra East, Mumbai - 400 051.	TNPETRO

v. Market Price Data and Share Price Performance vis a vis indices –

Month & Year	BSE				NSE			
	Share price (INR)		Sensex		Share price (INR)		Nifty 50	
	High	Low	High	Low	High	Low	High	Low
Apr-23	87.53	71.13	61209.46	58793.08	87.80	71.80	18089.15	17312.75
May-23	84.69	75.40	63036.12	61002.17	85.25	75.60	18662.45	18042.40
Jun-23	81.95	76.01	64768.58	62359.14	81.90	76.95	19201.70	18464.55
Jul-23	84.89	77.20	67619.17	64836.16	83.95	78.00	19991.85	19234.40
Aug-23	94.40	78.00	66658.12	64723.63	94.50	76.70	19795.60	19223.65
Sep-23	100.45	88.70	67927.23	64818.37	100.40	88.60	20222.45	19255.70
Oct-23	102.10	83.40	66592.16	63092.98	102.20	83.25	19849.75	18837.85
Nov-23	94.20	87.97	67069.89	63550.46	94.20	87.80	20158.70	18973.70
Dec-23	108.41	88.81	72484.34	67149.07	108.40	88.80	21801.45	20183.70
Jan-24	110.50	98.10	73427.59	70001.60	110.50	97.40	22124.15	21137.20
Feb-24	113.85	91.20	73413.93	70809.84	114.00	91.20	22297.50	21530.20
Mar-24	95.00	77.65	74245.17	71674.42	95.10	77.50	22526.60	21710.20

vi. Registrar and Share Transfer Agent:

All share registry work in respect of both physical and demat segment are handled by Cameo Corporate Services Limited, No.1, Club House Road, V Floor, “Subramanian Building”, Chennai - 600 002, as the Registrars and Share Transfer Agent (RTA) of the Company for all aspects of investor servicing relating to shares.

vii. Share Transfer System:

Requests for share transmissions, transpositions etc., are processed by the RTA and returned within the stipulated time, if the documents are found to be in order. The routine requests from shareholders like transmission, transposition, change of name etc., are approved by the Whole-time Director(s) & Company Secretary and the details are placed before the Stakeholder Relationship Committee and the Board.

Pursuant to proviso to Regulation 40 (1) of Listing Regulations, effective 1st April 2019, SEBI has disallowed listed companies from accepting request for transfer of securities which are held in physical form.

SEBI vide circular dated 25th January 2022 and 18th May 2022 has simplified the process for transmission of shares and issue of duplicate share certificates and mandated the listed entities to issue securities only in dematerialised form for the service requests such as issue of duplicate securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transpositions.

viii. Distribution of Shareholding as on 31st March 2024

Category (No. of Shares)	No. of Shareholders	Percentage	No. of Shares	Percentage
1- 500	121273	91.09	14423731	16.03
501- 1000	6759	5.08	5450885	6.06
1001- 2000	2799	2.10	4246307	4.72
2001- 3000	858	0.64	2221672	2.47
3001- 4000	335	0.25	1219011	1.35
4001- 5000	358	0.27	1697267	1.89
5001- 10000	431	0.32	3275369	3.64
10001 and above	327	0.25	57437232	63.84
Total :	**133140**	**100.00**	**89971474**	**100.00**

ix. Dematerialisation of Shares and liquidity :

The Company's equity shares are traded on BSE & NSE in demat form and the ISIN of the shares is INE148A01019. The shares are traded regularly on BSE & NSE. About 95.30% of the 8,99,71,474 outstanding shares have been dematerialised up to 31st March 2024. Balance shares are held in physical mode.

x. The Company has not issued any convertible instruments.

xi. Disclosure of Commodity Price risks and Commodity hedging activities:

The Company mainly sources its materials domestically and the exports are not substantial, there has been no major commodity price risks faced. Accordingly, there has been no commodity hedging activity undertaken by the Company. As regards the Foreign Exchange risks, the Company takes forward contracts based on the exposure and extant market conditions and details of hedging are available in the Financial Statements.

xii. Plant Location: Manali Express Highway, Manali, Chennai - 600 068.

xiii. Address for Correspondence:

Investors may contact the Registrars and Share Transfer Agent for matters relating to shares, dividend, annual reports and related issues at the following address:

M/s. Cameo Corporate Services Limited
No.1 Club House Road, V floor, “Subramaniam Building”, Chennai – 600 002
Phone: 044-2846734/735/24860395/24860390(4 lines),Fax: 044-28460129
Online Investor Portal : https://wisdom.cameoindia.com/

For other general matters or in case of any difficulties /grievances, investors may contact the Company Secretary & Compliance Officer at the Registered Office of the Company at

Ms. Sangeetha Sekar, Company Secretary & Compliance Officer
Manali Express Highway, Manali, Chennai – 600 068; Telefax No.044-69185588,
E-mail: secy-legal@tnpetro.com, investorgrievance@tnpetro.com,
Website: www.tnpetro.com.

xiv. Credit Rating

CARE Ratings Ltd. vide letter dated 20th December 2023 reaffirmed the rating in respect of the Long Term loan facility of ₹ 256 crore (enhanced from ₹ 176 crore) as CARE A+; Stable (Single A Plus; Outlook: Stable) and also reaffirmed the rating in respect of Short / Long term loan facility of ₹ 98 crore as CARE A+; Stable / CARE A1+ (Single A Plus; Outlook: Stable / A One Plus).

12. Other Disclosures

a) There were no materially significant related party transactions that had potential conflict with the interests of the Company at large. Transactions with the related parties are disclosed as part of the Notes to Financial Statements;

b) There have been no instances of non-compliance by the Company on any matters relating to the capital markets nor have any penalty / strictures been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on such matters.

c) As stipulated under the Act and the Listing Regulations, the Company had adopted a Whistle Blower mechanism for Directors and employees. During the year, no personnel have been denied access to the audit committee.

d) The Policy for determining material subsidiaries and on dealing with related party transactions were framed by the Company and the same are available on our website: https://www.tnpetro.com/investors/policies

e) A Management Discussion and Analysis Report has been presented as part of the Directors' Report.

f) The Company has complied with all the mandatory requirements stipulated under the Listing Regulations.

g) Ms. B Chandra, Practicing Company Secretary has certified that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of companies, by SEBI/Ministry of Corporate Affairs or any such statutory authority and the certificate in this regard is attached as **Annexure – A**.

h) During the year no complaints were filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

i) There were no loans and advances given by the Company or its subsidiaries to firms/companies in which directors are interested.

j) **Details of Material Subsidiary of the Company**

Name of Material Subsidiary	Date of Incorporation	Place of Incorporation	Details of Statutory Auditors
Certus Investment & Trading Limited	30th October 2001	Mauritius	Nexia Baker & Arenson Chartered Accountants Date of Appointment : 25.03.2011

k) All the requirements of Corporate Governance report specified in Sub-Paras (2) to (10) of Para C of Schedule V to the Listing Regulations have been complied with.

l) The Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and Regulation 46(2) (b) to (i) of the Listing Regulations.

m) The Statutory Auditor was paid ₹ 6.86 lakhs for other services to the Company, other than the audit fee as disclosed in the Financial Statements

n) The Company does not hold any shares in the demat suspense account/unclaimed suspense account as on date of this report.

During the financial year, no shares were credited to the suspense escrow demat account of the Company, consequent to the non-receipt of demat request from the shareholders within 120 days from the date of issuance of letter of confirmation.

o) **Compliance with Discretionary requirements**

As stipulated under Regulation 27 read with Part E of Schedule II of Listing Regulations, the following discretionary requirements have been adopted / complied with by the Company.

a) There have been no modified opinions on the financial statements, and the Company is under a regime of unmodified audit opinions.

b) The Company has appointed a third-party firm as the Internal Auditors which carries out the audit and the report is presented to the Audit Committee for review and further directions.

p) **Agreements binding listed entities**

There were no agreements executed during the financial year, requiring disclosure under Regulation 30A of the Listing Regulations.

There was 1 subsisting agreement as on 15th July 2023 being the date of notification of clause 5A to para A of part A of schedule III. The details of the same can be referred in https://www.tnpetro.com/wp-content/uploads/2023/08/Disclosure-under-Reg.30A-.LODR_-1.pdf.

Declaration by WTD (OPERATIONS)

This is to declare that the respective Codes of Conduct envisaged by the Company have been complied by all the Members of the Board and Senior Management Personnel of the Company.

D Senthi Kumar
DIN: 00202578
Whole-time Director (Operations)

6th August 2024
Chennai - 600 068

Annexure - A

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 of
Tamilnadu Petroproducts Limited
Manali Express Highway, Manali
Chennai 600068

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Tamilnadu Petroproducts Limited having CIN L23200TN1984PLC010931 and having registered office at Manali Express Highway, Manali Chennai 600068 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its Directors and officers, I hereby certify that none of the Directors on the Board of the Company as stated below 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 during the Financial Year ended on 31st March, 2024.

Our responsibility is limited to examination of the Secretarial records made available to us by the Company in more particular the declarations made by the Directors to the Company under Sections 184, 149 and 164 of the Companies Act 2013 and the data available in the public domain in the G2B portal www.mca.gov.in

Pursuant to the above, this is to certify:

1. The following were the Directors of the Company as on 31.3.2024.
2. No information or record has come to our notice that any of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

Name of Director	DIN	Date of appointment in Company
Mr. Dhananjay Narendra Mungale	00007563	22/01/2004
Mr. D Senthi Kumar	00202578	18/02/2016
Dr. Sundaradevan Nanjiah, IAS (Retd.)	00223399	01/09/2018
Mr. Ashwin Muthiah Chidambaram	00255679	23/07/2001
Mr. Debendranath Sarangi, IAS (Retd.)	01408349	21/05/2019
Ms. Sashikala Srikanth	01678374	12/08/2014
Mr. Kannivelu Thiruvengadam Vijayagopal	02341353	01/02/2016
Mr. Govindarajan Dattatreyan Sharma	08060285	01/04/2019
Lt. Col. (Retd.) Shankar Chattapuram Swaminathan	08397818	01/04/2019
Mr. S. Senthil Kumar	00131558	02/11/2023
Mr. Sandeep Nanduri, IAS	07511216	02/11/2023
Mr. Arun Roy Vijayakrishnan, IAS	01726117	17/11/2023

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is being issued based on specific request made by M/s Tamilnadu Petroproducts Limited (hereinafter referred to as “the Company”) and pursuant to the requirement under Clause (i) of sub regulation 10 (c) of Sch V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (LODR).

This certificate is issued for the limited purpose of making necessary disclosures in the Corporate Governance Report which forms part of the Directors’ report pursuant to Sch V to the LODR and should not be used for any other purpose without prior approval of the undersigned.

B CHANDRA
PRACTISING COMPANY SECRETARY
CP 7859
UDIN: A020879F000904401
Peer review no 602/2019

Place : Chennai
Date : 06.08.2024

PRACTISING COMPANY SECRETARY CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of Tamilnadu Petroproducts Limited

I have examined the compliance of conditions of Corporate Governance by M/s. Tamilnadu Petroproducts Limited, for the year ended on 31st March, 2024, as stipulated under the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in the Listing Regulations for the period 1st April 2023 to 31st March 2024, with the relevant records and documents maintained by the Company and furnished to us and the Report on Corporate Governance as approved by the Board of Directors.

1. The compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

2. Based on the aforesaid examination and according to the information and explanations given to us, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations. I further state that, such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Chennai
Date : 06.08.2024

B CHANDRA
PRACTISING COMPANY SECRETARY
CP 7859
Peer review no 602/2019
UDIN A020879F000904410

ANNEXURE - II TO DIRECTORS' REPORT

To,
The Members,
Tamilnadu Petroproducts Limited,
Manali Express Highway,
Manali, Chennai,
Tamil Nadu-600068

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate, to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. I further add due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.

Place : Chennai
Date : 06.08.2024

Name of Company Secretary in Practice : **B.CHANDRA**
ACS No.: 20879
C P No.: 7859

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2024

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

To
The Members,
Tamilnadu Petroproducts Limited,
Manali Express Highway,
Manali, Chennai - 600068,

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Tamilnadu Petroproducts Limited bearing CIN L23200TN1984PLC010931 (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2024, 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 of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   d. The Securities and Exchange Board of India (Listing obligations and Disclosure requirements) Regulations 2015;

I am informed that the company, during the year, was not required to comply with the following regulations and consequently not required to maintain any books, papers, minute books or other records or file any forms/ returns under:

a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018

b. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014

c. The Securities and Exchange Board of India (Issue and Listing of Debt securities) Regulations 2008

d. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018;

e. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013

(vii) In addition to the compliance with laws applicable to Factories and labour laws pertaining to the same, based on the study of the systems and processes in place and a review of the reports of (1) Occupier/Manager of the factories plant located at Manali which manufacture Petrochemicals (2) Internal Audit Reports (3) the compliance reports made by the functional heads of various departments which are submitted to the Board of Directors of the Company, (4) a confirmation from the company on compliance on other applicable laws, I report that the Company has complied with the provisions of the following industry specific statutes and the rules made there under to the extent it is applicable to them:

- Factories Act, 1948 and Manufacture, Storage and Import of Hazardous Chemical Rules, 1989
- Drugs and Cosmetics Act, 1940
- The Environmental Impact Assessment Notification, 2006
- Explosives Act, 1884
- The Environment (Protection) Act, 1986
- The Water (Prevention and Control of Pollution) Act, 1974
- The Air (Prevention and Control of Pollution) Act, 1981

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

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

I further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act, including reappointment of Shri Senthi Kumar as Whole Time Director (Operations) of the Company in March 2024.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Based on the minutes made available to us, I report that the Majority decision is carried through and that there were no dissenting votes from any Board members that are required to be captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor, report deviations, if any, to the Board, take corrective actions and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the year, National Green Tribunal (NGT), Southern Zone had disposed-off the *suo moto* petition with certain directions to TN Pollution Control Board (TNPCB), Central Pollution Control Board and Industries at Manali, which inter alia included levy of environmental compensation on few companies. The NGT also recommended creation of a Corpus fund “Manali Environment Relief Fund” with a contribution of 1% of the annual turnover by all industries at Manali Complex, which was subsequently quashed by the Hon’ble High Court of Madras. The Company had complied with the directions with regard to the payment of environmental compensation of ₹ 1.02 Crore. In yet another Suo Moto case filed by NGT, the Company was also imposed an environmental compensation of ₹ 100 lakh each towards LAB and HCD units by TNPCB in the year 2020 and the matter is pending disposal by the jurisdictional bench.

I further report that the Company had not transferred the shares during 2018-19 pertaining to unpaid / unclaimed dividend for a consecutive period of 7 years based on a legal opinion that for the transfer of shares to the IEPF Authority consequent to non-payment/non-claiming of dividend in terms of Section 124(6), there necessarily has to be declaration of dividend, in the first instance and that there have to be 7 such consecutive instances. The legal opinion had however pointed out that the Circulars issued by the Ministry of Corporate Affairs have created certain ambiguity in the matter and to approach the MCA. Accordingly, the letter and the reminder written to MCA by the Company has not been replied to. The Company is still awaiting clarification in this regard and is yet to take action regarding the transfer of shares to IEPF.

Place: Chennai
Date: 06.08.2024

B. CHANDRA
COMPANY SECRETARY IN PRACTICE
ACS No.: 20879
C P No.: 7859
UDIN: A020879F000904421
Peer review 602/2019

ANNEXURE - III TO DIRECTORS' REPORT

Particulars as required under Rule 3 of the Companies (Accounts) Rules, 2014 for the year ended 31st March 2024, are furnished below to the extent applicable:

A) Conservation of Energy

i) Steps taken or impact on conservation of energy

- Membrane replacements were carried out and energy saving of around 7.70 lakh Kwh/year
- Implementation of Lightweight design for an impeller lead to significant energy savings of around 7.5 lakh Kwh/year
- By replacing existing light fixtures with high-efficiency LED fixtures and installing VFDs and de-rating pumps, we achieved energy savings of approximately 3.47 lakh kWh per year.

ii) Steps taken by the Company for alternate use of energy

During the year, the Company utilised 41.8% of the overall power consumption from renewable sources viz., wind and solar amounting to 7,40,26,503 units.

iii) Investment in conservation of energy

About ₹ 167 lakh was invested during the year 2023-24.

B) Technology Absorption

i) Efforts made in technology absorption and benefits derived like product improvement, cost reduction, product development or import substitution

In the recent past, there was no new technology updated by the Company. However, the Company has initiated the process of transitioning the manufacturing technology for Caustic Soda from uni-polar to bi-polar membrane, which would result in reduction in power consumption cost. The benefit of this technological upgrade will start accruing from the Financial Year 2025-26.

Steps for process improvement to bring down the cost are being taken up for catering wide customer base.

ii) Expenditure on Research & Development

No expenditure on research & development incurred during the year.

C) Foreign Exchange Earnings and outgo:

i) Foreign exchange in terms of actual inflows: Nil;

ii) Foreign exchange in terms of actual outflows: ₹ 141.64 Crore;

For and on behalf of the Board of Directors

	D Senthi Kumar	**KT Vijayagopal**
6th August, 2024	**DIN : 00202578**	**DIN : 02341353**
Chennai- 600 068	**Whole-time Director (Operations)**	**Whole-time Director (Finance) & CFO**

ANNEXURE – IV TO DIRECTORS' REPORT

Disclosures under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

a.	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year;	Mr. D. Senthi Kumar, WTD (Operations): 12 times Mr. KT Vijayagopal, WTD (Finance): 11 Times
b.	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	17.6% increase was provided to WTD (Operations) w.e.f. 18th February 2024.
c.	The percentage increase in the median remuneration of employees in the financial year;	3.8% increase for employees of all the categories, which includes unionised employees.
d.	The number of permanent employees on the rolls of Company;	As at the year-end, there were 383 permanent employees, including WTD's (excluding trainees)
e.	Average percentiles increase already made in the salaries of employees other than the Key Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Average percentiles increase already made in the salaries of employees other than the Key Managerial Personnel in the last financial year is 7.40%.
f.	Affirmation that the remuneration is as per the remuneration policy of the Company	The Company affirms that the remuneration is as per the remuneration policy of the Company as approved the Board of Directors

Disclosures under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Details of Top 10 employees in terms of remuneration received during the year

S. No.	Name	Designation	Remuneration (₹ In Lakh)	Qualification	Experience (Years)	DOJ	Age (Years)	Last Employment
1	SENTHIKUMAR	WTD (O)	81.50	B.Tech	38	18-Feb-16	60	Vice President (Projects) Cetex Petrochemicals Limited
2	VIJAYAGOPAL. KT	WTD (F)	80.56	B.com, FCA	34	21-Aug-15	59	Managing Director EDAC Engineering Limited
3	N MURUGAN	AVP (O)	55.79	B.Tech Chemical	37	04-Aug-21	57	Process Engineering Head ADNOC, Abu Dhabi
4	R M RAGHUNATHAN	AVP (M&P)	45.50	B.E (Mechanical Eng.), MBA	36	05-Mar-18	56	Project Manager Head EDAC Engineering Limited
5	S SRIDHARAN	Sr. General Manager (Commercial)	40.67	B.E (Chemical Engineering, Executive PGDM IIFT	27	07-Nov-22	47	Senior General Manager (Sales & Marketing) Cabot Sanmar Limited
6	VENKATAKRISHNAN M	DGM (F)	40.39	B.com, ACA	26	15-Feb-16	56	Relationship Manager (Finance) Crompton Greaves Limited

TPL

S. No.	Name	Designation	Remuneration (₹ In Lakh)	Qualification	Experience (Years)	DOJ	Age (Years)	Last Employment
7	T MURUGANANDAM	AGM (Marketing)	36.62	B.E. (Chemical)., Dip. Chem. Tech.	21	01-Nov-19	45	Business Development Manager Ultramarine & Pigments Ltd.
8	V S PRAKASH KUMAR	DGM (Prod & Project)	33.95	B.Tech (Chemical), Dip. Chem Tech	24	20-Aug-21	45	General Manager (Production) Shreas Industries Limited
9	K VASANTHA KUMAR	DGM (HR)	33.78	B.Sc (Stat)., M.A.(PM&IR)., MLM	25	09-Dec-16	49	Senior Manager(IR) India Yamaha Motors Pvt Ltd
10	N J VENKATESH	AGM (TS)	30.56	DME., AMIE,, MBA	36	16-Dec-87	57	-

**Includes performance linked pay pertaining to FY 2022-23 paid during the year.*

Notes:

a. *As per the disclosures available with the Company, none of the above employees are related to any director and also do not hold any shares in the Company except Mr. KT Vijayagopal who holds 200 equity shares of the Company.*

b. *The remuneration shown above includes contributions to Provident and other Funds.*

c. *The above employments are contractual.*

For and on behalf of the Board of Directors

	D Senthi Kumar	**KT Vijayagopal**
6th August 2024	**DIN: 00202578**	**DIN :02341353**
Chennai - 600 068	**Whole-time Director (Operations)**	**Whole-time Director (Finance) & CFO**

ANNEXURE - V TO DIRECTORS' REPORT

ANNUAL REPORT ON CSR ACTIVITIES DURING THE YEAR 2023-24

1. **Brief outline of the Company's CSR Policy and related information**

THE POLICY

TPL appreciates that in any society inclusive growth of all the segments is of paramount importance. The Business Community owes its existence and growth to the other components of the Society at large. TPL is committed to contribute its mite for the sustained growth of the Society through various plans and programmes. TPL also believes that as a responsible organisation, it can, together with similar such entities, transform the neglected sections of the Society through concerted efforts.

TPL also endeavours to ensure environmental sustainability by adopting best environmental practices and encourages conservation/judicious use of natural resources.

TPL looks beyond mere financial resources and aims to undertake such activities, which will provide long-term benefits to the weaker sections and make them competent to face off the challenges in life.

2. **Composition of the CSR Committee**

As on 31st March 2024, the CSR Committee comprises of the following Directors as the Members. The Committee met two times during the year 2023-24, on 7th August 2023 and 26th March 2024. The Company Secretary is the Secretary to the Committee.

Name of the Director	Designation / Nature of Directorship	No. of Meetings during the year	
		Held	Attended
Ms. Sashikala Srikanth, Chairperson	Independent Director	2	2
Mr. G D Sharma	Independent Director	2	2
Ms. R Bhuvaneswari *(until 09.10.2023)*	Non-Executive Director	1	1
Mr. S Senthil Kumar *(effective 02.11.2023)*	Non-Executive Director	1	1
Mr. D Senthi Kumar	Whole-time Director (Operations)	2	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:**

- Composition of the Committee : https://www.tnpetro.com/about-us/board-of-directors-committees/
- CSR Policy and CSR Projects approved by the Board : https://www.tnpetro.com/about-us/csr/

4. **The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014:** Not applicable

5. a) Average net profit of the Company as per sub-section (5) of Section 135: ₹ 16,577 lakh

   b) Two percent of the average net profit of the Company: ₹ 331.53 lakh

   c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil

   d) Amount required to be set off for the financial year: Nil

   e) Total CSR obligation for the financial year: ₹ 331.53 lakh

TPL

6. a) Amount spent on CSR Projects (both Ongoing project and others): ₹ 145.95 lakh

b) Amount spent in Administrative overheads : Nil

c) Amount spent on Impact Assessment, if applicable : Nil

d) Total amount spent for the financial year : ₹ 145.95 lakh

e) CSR amount spent or unspent for the Financial Year:

	Unspent Amount *(₹ In lakh)*				
Total Amount Spent for the Financial Year. (in ₹)	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
145.95	185.59	25/04/2024	Not applicable		

f) Excess amount for set-off, if any : Not applicable

7. Details of Unspent CSR amount for the preceding three Financial Year: *(₹ In lakh)*

Sl. No.	**Preceding Financial Year**	**Amount transferred to Unspent CSR Account under Section 135 (6)**	**Balance Amount in Unspent CSR Account under Section 135(6) as on 1st April 2023**	**Amount spent in the Financial Year 2023-24**	**Amount transferred to a fund as specified under Schedule VII as per section 135(5), if any.**		**Amount remaining to be spent in succeeding financial years**	**Deficiency, if any**
					Amount	**Date of Transfer**		
1	2020-21	101.83	-	-	-	-	0.00	Nil
2	2021-22	145.75	78.88	66.15	-	-	12.73	Nil
3	2022-23	185.64	185.64	130.23	-	-	55.41	Nil

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year - No

9. Reasons for amount not spent :

Against the total CSR obligation of ₹ 331.53 lakh, the Board approved CSR projects of value amounting to ₹ 331.54 lakh. Of which, a sum of ₹ 145.95 lakh was spent during the year and the balance of ₹ 185.59 lakh relating to ongoing projects identified by the Board as prescribed under the relevant provisions of the Act and the rules made thereunder has been deposited in the special account with a scheduled bank and being spent during the FY 2024-25 towards the said projects.

For and on behalf of the Board of Directors

	D Senthi Kumar	**Sashikala Srikanth**
6th August, 2024	**DIN : 00202578**	**DIN : 01678374**
Chennai - 600 068	**Whole-time Director (Operations)**	**Chairperson of CSR Committee**

ANNEXURE - VI TO DIRECTORS' REPORT
BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

(As at 31st March 2024)

SECTION A – GENERAL DISCLOSURES

I. Details of the Listed Entity:

1.	**Corporate Identity Number (CIN) of the Company**	L23200TN1984PLC010931
2.	**Name of the Company**	Tamilnadu Petroproducts Limited
3.	**Year of Incorporation**	1984
4.	**Registered office address**	Manali Express Highway, Manali, Chennai - 600 068
5.	**Corporate address**	Manali Express Highway, Manali, Chennai - 600 068
6.	**E-mail**	secy-legal@tnpetro.com
7.	**Telephone**	044 - 25945588 / 69185588
8.	**Website**	www.tnpetro.com
9.	**Financial year for which reporting is being done**	2023-24
10.	**Name of the Stock Exchange(s) where shares are listed**	BSE Limited and National Stock Exchange of India Limited
11.	**Paid-up Capital**	₹ 8997.15 lakh
12.	**Name of contact details of the person who may be contacted in case of any queries on the BRSR Report**	Ms. Sangeetha Sekar Company Secretary & Compliance Officer Phone No. 044- 69185588 / 29545588 e-mail id : secy-legal@tnpetro.com
13.	**Reporting boundary**	The disclosures under this report are made on a standalone basis for Tamilnadu Petroproducts Limited
14.	**Name of assurance provider**	Not Applicable
15.	**Type of assurance obtained**	

II. Products / Services

16. Details of business activities *(accounting for 90% of the turnover)*:

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Processing /Manufacturing of Chemicals and Petro chemicals	Processing/Manufacturing, Sales, Distribution and marketing of Chemical products and Petro chemicals	98.13%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Linear Alkyl Benzene	20119	78.87%
2	Caustic Soda/Chlorine	20119	8.76%
3	Propylene Oxide	20119	8.96%
4	Others (by-products)	20119	1.54%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of Plants	Number of offices	Total
National	3	2	5
International	TPL doesn't have International Operations		

19. Markets served by the entity:

The Company operates in the markets mentioned below:

a. Number of locations

Locations	Number
National (No. of States)	LAB is supplied PAN India from Baddi in North to Tuticorin in South. However, the Company is a market leader of LAB in South India
International (No. of Countries)	During the year, the export by the Company was NIL. The demand for LAB exceeds the domestic production capacity and hence we primarily cater to domestic demand rather than exports to other countries.

**LAB- Linear Alkyl Benzene*

b. What is the contribution of exports as a percentage of the total turnover of the entity?

NIL

c. A brief on types of customers

Tamilnadu Petroproducts Limited, manufactures and sells petrochemical and industrial intermediate chemical products in India. It offers linear alkyl benzene, an organic compound used in the manufacture of domestic detergents, institutional, and industrial cleaners under the Superlab® brand. The Company sells Linear Alkyl Benzene (LAB) to detergent manufacturers, Sulphonators in India.

Apart from this, caustic soda is produced and sold for use in textile, pulp and paper, aluminium, and soap and detergent industries; and chlorine, a co-product of caustic soda for use in various sectors, including vinyl chloride, chlorinated paraffin wax, pulp and paper, water purification, chlorinated solvents, propylene oxide etc. Propylene Oxide is used in manufacture of Polyol, Propylene glycol, etc.

All these products are sold within the Country only.

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IV. Employees

20. Details as at the end of Financial Year:

a. Employees and Workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1.	Permanent (D)	404	383	95%	21	5%
2.	Other than Permanent (E)	13	12	92%	1	8%
3.	**Total employees (D + E)**	**417**	**395**	**95%**	**22**	**5%**
WORKERS						
4.	Permanent (F)	0	0	-	0	-
5.	Other than Permanent (G)	503	491	98%	12	2%
6.	**Total workers (F + G)**	**503**	**491**	**98%**	**12**	**2%**

b. Differently abled Employees and Workers:

Differently abled Employees / Workers						
S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
1.	Permanent (D)	0	0	-	0	-
2.	Other than Permanent (E)	0	0	-	0	-
3.	**Total differently abled employees / workers (D + E)**	**0**	**0**	**-**	**0**	**-**

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	12	1	8%
Key Management Personnel	3*	1	33%

**KMP comprises of two Whole-time Directors and a Company Secretary*

22 Turnover rate for permanent employees and workers

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	**10%**	**32%**	**11%**	18%	24%	18%	8%	100%	8%
Permanent Workers	-	-	-	-	-	-	-	-	-

Note: *TPL doesn't have workforce categorized as Permanent Workers*

V. Holding, Subsidiary and Associate Companies (including Joint Ventures)

23. (a) Names of Holding / Subsidiary / Associate Companies / Joint Ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ subsidiary/ associate/ joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Certus Investment & Trading Limited, Mauritius	Wholly Owned Subsidiary	100%	No
2	Certus Investment and Trading (S) Private Limited, Singapore	Step-down Subsidiary	-	No

VI. CSR Details:

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(ii) Turnover (in ₹) - 2150.25 Crore

(iii) Net worth (in ₹) - 775.45 Crore

VII. Transparency and Disclosure Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No) (If yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 2022-23		
		No. of complaints filed	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes	-	-	-	-	-	-
Shareholders	Yes, Shareholders can register their grievances through the Company's Website https://www.tnpetro.com/investors/investor-queries-grievances/ and also through regulators SEBI/ Stock Exchanges.	**35**	-	-	16	-	-
Employees & Workers	Yes	**5**	**1**	-	9	-	-

Stakeholder group from whom complaint is received	**Grievance Redressal Mechanism in Place (Yes/ No) (If yes, then provide web-link for grievance redress policy)**	**FY 2023-24**			FY 2022-23		
		No. of complaints filed	**No. of complaints pending resolution at close of the year**	**Remarks**	No. of complaints filed	No. of complaints pending resolution at close of the year	Remarks
Customers	Yes, feedback forms are obtained from customers on regular basis and any sort of grievances/ complaints are recorded and resolved promptly.	-	-	-	-	-	-
Value Chain Partner	E-mail communication and regular meetings at a frequency of once in a quarter	-	-	-	-	-	-
Others (including contract workers, anonymous, Trainees etc.)		-	-	-	-	-	-
Web link	https://www.tnpetro.com/investors/policies/						

26. Material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications.

Overview of the entity's material responsible business conduct issues:

S. No.	Material identified issue-risk or opportunity	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Carbon Emission - Risk & Opportunity	Given the growing emphasis on sustainability and the transition towards cleaner energy sources, Petro products companies face potential challenges including stricter regulations, carbon pricing mechanism and a consumer shift to low carbon alternatives. If not addressed, these factors pose as a risk to company's operations, market competitiveness and long-term viability. As a result. TPL needs to address Carbon emissions as a risk and explore ways to reduce their carbon footprint, invest in renewable energy sources and adapt to the evolving energy landscape. While carbon emissions present challenges to petroleum products companies, it can also be viewed as an Opportunity for innovation and diversification. As a step towards low carbon emissions, TPL can reduce or offset carbon emission by switching to renewable power, more hydrogen fuel and invest in renewable energy projects	a. Baselining the current carbon footprint, product wise and also baseline the total carbon emission-TPL cumulative, scope 1, 2 & 3 basis. b. Detailed activity break up and activity wise carbon emission. c. Time bound action plan to reduce or eliminate carbon from the activity. d. Cost estimate and economics of various projects. e. Setting a realistic timeline and targets. f. Analysing cost benefit that every project can give, post implementation. g. Implementation of decarbonisation measures and monitoring.	**Negative** High carbon emissions can be detrimental to the company's growth. Increasingly strict environmental regulations and carbon pricing mechanisms, carbon taxes can lead to elevated operational costs for companies with high carbon emissions. These costs can erode profitability and hinder investment in growth initiatives. It can also result in reputational damage as consumers and investors are increasingly concerned about sustainability and the Company's action plan to reduce product carbon. As a responsible Corporate Citizen, we also have to support the Government of India's target of carbon reduction by 2070.

S. No.	Material identified issue-risk or opportunity	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2	Toxic Emissions - Risk	Addressing toxic emissions in a petrochemical products company requires implementing rigorous environmental regulations, emission control mechanisms and regular monitoring to minimize harmful impacts on the environment and public health. Possibility of leak from the system while handling, loading and unloading pose critical threat to the environment.	Various steps are taken to handle Toxic Emissions proactively and effectively. Release of toxic emissions to environment is practically Nil, as any draining is only through closed piping to Recovery drum, from where it is recycled to system. Any venting is also only through closed header for safe disposal through Flare. HC & Gas Detectors are installed in various areas of the plants, to alert any leaks and to take immediate corrective action. LDAR (Leak detection and Repair) surveys are done at periodic intervals to detect fugitive emissions & to rectify. SOP is available and PPEs are provided to the concerned employees and also relevant safety trainings are imparted to the employees.	**Negative** Toxic emissions can significantly harm companies leading to financial losses, increased operational costs, legal issues, reputation damage, regulatory issues etc. Addressing these issues through sustainable practices and emissions reduction can help mitigate financial risks.
3	Hazardous Waste and Wastewater management - Risk	The hazardous waste generated should be stored safely inside the premises and disposed off prudently through approved disposal facilities to avoid/ reduce the impact on environment. The risk of spillage or leakage should be understood and addressed effectively as part of risk assessment and mitigation plan. The waste water discharge from chemical industry operations poses a significant environmental risk due to potential contamination and harmful impacts on ecosystem, hence it's important to prudently treat the waste water generated.	The hazardous waste generated through the process are maintained in a secured area. Valid documentation for authorising generation and storage and disposal is maintained. Also, a contract with the disposal agency is in practice. The Hazardous waste annual return is submitted as part of the regulatory requirement. The Company has to plan ZLD by consuming the treated water within the same manufacturing unit, to avoid inconsistency even when the receiving unit is not in operation.	**Negative** The absence of proper hazardous waste management within the company can result in severe financial consequences. These include potential fines and penalties for non-compliance with regulations, increased liability for any harm caused due to improper waste disposal, increased operational expenses associated with mitigation and clean- up efforts hence causing loss in customers and investors interest. Recent regulatory updates permit even closure of unit in case of gross violations

TPL

S. No.	Material identified issue-risk or opportunity	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
		Two plants of TPL, LAB (Linear Alkyl Benzene) and HCD (Heavy Chemicals Division) are ZLD units. PO (Propylene Oxide) plant has consent for Marine Discharge of treated effluent. Wastewater generated during operations from LAB and HCD plants is repurposed effectively by being utilized in PO plant. As a step forward towards Zero Liquid Discharge implementation across TPL, National Environmental Engineering Research Institute (NEERI) has been engaged to study the feasibility of implementation of ZLD in PO plant, thus enforcing our commitment to sustainable resource management and minimizing environmental impact		
4	Opportunities in Clean Technology – Opportunity	By adopting clean technology opportunities, petrochemical companies can contribute to environmental protection and also position themselves as a sustainable and responsible player. At TPL we are actively trying to reduce our carbon footprint by exploring more environment friendly resources like renewable energy and alternate energy viz., replacing fuel oil DG Sets with Gas based Engines for improving energy efficiencies and conservation of resources.	Not a Risk	**Positive** Embracing clean technology provides the company with opportunities for revenue growth, cost savings, regulatory compliance, reputation enhancement, access to funding, risk mitigation, resilience to market shifts and long-term sustainability. These benefits can contribute to the company's success and competitiveness in a changing business landscape.

S. No.	Material identified issue-risk or opportunity	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5	Labour Management - Risk	In today's changing times workforce expectations are constantly changing and Inability to meet with the workforce expectations may impact the Company's retention rate and eventually affect the business continuity hence causing reputational risk as well as productivity issues. It is also vital to ensure safe working conditions for the workforce and compliance to all safety measure mandated by the regulators. Considering the manufacturing industry with the huge number of workforce it's important to have a welfare monitoring and tracking system.	By periodic and continuous interactions with the workforce and ensuring speedy grievance redressal TPL is committed to fostering a positive association with their work force. Having committed and engaged workforce aids the company in increased production and innovation.	**Negative** Poor labour management can lead to deceased productivity due to disputes and strikes, increased labour cost due to inefficiencies and huge turnover rates, legal expenses related to employment disputes, damage to company's reputation, resulting in various financial challenges for the company.
6	Chemical Safety - Risk	As a chemical manufacturing company, chemical safety is of utmost priority for us. Risks of Leakage, explosion, hazardous dust, odour, mishandling of chemicals and reactive nature of chemicals is an eventuality we face on a daily basis. Therefore, Hazard identification, Risk assessment and mitigation plan is critical to the business.	The Company has several multi-level safety features incorporated in plant design, to minimize plant safety & integrity related incidents. Plant is operated through a well automated Distributed Digital Control System (DDCS) within the operating envelope with sufficient alarms to take corrective action. In the case of deviation well beyond the operating envelope, automated interlocks are available to trip the equipment. Over and above this, mechanical protection devices like Safety valves are available to safely relieve to Flare, well before the design parameters of the equipment.	**Negative** Ensuring robust chemical safety practices is not only a moral imperative but also a crucial financial safeguard for the operations of a company. The absence of proper chemical safety measures can result in potential costs related to accidents, causing damage to men and materials, legal liabilities, regulatory fines, and damage to company reputation

S. No.	Material identified issue-risk or opportunity	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			Detailed SOP is available for all major work activities to adhere & a Permit to work system ensures all work is done with required precautions. Any modification in plant undergo a review & approval process, which includes Hazard identification & Risk assessment. MSDS (Material Safety Data Sheets) for the chemicals are available to guide safe handling in the plant. Routine surveillance and reporting of adverse events are in practice for investigation and corrective actions are taken. TPL ensures that all chemical containers are clearly labelled with hazard symbols and relevant warnings. Also, employees and workers receive proper training to ensure safe storage practices. Trucks transporting chemicals display the chemical's name, its risk level, and emergency contact information on their bodies. Additionally, drivers carry a Trump card for reference.	

S. No.	Material identified issue-risk or opportunity	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
7	Corporate Governance and Business Ethics - Opportunity	At TPL, ethical and transparent business conduct has been the foundations that has enabled the organization to build solid reputation and gain stakeholder trust. The Company is committed to adhering to responsible business practices and upholding the highest standards of Corporate Governance. Additionally, the Company's Code of Business Conduct outlines the values and expected behaviour required by its Board of Directors and senior management personnel while dealing with various stakeholders. Ethical, Transparent governance are important to ensure that the organisation conducts business in an ethical and transparent manner to remain successful and improve long term sustainability.	Not a Risk.	**Positive** Good governance practices can have a positive financial implication by attracting investors, reducing costs, mitigating risks, improving operational efficiency, building stakeholder trust, fostering long term sustainability and facilitating strategic partnerships.
8	Community relations - Opportunity	A strong relation with the community aids in building positive reputation for the company and helps in fostering trust and loyalty among customers, employees and stakeholders. It also maximises brand awareness and visibility. By maintaining a positive relation with the community, the company strive to make a considerable impact on the local communities by supporting social causes , educational initiatives and environmental sustainability.	Not a Risk	**Positive** Strong community relations can significantly benefit the company in several ways like fostering good will, enhancing the brand reputation, and building trust among the various stakeholders. The positive image can lead to increased customer loyalty, leading to company’s long-term success and sustainability.

SECTION B – MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements. At TPL, we have a robust management framework in place which enables us to align with the NGRBC Principles with respect to structure and policies to ensure we continue to deliver our best in an ethical, and responsible way. This includes transparent and ethical business practices that hold us accountable, as well as protect the interests of our stakeholders, including customers and employees.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and Management Processes									
1. a) Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b) Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c) Web Link of the Policies, if available	https://www.tnpetro.com/investors/policies/								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No) (Note: Currently the coverage extents to all our A+ and A category suppliers)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	BIS No. IS 252: 2013 - For Caustic Lye IS 12795: 2020 - For LAB ISO 9001-2015: Quality Management System Standard ISO 14001-2015: Environmental Management System Standard ISO 45001-2018: Occupational Health & Safety Management System Standard								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Tamilnadu Petroproducts is placing a strong emphasis on sustainability and is in the process of establishing comprehensive goals and commitments in this area. TPL is dedicated to creating a sustainable future by setting specific and measurable targets. The company will soon unveil a decarbonization roadmap to transition towards greener products, aligning with the Government of India's net zero targets. The following are the commitments and targets for FY 2024-25: • Reduction of scope 2 emission in Chlor-Akali plant from 33843 MTCo2 in FY2023-24 to 25382 MT Co2 by augmenting renewable power; • Installation of roof top solar power equipment to reduce Co2 by 134MT Co2 in FY2024-25 and complete realisation to the extent of 650 MT Co2 in the next years.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	TPL has successfully reduced approximately 10,375 MT of CO2 in the year 2023-24 by converting oil-fired engines to gas engines for captive power generation. This represents about 25.4% reduction compared to FY 2022-23. Further, the target of reducing 5% of TPL's specific carbon emissions in the year 2024-25 from baseline of 131859 MT of CO2 in the year 2022-23, by replacing the caustic manufacturing technology from monopolar membrane to bi-polar membrane technology, will be realised from the FY2025-26.								
Governance Leadership and Oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets, and achievements (listed entity has flexibility regarding the placement of this disclosure) The Company is committed to integrating environmental, social and governance (ESG) principles into its business and believes it is essential to improve the quality of life of all stakeholders it serves. ESG- related challenges have been at the forefront of our agenda, and we understand the importance of addressing them. The health, safety and environmental impact of products and services have been improved across their life cycle. The Company has established policies for Safety, Health, and Environment. The Company has put in place climate change policy and policy for Biodiversity. The Company is committed to conducting business in a fair manner to maximise value for both human capital and Community. We strive to provide clean, safe and healthy workspace to our employees. We engage with the communities through our community outreach programs supporting various initiatives and our well-established and comprehensive CSR policy aids in the same.									
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. D Senthi Kumar Whole-time Director (Operations) (DIN: 00202578)								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	The Company has a Risk Management Committee at Board level to provide valuable guidelines to the Management to ensure all risk factors are suitably addressed for sustainable business.								

Policy and management processes

10. Details of Review of NGRBCs by the Company:

	Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee									Frequency (Annually/ Half - yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Y	Y	Y	Y	Y	Y	Y	Y	Y	Quarterly								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Y	Y	Y	Y	Y	Y	Y	Y	Y	Quarterly								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency?	TPL hasn't carried out any independent assessment with an external agency

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C – PRINCIPLE WISE PERFORMANCE DISCLOSURE

Principle 1 – Businesses should conduct and govern themselves with integrity, and in a manner that is ethical, transparent, and accountable

At TPL, we firmly believe that ethical business practices and integrity are the cornerstones for business success. We are committed to conducting ourselves with utmost honesty, integrity, transparency, and accountability in all aspects of our business. TPL has a comprehensive Code of Conduct for its directors and senior management outlining their responsibilities and ethical obligation which facilitates them to discharge their duties in a responsible, transparent, fair and ethical manner.

SDG Linkages-

Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the principles during the financial year:**

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
Board of directors	6	During the year, the Board of Directors were made familiar with various issues pertaining to business including information on regulations, compliance requirements, environmental, social and governance parameters. There was discussion regarding various risk indicators that could impact Environmental, Social and Governance performance of the company.	100%
Key managerial personnel	5	During the year, KMP's were part of discussions pertaining to business including information on regulations, compliance requirements, environmental, social and governance parameters. Also discussions to raise awareness about the various risk indicators, mitigation planning were conducted.	100%
Employees other than BoD and KMPs	12	On-the job trainings, behavioural trainings, Safety trainings (Safety refresher training, safety trainings by external agencies), ISO training, Environment awareness training, Human Rights training, Health awareness training, First-aid training, Policies trainings, HR training, IT training	60%
Workers	4	Safety awareness, Special safety training for drivers carrying hazardous goods handling, Biannual training for contract supervisors, Safety trainings by external agencies, Toolbox talk	100%

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):**

Monetary					
	NGRBC Principle	**Name of the Regulator**	**Amount (In INR)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Penalty/ Fine	Principle 6	National Green Tribunal (NGT) / Tamilnadu Pollution Control Board (TNPCB)	1,02,60,000	With regard to the suo moto case initiated by NGT in 2020, based on the news published in the magazine about pollution in Manali industrial complex, during the period April 2019 to December 2020, NGT vide its order dated July 20, 2023, had pronounced its judgement and disposed-off the case with certain directions to the industries at Manali, TNPCB and CPCB, which includes the direction to TNPCB to levy environmental compensation to the industries at Manali following due process, and also recommended creation of corpus fund with the contributions by way of deposit of minimum 01% of the annual turnover by all the Companies located in the Manali complex, for improvement of environmental standards in Manali Industrial area. In line with the above, TNPCB vide notice dated 11th March 2024 had directed the Company to pay a sum of ₹1,02,60,000/- towards environmental compensation and the same was remitted by the Company on 25th April 2024 along with the request for re-consideration of the said demand.	Yes, the Company preferred an appeal against the direction of NGT, regarding the recommendation to create corpus fund with a contribution of minimum 1% of annual turnover by all companies in Manali Complex. For additional information, please refer page no. 99
Settlement	-				
Compounding fee	-				

Non-Monetary				
	NGRBC Principle	**Name of the regulatory/ enforcement agency/ judicial institutions**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Imprisonment	Nil			
Punishment				

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision are preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
The Company preferred an appeal against one of the directions issued by NGT regarding creation of corpus fund with a contribution of minimum 01% of annual turnover by all companies in Manali Complex before the Hon'ble High Court of Madras. In March 2024, the Hon'ble High Court of Madras had passed an Order quashing the aforesaid direction of NGT.	

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web link to the policy.**

   Yes, At TPL we are committed to upholding the highest standards of integrity and ethical conduct. As part of our commitment to responsible business practices we have an Anti-bribery and Anti-corruption Policy that applies to any individuals working for all affiliates of TPL at all levels and grades. It clearly lays down our commitment to ethical conduct and consequences in case of any non-compliance.

   Weblink: https://www.tnpetro.com/investors/policies/

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption.**

   There was no disciplinary action taken by any law enforcement agency for the charges of bribery/ corruption against Directors/KMPs/employees/workers during the financial year 2023-24 and 2022-23.

6. **Details of complaints with regard to conflict of interest:**

   There were no complaints received with regard to conflict of interest during the financial year 2023-24 and 2022-23.

7. **Provide details of any corrective action taken or underway on issues related to fines/penalties/ action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

   Not Applicable

8. **Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:**

	FY 2023- 24	FY 2022- 23
Number of days of accounts payables	38	24

9. **Open-ness of business**

Details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics		FY 2023-24	FY 2022-23
Concentration of Purchases	a.	Purchases from trading houses as % of total purchases	**13%**	7.92%
	b.	Number of trading houses where purchases are made from	**6**	15
	c.	Purchases from top 10 trading houses as % of total purchases from trading houses	**100%**	88.37%
Concentration of Sales	a.	Sales to dealers/distributors as % of total sales	**LAB and PO : Nil** **CS lye : 41 %**	LAB and PO : Nil CS lye : 37 %
	b.	Number of dealers/distributors to whom sales are made	**6 Dealers**	5 Dealers
	c.	Sales to top 10 dealers/distributors as % of total sales to dealers/ distributors	**100%**	100%
Share of RPTs in	a.	Purchases (Purchases with related parties / Total purchases)	**9.92%**	10.48%
	b.	Sales (Sales to related parties / Total Sales)	**10.32%**	10.78%
	c.	Loans & Advances (Loans & advances given to related parties / Total loans & advances)	**-**	-
	d.	Investments (Investments in related parties / total investments made)	**86.60%**	93.23%

Leadership Indicators

1. **Awareness programmes conducted for value chain partners on any of the principles during the financial year:**

Total number of awareness programmes held	Topics / principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programmes
01	Safety Awareness program and Training for Tanker drivers covering Safe Driving Instructions, Precaution in chemical handling & transportation, Dos & Don's during Fire and other emergency, Emergency preparation, Loading and Unloading safety, PPE's purpose and Importance.	100% of tanker drivers covered

2. **Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.**

   Yes, the disclosures on Interests on other entities were obtained from all the Directors of the Company on annual basis or on change. Our board members and senior management are bound by a comprehensive Code of Conduct that reinforces their commitment to act in the best interest of the company and its stakeholders. A declaration on Code of Conduct is obtained from the Directors, wherein the Directors confirm that they will not pursue for their own account or for the account of any other person, any business opportunity that conflicts with the Company's business strategies, plans or objectives.

Principle 2 – Businesses should provide goods and services in a manner that is sustainable and safe.

At TPL, we are deeply committed to delivering goods and services in a manner that aligns with sustainability principles and prioritizes the safety of the customers, employees and environment, we prioritize the safety and quality of our products and services while ensuring business innovation and embracing new technologies to enhance our performance.

SDG Linkages

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	FY 24 (Current financial year)	FY 23 (Previous financial year)	Details of improvements in environmental and social impacts
R&D	**Nil**	Nil	-
Capex	**14.68%**	78%	Conservation of energy, reduction of emission and carbon footprint, wastewater recycling and reusing across plants.

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No) -** Yes

   b. **If yes, what percentage of inputs were sourced sustainably?** Key raw material procured from CPCL which constitute 58% of total raw materials procured by the Company sustainable sourcing.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling, and disposing at the end of life, for (a) Plastics (including packaging) (b) e-waste (c) Hazardous waste and (d) other waste.**

Taking into consideration that the products are chemicals, the end of life reclaimable is not applicable. However, the wastes generated during the process stage are handled responsibly. The process of waste disposal generated at our facility is mentioned below:

Type of waste	Process
a) Plastics (including packaging)	Since TPL products are liquid/gaseous products, they are being transferred in bulk quantity through tanker vehicle, we do not provide any packaging material and there is no plastic waste generation from TPL relating to the product.
(b) e-waste	The accumulated E waste is disposed through the approved E waste vendor on need basis
(c) Hazardous waste	All three units of TPL are generating Hazardous wastes, these Hazardous wastes are being segregated and stored in well-constructed Hazardous storage area, Regular disposal happens through authorized Treatment, Storage, Disposal Facility (TSDF) and authorized recycler for disposal as per the Hazardous Waste Authorization issued by TNPCB.
(d) Other waste	Other solid wastes are being handled through solid waste pickers.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the EPR plan submitted to Pollution Control Boards?**

No. As the product does not fall under EPR regime of Plastic Waste Management rules ,2016

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency	Results communicated in public domain	If yes, provide the web-link.
20119	HCD	8.76%	Cradle-to-Gate	Yes (Hubert Enviro Care Systems Private Ltd, Chennai)	Yes	https://parivesh.nic.in/
20119	LAB	78.87%	Cradle-to-Gate	No (in-house)	Not applicable	Not applicable

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Name of Product / Service	Description of the risk / concern	Action Taken
No significant concern identified		

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2023- 24	FY 2022- 23
Not applicable		

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

(Metric tone)

Waste Details	FY 2023-24			FY 2022-23		
	Reused	**Recycled***	**Safely disposed**	**Reused**	**Recycled**	**Safely disposed**
Plastics (including packaging)	-	-	-	-	-	-
E-waste	-	-	-	-	-	5
Hazardous waste	**LAB - 1093**	**LAB -16.36**	**LAB - 84.84**	LAB - 856.94	LAB - 37.58	LAB - 34.28
		PO - 1.43	**PO - 118.24**		PO - 0.61	PO - 297.41
		HCD - 2.68	**HCD - 5639.77***		HCD - 6.18	HCD - 907.10
Other waste	-	-	-	-	-	-

**Accumulated brine sludge*

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Reclamation of products are not applicable, due to the nature of products being consumables.	

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Our commitment to employee well-being is at the core of our values. We strive to create a supportive, inclusive and empowering workplace that nurtures the physical, mental and emotional well-being of the employee. TPL has zero tolerance towards any discrimination or harassment based on gender, caste, religion, race, ethnicity, age and all other attributes that make an individual unique. TPL invests in the growth and development of the employee through training programs and skill-building opportunities. TPL prioritizes a safe and healthy work environment for the employees by adhering to strict safety protocols. By ensuring open and transparent communication, we encourage feedback and address employee concerns, thus building a positive and engaged workforce.

SDG Linkages-

Essential Indicators

1. a. Details of measures for the well-being of employees.

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day-Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D /A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	383	370	97%	383	100%	0	-	-	-	-	-
Female	21	13	62%	21	100%	21	100%	-	-	-	-
Total	**404**	**383**	**95%**	**404**	**100%**	**21**	**5%**	**-**	**-**	**-**	**-**
Other than Permanent employees											
Male	12	-	-	12	100%	-	-	-	-	-	-
Female	1	-	-	1	100%	1	100%	-	-	-	-
Total	**13**	**-**	**-**	**13**	**100%**	**1**	**8%**	**-**	**-**	**-**	**-**

Note: *13 Male employees and 8 female employees are EMS (Engineering Management Service) trainees and are eligible for Health Insurance benefits post successful completion of 1 year training program.*

Other than permanent employees are not covered under the Health Insurance benefits

b. **Details of measures for the well-being of workers:**

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day-Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Other than Permanent workers											
Male	491	-	-	491	100%	-	-	-	-	-	-
Female	12	-	-	12	100%	12	100%	-	-	-	-
Total	**503**	**-**	**-**	**503**	**100%**	**12**	**2%**	**-**	**-**	**-**	**-**

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format**

Cost incurred on well-being measures as a % of total revenue of the Company	**FY 2023- 24**	FY 2022- 23
	0.33%	0.27%

2. **Details of retirement benefits.**

Benefits	**FY 2023-24**			FY 2022-23		
	No. of employees covered as a % of total employees	**No. of workers covered as a % of total workers**	**Deducted and deposited with the authority (Y/N/N.A.)**	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	**100**	**100**	**Y**	100	100	Y
Gratuity	**100**	**100**	**Y**	100	100	Y
ESI*	**100**	**100**	**Y**	100	100	Y
Others	**-**	**-**	**-**	-	-	-

***Note:** Based on applicability of employees, the percentage is disclosed.*

3. **Accessibility of workplaces**

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes. We believe that fostering an inclusive and accessible workplace is imperative to our business. While we currently do not have any differently abled employees, we are dedicated to creating an environment that welcomes and accommodates disabled individuals.

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web link to the policy.**

Yes. https://www.tnpetro.com/investors/policies/

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	-	-	-	-
Female	-	-	-	-
Total	-	-	-	-

Note: One female employee availed maternity leave during the year and resigned subsequently.

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.**

Permanent Workers	Yes, TPL has the statutory committees like Works Committee, Safety Committee, POSH Committee to address all issues of the employees. Apart from these the company also has unions, through which employees can share their grievances. All these committees meet at regular intervals to address the grievances and ensures that the complainant identity is kept confidential. The committee investigates the matter and provides resolution at the earliest. TPL also has a comprehensive Grievance Redressal policy for speedy redressal of all complaints/concerns raised. Weblink: https://www.tnpetro.com/investors/policies/
Other than permanent workers	
Permanent Employees	
Other than permanent employees	

7. **Membership of employees and workers in association(s) or Unions recognized by the listed entity:**

Category	FY 2023-24			FY 2022-23		
	Total employees / workers in respective category (A)	**No. of employees/ workers in the respective category, who are part of the association(s) or Union (B)**	**% (B/A)**	Total employees / workers in respective category (A)	No. of employees/ workers in the respective category, who are part of the association(s) or Union (B)	% (D/C)
Employees						
Male	**383**	**218**	**57%**	364	214	59%
Female	**21**	**-**	**-**	17	-	-
Total	**404**	**218**	**54%**	381	214	56%
Workers						
Male	**-**	**-**	**-**	-	-	-
Female	**-**	**-**	**-**	-	-	-
Total	**-**	**-**	**-**	-	-	-

8. **Details of training given to employees and workers:**

Category	FY 2023-24					FY 2022-23				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	**383**	**256**	**67%**	**47**	**12%**	364	182	50%	201	55%
Female	**21**	**10**	**48%**	**8**	**38%**	17	8	47%	7	41%
Total	**404**	**266**	**66%**	**55**	**14%**	381	190	50%	208	55%

Note: *This table contains data only about the workforce in employee's category. All the workers in the 'Other than permanent category' undergo a comprehensive Safety training to ensure a secure and protected working environment*

9. **Details of performance and career development reviews of employees and workers:**

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	**383**	**383**	**100%**	364	364	100%
Female	**21**	**21**	**100%**	17	17	100%
Total	**404**	**404**	**100%**	381	381	100%
Workers						
Male	**-**	**-**	**-**	-	-	-
Female	**-**	**-**	**-**	-	-	-
Total	**-**	**-**	**-**	-	-	-

10. **Health and safety management system:**

a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, what is the coverage of such a system?**

Yes, the Company has ISO 45001 : 2018 certified Occupational health and safety management system.

b. **What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?**

We have the following systems in force to identify the work-related hazards.

1. HIRA (Hazard Identification and Risk Assessment)
2. HAZOP (Hazard and Operability) study for every management of change or addition to existing jobs
3. Job Safety Analysis for projects, high volume, critical and specific jobs
4. A full-fledged work permit system is in place

c. **Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks.**

Yes, TPL has procedures in place for workers to report the work related hazards

- There is a reporting system where the workers can identify and record the hazard and based on severity and priority due remedial actions are taken.
- Designated safety committee meets periodically to discuss the various hazards and the mitigation plan.
- Plant Safety inspections are carried out at regular intervals by respective plant safety officers.
- Mock drills are conducted at steady intervals to ensure emergency readiness and lapses are identified, and actions initiated.
- Contractors safety training meetings are held at regular intervals;
- Plant Walkthrough along with the Senior Management are undertaken to identify safety gaps and issues, if any, are addressed;

d. Do the employees/ workers of the entity have access to non-occupational medical and healthcare services?

Yes, Comprehensive Health checks for all employees are conducted once in every six months.

11. Details of safety related incidents, in the following format:

Safety incident/number	**Category**	**FY 2023-24**	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one-million-person hour worked)	Employees	-	-
	Workers	-	0.64
Total recordable work-related injuries	Employees	-	-
	Workers	-	-
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

There are several measures in place at TPL to ensure a safe and healthy workplace. There is a permit to work system for routine activities with a checklist to be updated. Specific approvals up to 4 levels are mandatory for any non-routine or critical activity. Electrical clearance system and tagging are followed based on the criticality of a job and nature. Use of PPEs by the executing person is ensured, Mock drills are conducted with specific exigency scenarios and debrief sessions and actions taken are discussed.

13. Number of Complaints on the following made by employees and workers

	FY 2023-24			FY 2022-23		
	Filed during the year	**Pending resolution at the end of year**	**Remarks**	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	-	-	-	4	-	-
Health & safety	-	-	-	-	-	-

14. Assessments for the year

	% of the plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions.

There are specific corrective actions which have adopted by TPL to ensure a safe and healthy workplace and non-occurance of safety related incidents like:

1. To check Level Transmittor proper isolation is done and usage of PPE's face shield, Apron, gloves is ensured.
2. For accessing racks proper A type ladders are used and access is always kept clear.
3. Proper procedure for cylinder change over developed and usage of PPE face shield is implemented
4. Before carrying out any maintenance all the stored energy in the equipment/machine is released and job is carried out.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

Yes, TPL extends life insurance coverage package in the event of death of its Employees/ Workers.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The Company has a mechanism to verify and ensure that the Statutory filings/ payments were made by the Vendors within the prescribed timelines on monthly basis. Such requirement also forms part of the Contract signed with such Vendors. The Company also conducts awareness program for the Contractors and the workers deputed by them periodically.

3. Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24	FY 2022-23	**FY 2023-24**	FY 2022-23
Employees	-	-	-	-
Workers	-	2	-	2

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

No.

5. **Details on assessment of value chain partner:**

Details on assessment of value chain partners:	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	Not carried out any assessment of value chain partner
Working Conditions	

6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

   Not Applicable

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

We understand that stakeholder engagement and involvement is key to our success, and we are dedicated to fostering strong relationships with all our stakeholders and conducting our business with respect and responsiveness to their interests. We actively engage with our stakeholders seeking their feedback , addressing their concerns and fulfilling their expectations. We value their feedback as an essential part of our decision-making process. We maintain transparent and open communication with all our stakeholders both external (customers, suppliers, vendors, contractors, investors, community) and internal (Employees, leadership) and provide them timely and clear information about our business practices, performance and initiatives.

SDG Linkages-

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

   Any individual or group of individuals or institutions that adds value to the business chain of the corporation or is materially affected by entity's decision is identified as a core stakeholder. At present, the given stakeholder groups identified have immediate impact on the operations and working of the company. TPL has recognized both, internal stakeholder (which includes employees and leadership), and external stakeholder (which includes regulators, investors, suppliers, customers and community).

   At TPL, we recognize stakeholder engagement as an integral part of our operations. We strive to create long-term sustainable value for all our stakeholders including employees, customers, investors, suppliers, and communities. In order to do so, we regularly engage and collaborate with our stakeholders to develop an understanding of their needs and expectations.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group**

Stakeholder group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community meetings, Notice board, Website), Other	Frequency of engagement (Annually/ half-yearly/ quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders	No	• Newspaper Advertisement • Annual General Meetings • Corporate Website • Disclosures to Stock Exchanges	Quarterly / Annual / Event Based	• Long-term value creation • Dividends • Familiarising the shareholders on the Business * Financial/ Operating Performance
Employees	No	• Email • Training Programmes • Meetings • Notice Board • Website • Regular Employee Communication Forums	On a regular basis	* Business update * Employee benefits * Recognition * Learning and development * Safety and well-being * Career development
Government/ Regulators	No	• Email • Disclosures filed through Stock Exchanges, • Submission of documents/ information as per the applicable regulations with each of the Regulator	Need based	Statutory Requirements

Stakeholder group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community meetings, Notice board, Website), Other	Frequency of engagement (Annually/ half-yearly/ quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Consumers	No	• Email • Corporate Meetings • Corporate Website • Company representatives	On a regular basis	* Customer feedback * Resolution of their queries * Advertising
Suppliers	No	• Meeting • E-mail/ Telecommunication	Need based	• Business Requirements • Performance assessment • Query resolution
Community	Yes	• CSR initiatives • Volunteering activities • Community events	On a regular basis	* Community Development * CSR Compliance

Leadership Indicators

1. **Provide the processes for consultation between stakeholders and the board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the board.**

   All functional heads within the organisation are responsible for engaging with various stakeholders on economic, environmental, and social topics and they provide the feedback to the Whole-time Directors who have been entrusted with the responsibility of overseeing this process. The material topics, if any, are taken up by the Whole-time Directors to the Board or its committees along with appropriate actions recommended for addressing the same.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into the policies and activities of the entity.**

   Yes, Stakeholder views are gathered through various channels, including forms, emails, and voluntary suggestions for improvement, which are then recorded, reviewed, evaluated, and incorporated in the policies and procedures. For instance, during the recent decarbonization roadmap exercise, input from all internal stakeholders was actively sought, and their suggestions were documented and utilized in shaping the roadmap.

3. **Provide details of instances of engagement with, and actions are taken to, address the concerns of vulnerable/ marginalised stakeholder groups.**

   TPL has engaged in various CSR activities that have benefited some marginalized stakeholder groups. These initiatives include the establishment and operation of a primary healthcare facility, the construction of sanitation blocks for school children, and flood relief efforts, such as distributing provisions to those affected by the Michaung flood in December 2023.

Principle 5: Businesses should respect and promote human rights

TPL firmly believes that respecting and promoting human rights is a moral responsibility and is dedicated to upholding the fundamental principles of human rights in all our operations. We believe in fostering a workplace that protects and promotes the rights and dignity of all individuals both within and outside the organisation. In our effort to promote non-discrimination and inclusivity we provide a work environment that is free from any discrimination and harassment based on gender, race, ethnicity, religion, age, disability. Etc.

SDG Linkages-

Essential Indicators

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
Employees						
Permanent	404	404	100%	381	381	100%
Other than permanent	13	13	100%	13	13	100%
Total employees	417	417	100%	394	394	100%
Workers						
Permanent	-	-	-	-	-	-
Other than permanent	503	-	-	587	-	-
Total workers	503	-	-	587	-	-

2. **Details of minimum wages paid to employees and workers**

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B /A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	404	-	-	404	100%	381	-	-	381	100%
Other than permanent	13	-	-	13	100%	13	-	-	13	100%
Total employees	417	-	-	417	100%	394	-	-	394	100%
Workers										
Permanent	-	-	-	-	-	-	-	-	-	-
Other than permanent	503	454	90%	51	10%	*587*	*458*	*78%*	*129*	*22%*
Total workers	503	454	90%	51	10%	587	458	78%	129	22%

3. **(a) Details of remuneration/salary/wages**

	Male		Female	
	Number	**Median remuneration/ salary/wages of respective category**	**Number**	**Median remuneration/ salary/ wages of respective category**
Board of Directors (BoD) **	11	₹ 10,00,000	1	₹ 10,00,000
Key Managerial Personnel	-	-	1	₹ 25,00,000
Employees other than BoD and KMP	393	₹ 8,16,587	21	₹ 4,30,000
Workers	491	₹ 2,32,964	12	₹2,32,964

*** BOD includes 2 Whole-time Directors & Median is calculated by taking into account the remuneration and sitting fees paid to the Directors, who were on the Board as on 31st March 2024.*

(b) Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023- 24	FY 2022- 23
Gross wages paid to females as % of total wages	3.24%	2.48%

4. **Do you have a focal point (individual/ committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

Yes. Company has the statutory committees like Works Committee, Safety Committee, POSH Committee to address all issues of discriminations and harassments. Apart from these the company also has unions, through which employees can share their grievances. All these committees meet at regular intervals to address the grievances raised. Grievances can be communicated to any of these committees, which ensures that the complainant identity is kept confidential. The committee investigates the matter and provides prompt appropriate resolution.

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues.**

We have an exclusive grievance redressal mechanism, in which the grievances are addressed by the designated officers who are trained to provide resolution to these sensitive issues. In case of any grievance, the written complaint is received by the designated officer who ensures that the complainant identity is kept confidential. Once the complaint is received, remedial actions are taken immediately with the help of management.

6. **Number of complaints on the following made by employees and workers:**

	FY 2023-24			FY 2022-23		
	Filed during the year	**Pending resolution at the end of year**	**Remarks**	Filed During the year	Pending resolution at the end of year	Remarks
Sexual harassment	NIL					
Discrimination at workplace						
Child labour						
Forced Labour/ Involuntary labour						
Wages						
Other human rights-related issues						

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	-	-
Complaints on POSH as a % of female employees / workers	-	-
Complaints on POSH upheld	-	-

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

We ensure confidential reporting which allows employees to submit complaints without the fear of retaliation. The identity of the complainant is protected all through the investigation and the harassment cases are handled discreetly and with utmost sensitivity.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes. The Company has a comprehensive Vendor Code of Ethics to be signed prior to onboarding a Vendor/ Partner which serves as a guiding document and emphasizes on the fundamental principles of human rights.

10. Assessments of the year

	% of your plants and offices that were assessed (by the entity or statutory authorities or third parties)
Child labour	100% assessed by the Company / Statutory Authority, as applicable
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Question 9 above.

Not Applicable

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

There were no human rights grievances / complaints. Hence no business process were introduced/ modified.

2. Details of the scope and coverage of any Human rights due diligence conducted.

None

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

TPL is dedicated to fostering an inclusive and accessible workplace environment for all, including visitors with disabilities.

4. Details on assessment of value chain partners:

Details on assessment of value chain partners:	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	-
Discrimination at workplace	-
Child Labour	-
Forced Labour/Involuntary Labour	-
Wages	-
Others – please specify	-

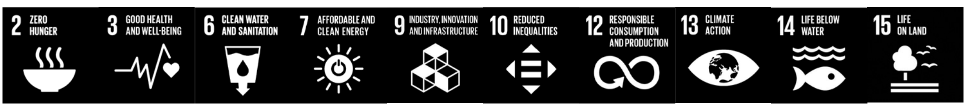
5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Not applicable

Principle 6: Businesses should respect and make efforts to protect and restore the environment

TPL believes in preserving and protecting the environment and is deeply committed to environmental stewardship and taking proactive measures to respect, protect and restore the environment. We strive to adopt sustainable practices, minimize our ecological footprint and actively contribute to environmental preservation. We promote energy efficient practices, optimize energy consumption, water stewardship measures and implement ways for waste reduction and recycling.

SDG Linkages-



Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity

Parameter		FY 2023-24	FY 2022-23
From renewable sources			
Total electricity consumption (A)	GJ	**266495**	211074
Total fuel consumption (B)	GJ	**76607**	76276
Energy consumption through other sources (C)	GJ	**-**	-
Total energy consumed from renewable sources (A+B+C)	GJ	**343103**	287350
From non-renewable sources			
Total electricity consumption (D)	GJ	**189346**	297813
Total fuel consumption (E)	GJ	**2471812**	2728815
Energy consumption through other sources (F)	GJ	**226999**	183475
Total energy consumed from non-renewable sources(D+E+F)	GJ	**2888157**	3210103
Total energy consumed (A+B+C+D+E+F)	GJ	**3231260**	3497453

Energy intensity per rupee of turnover: (Total energy consumed/ Revenue from Operations)	**GJ/Lakh**	**19.37**	16.27
Energy intensity per rupee of turnover adjusted for purchasing Power Parity (PPP): ** (Total energy consumed/ Revenue from Operations adjusted for PPP)		**391.57**	328.88
Energy Intensity in terms of Physical output	**GJ/MT**	**17.01**	16.69
Energy Intensity (optional) - the relevant metric may be selected by the entity			

*** The conversion factor considered for adjusting revenue from operations for PPP is based on the World Bank Index of 20.22 INR/ USD for India as published in the public domain https://data.worldbank.org/indicator/PA.NUS.PPP?locations=IN*

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment by an external agency has been carried out in the current reporting period.

2. **Does the entity have any sites/facilities identified as designated consumers (DCs) under the performance, achieve, and trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken if any.**

   TPL has 3 plants viz., LAB, (Linear Alkyl Benzene), HCD (Heavy Chemicals Division) and PO (Propylene Oxide), of which HCD is covered under the Performance, Achieve and Trade (PAT) Scheme and accordingly, the target fixed by the Government of India for the said plant has been achieved for FY 2022-23 and FY 2023-24.

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	**-**	-
(ii) Groundwater	**-**	-
(iii) Third-party water	**1186845**	1287037
(iv) Seawater / desalinated water	**-**	-
(v) Others	**-**	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**1186845**	1287037
Total volume of water consumption (in kilolitres)	**712980**	738161
Water intensity per rupee of turnover: (Total water consumption/ Revenue from Operations) **(KL / Lakh)**	**4.27**	3.43
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP): (Total water consumption/ Revenue from Operations adjusted for PPP)**	**86.40**	69.41
Water Intensity in terms of physical output (KL/MT)	**3.75**	3.52
Water Intensity (optional) – the relevant metric may be selected by the entity		

*** The conversion factor considered for adjusting revenue from operations for PPP is based on the World Bank Index of 20.22 INR/ USD for India as published in the public domain https://data.worldbank.org/indicator/PA.NUS.PPP?locations=IN*

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment by an external agency has been carried out in the current reporting period.

4. Provide the following details related to water discharged:

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Groundwater	-	-
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	473865	548876
(iv) Sent to third-party	-	-
- No treatment		
- With treatment – please specify level of treatment		
(v) Others	-	-
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	**473865**	548876

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment by an external agency has been carried out in the current reporting period.

5. Has the entity implemented a mechanism for zero liquid discharge? If yes, provide details of its coverage and implementation.

The LAB plant efficiently treats and reuses effluent, with only a minor portion of the reverse osmosis (RO) reject being directed to the process section of the PO plant. This practice ensures optimal utilization of treated water. Similarly, in the HCD plant, a portion of the effluent water is recycled internally, while the remaining treated effluent is utilized in the PO plant process. This approach guarantees the complete utilization of treated water, eliminating any discharge.

6. **Please provide details of air emissions (other than GHG emissions) by the entity:**

Parameter	Unit	FY 2023-24	FY 2022-23
NOx	μg/m3	**16.05**	13.5
SOx	μg/m3	**10.94**	10
Particulate matter (PM)	μg/m3	**62.22**	64.81
Persistent organic pollutants (POP)	-	**-**	-
Volatile organic compounds (VOC)	μg/m3	**-**	488.15
Hazardous air pollutants (HAP)	-	**-**	-
Others – ozone-depleting substances (HCFC - 22 or R-22)	-	**-**	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Tamilnadu Pollution Control Board and their Authorised Laboratory

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) and its intensity:**

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	**174952**	168205
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	**37659**	58735
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG Emissions / Revenue from Operations)	Metric tonnes of CO2 equivalent / ₹ in Lakh	**1.27**	1.06
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG Emissions / Revenue from Operations adjusted for PPP)**		**25.76**	21.34
Total Scope 1 and Scope 2 emission intensity in terms of Physical Output	MT of emission/ MT of production	**1.12**	1.08
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity			

*** The conversion factor considered for adjusting revenue from operations for PPP is based on the World Bank Index of 20.22 INR/ USD for India as published in the public domain https://data.worldbank.org/indicator/PA.NUS.PPP?locations=IN*

8. **Does the entity have any project related to reducing greenhouse gas emission? If yes, then provide details.**

Yes, TPL has taken initiatives aimed at reducing greenhouse gas emissions. Specifically, we have focused on increasing our utilization of renewable energy sources such as solar and wind power.

We have switched over from fuel-oil based DG sets to LNG gas based DG set in the FY 2023-24. The same is now carried out for Boiler in PO plant. Also, about 15394754 units of power earlier sourced from fossil fuel generation is now being sourced from renewable power generation. These efforts are part of our ongoing commitment to sustainability and environmental responsibility.

9. **Provide details related to waste management by the entity, in the following format:**

Parameter	**Unit**	**FY 2023-24**	FY 2022-23
Total waste generated (in metric tonnes)			
Plastic waste (A)	Metric tonnes	**-**	-
E-waste (B)	Metric tonnes	**-**	5
Bio-medical waste (C)	Metric tonnes	**32.900**	90.5
Construction and demolition waste (D)	Metric tonnes	**-**	-
Battery waste (E)	Numbers	**43**	-
Radioactive waste (F)	Metric tonnes	**-**	-
Other Hazardous waste. Please specify, if any. (G)	Metric tonnes	**2841.52**	2622.000
Other Non-hazardous waste generated (H).	Metric tonnes	**7632**	7965
(Break-up by composition i.e. by materials relevant to the sector)	Metric tonnes	**-**	-
Total (A+B + C + D + E + F + G + H)	Metric tonnes	**10549.4**	10682.5
Waste intensity per rupee of turnover: (Total waste generated/ Revenue from Operations)	Metric tonnes/ Lakh	**0.06322**	0.04968
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP): (Total waste consumption/ Revenue from Operations adjusted for PPP)		**1.28**	1.00
Waste Intensity in terms of physical output	Mt/Mt of Production	**0.06**	0.05
Waste Intensity (optional) – the relevant metric may be selected by the entity		**-**	-

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)			
Category of waste			
(i) Recycled	Metric tonnes	*20.47*	*45*
(ii) Re-used	Metric tonnes	*1093*	*856.94*
(iii) Other recovery operations	Metric tonnes	-	-
Total	Metric tonnes	**1113.47**	**901.94**

For each category of waste generated, total waste disposed of by nature of disposal method (in metric tonnes)			
Category of waste			
(i) Incineration	Metric tonnes	2.24	3.664
(ii) Landfilling	Metric tonnes	5840.61	1705.68
(iii) Other disposal operations	Metric tonnes	-	5
Total	Metric tonnes	**5842.85**	**1714.344**

** As per the hazardous waste authorization received from TNPCB, brine sludge is classified as Hazardous waste from October 2022 and hence accounted under Hazardous waste from FY 2022-23.*

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce the usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

At TPL all three units are generating Hazardous wastes which are segregated and stored in designated Hazardous waste storage area, Periodic disposal is through authorized TSDF (Treatment, Storage and Disposal facility) and authorized recycler as per the Hazardous Waste Authorization regulations issued by TNPCB. Other solid wastes disposal is being handled through solid waste pickers. The Bio-Medical waste generated at the Occupational Health Center is disposed off through contracted hospital management i.e. Prashanth Hospital for the reporting period. The accumulated E waste is disposed through the approved E waste vendor on need basis

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones, etc.) where environmental approvals/clearances are required, please specify details in the following format:

Sr. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not applicable as the Company is not operating / located in and around ecologically sensitive area			

12. Details of Environmental Impact Assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (yes/ no)	Relevant Web link
Expansion of Caustic Soda production capacity from 150 TPD to 250 TPD by bipolar membrane cell process in the existing Heavy Chemicals Division Plant (HCD Plant)	EIA Notifi- cation 2006.	18/09/2023	Yes	Yes	Through public news paper

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (prevention and control of pollution) Act, Air (prevention and control of pollution) Act, Environment Protection Act, and rules there under (Y/N). If not, provide details of all such non-compliances:

Sr. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken if any
1.	Environmental Protection Act 1986	With regard to the suo moto case initiated by NGT in 2020, based on the news published in the magazine about pollution in Manali industrial complex, during the period April 2019 to December 2020, NGT vide its order dated July 20, 2023, had pronounced its judgement and disposed off the case with certain directions to the industries at Manali, TNPCB and CPCB, which includes the direction to TNPCB to levy environmental compensation to the industries at Manali following due process, and also recommended creation of corpus fund with the contributions by way of deposit of minimum 01% of the annual turnover by all the Companies located in the Manali complex, for improvement of environmental standards in Manali Industrial area.	TNPCB vide notice dated 11th March 2024 had directed the Company to pay a sum of ₹1,02,60,000/- towards environmental compensation in connection with the exceedance of emission parameters alleged to be committed during the period from April 2019 to December 2020.	Cleaner fuels such as Liquified Natural gas and Hydrogen are being used by the Company, Process heaters has been installed with Low Nox burners and Water is reused in LAB and HCD plants. NEERI visited the PO site on 3rd August 2023 to carry out the feasibility study for implementation of ZLD. The Company had also remitted the fine of ₹1,02,60,000/- on 25th April 2024 along with the request for re-consideration of the said demand.

Leadership Indicators

1. **Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

   Not applicable, as the Company's plant and office are not located in the area of water-stressed districts designated by the Central Ground Water Board, India.

2. **Please provide details of total Scope 3 emissions & their intensity:**

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	**97228**	-
Total Scope 3 emissions per rupee of turnover	tCO2e/INR	**0.58**	-
Total Scope 3 emission intensity (optional) – the rele-vant metric may be selected by the entity		**0.51**	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, we engaged Ernst & Young LLP for assessment and evaluation of Scope 3 emissions.

3. **With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

   Not applicable, as the Company does not operate in any ecologically sensitive area.

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge/waste generated, please provide details of the same as well as the outcome of such initiatives:**

S.No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1.	Abatement of air pollution and noise pollution	Green Belt Development at outside of plant premises (near LAB plant 18 Acre area identified and planting is under progress)	Carbon Sequestration
2.	Abatement of water pollution /Water conservation	In our ECH PO plant: Mandate issued to NEERI to explore the possibility of introducing ZLD for recovery & maximum reuse of treated effluent. Study is in progress	Recycling of treated trade effluent water.
3.	Energy Conservation	In our HCD plant : Action initiated to migrate from prevailing Mono-polar membrane technology to Bi-polar membrane technology, so as to reduce Specific power consumption by ~ 250 Units per MT of Caustic Soda produced.	Reduction of carbon footprint

TPL

S.No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
4.	Abatement of air pollution	In our LAB plant: Gas based (LNG) DG sets have been installed instead of Fuel based DG sets.	Air Pollution reduced particularly in SO2 and particulate matter.
5.	Abatement of Land pollution	In our ECH PO plant: A dryer facility has been installed at ETP for reduction of moisture content in the Chemical sludge.	Reduction of soil pollution

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

The Company has a business continuity and disaster management plan for its operational activities. The Company has detailed Standard Operating Procedures in place for various scenarios.

Mock drills are conducted as part of disaster recovery and business continuity plans to prepare for the situations.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?

Not applicable.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts

Not applicable. The Company had not assessed the environmental impacts of its value chain partners during the year.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

TPL is the member of several esteemed trade and industry chambers. These affiliations allow us to engage actively with various business communities, gain invaluable insights and contribute to the growth and development of the industry. Through these associations, we aim to foster meaningful collaborations, stay updated on industry trends and collectively work towards creating a positive impact on the business.

SDG Linkages-

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations - 6 (six)

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such a body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	South India Chamber of Commerce and Industry	National
2	Alkali Manufacturers Association of India	National
3	Manali Industries Association	State
4	National Safety Council	National
5	Federation of Indian Export Organisation	National
6	South India Alkali Manufacturers Association	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
Not Applicable, as there were no such cases of anti-competitive conducted by Company during the year 2023-24		

Leadership Indicators

Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in the public domain? (Yes/No)	Frequency of review by board (Annually/ half yearly/ quarterly / others – please specify)	Web-link, if available
The Company did not engage in public policy advocacy during the financial year 2023-24.					

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

At the core of our values, we strive to make a positive impact on the society and create a sustainable future for all. We are committed to supporting and uplifting the communities by our Corporate Social Responsibility (CSR) initiatives. We actively engage in projects that support education, health care and empowering the communities thus fostering an equitable environment for the communities we serve.

SDG Linkages-

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

Name and brief details of project	SIA notification No.	Date of notification	Whether conducted by independent external agency (Yes/ No)	Results communicated in public domain (Yes/ No)	Relevant web link
Not Applicable					

2. **Provide information on the project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity:**

S. No.	Name of project for which R&R is ongoing	State	District	No. of project affected families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In ₹)
Not Applicable						

3. **Describe the mechanisms to receive and redress grievances of the community.**

All grievances from the community can be communicated through the grievances mail id available in the website of the Company. Specific complaints related to environmental issues received through statutory authorities viz Pollution Control Board. Remedial actions are taken and appropriate responses are provided to the complainant/Statutory Authorities.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

	FY 2023-24	FY 2022-23
Directly sourced from MSMEs/ small producers	**4.03%**	3.00%
Directly from within India	**90.76%**	89.00%
Sourced directly from within the district and neighbouring districts	**2.48%**	1.32%

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Location	FY 2023-24	FY 2022-23
Rural	**8.14 %**	6.04 %
Semi-urban	**17.17 %**	13.40 %
Urban	**7.49 %**	6.71 %
Metropolitan	**67.20 %**	73.85 %

Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (SIA) (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action taken
The regulations / rules applicable to the Company does not necessitate conducting of SIA, accordingly the Company had not under-taken any SIA.	

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

Sr. No.	State	Aspirational District	Amount spent (In INR)
The Company had not undertaken CSR project in any of the designated aspirational districts.			

3. (a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) –**

   The Company is into the Chemical Manufacturing Business and majority of the Company's procurement is of industrial origin and procured in bulk. Therefore, the Company does not have a preferential procurement policy to purchase from suppliers comprising of marginalised / vulnerable groups.

   (b) **From which marginalized /vulnerable groups do you procure? -** Not Applicable

   (c) **What percentage of total procurement (by value) does it constitute? -** Not Applicable

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

   The Company does not have any Intellectual Property Rights owned or acquired based on traditional knowledge during the financial year.

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the Case	Corrective action taken
Not applicable	-	-

6. **Details of beneficiaries of CSR projects:**

CSR Projects	**No. of persons benefitted from CSR projects**	**% of beneficiaries from Marginalised and Vulnerable Groups**
Preventive Healthcare (PHCC) **Since the date of Commencement**	20066	70-75%
Diabetic & General Camp	130	85-90%
Skin & Gynecology Camp	225	90%
Skin & General Camp	260	85-90%
Michaung Cyclone Relief Camp (4 Locations)	396	75-80%
Michaung Cyclone Relief Material Distribution	1500	100%
Gynecology & General Camp	92	90-95%
Sanitation Block	3317	100%
Happy Periods Program	29625	75-80%
National Nutrition Week	193	95-100%
International Girl Child Day	110	90-95%
World Lung Day	112	75%
National Children's Day	149	100%
Cervical Cancer Prevention Week	102	65-70%

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a re-sponsible manner

TPL is a consumer centric company, placing our customers at the heart of everything we do. Our commitment to delivering exceptional customer experience is vital for our business and is a primary focus in our decision-making processes. We actively listen to customer feedback to understand their needs and preferences which enables us to continuously improve our products, services and support to exceed their expectations

SDG Linkages-

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

   TPL supplies to Industrial Users and the Marketing Team interacts with them directly. Feedback forms are colle cted on periodic basis to address their concerns, if any.

2. **Turnover of products and/or services as a percentage of turnover from all products/services that carry information about:**

	As a % to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	Not applicable

3. **Number of consumer complaints in respect of the following:**

	FY 2023-24		**Remarks**	FY 2022-23		**Remarks**
	Received during the year	**Pending resolution at end of year**		Received during the year	Pending resolution at end of year	
Data privacy	-	-		-	-	
Advertising	-	-		-	-	
Cyber-security	-	-		-	-	.
Delivery of essential ser-vices	-	-		-	-	
Restrictive trade practices	-	-		-	-	
Unfair trade practices	-	-		-	-	
Other (QUALITY)	-	-		-	-	

4. **Details of instances of product recalls on account of safety issues.**

	Number	**Reasons for Recall**
Voluntary Recalls	*Nil*	-
Forced Recalls	*Nil*	-

5. **Does the entity have a framework/policy on cyber security and risks related to data privacy? If available, provide a web link to the policy.**

   Yes, Risks are reviewed and discussed in Risk Management Committee of the Company. https://www.tnpetro.com/investors/policies/

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on the safety of products/services.**

   Not applicable as the Company had not received any such consumer compliant.

7. **Provide the following information relating to data breaches:**

a. Number of instances of data breaches	No instances have been encountered with respect to data breaches.
b. Percentage of data breaches involving personally identifiable information of customers.	
c. Impact, if any, of data breaches	

Leadership Indicators

1. **Channels/platforms where information on products and services of the entity can be accessed.**

   i. www.tnpetro.com/products/linear-alkyl-benzene-lab/

   ii. www.tnpetro.com/products/Caustic-soda/

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

   TPL provides Material Safety Data Sheet (MSDS) during supply of Chemicals which contains information on the potential hazards (health, fire, reactivity and environmental) and how to work safely with the chemical product. All the risk related details are informed to the customers during business communication.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   Any disruption of services like plant maintenance activity, are communicated well in advance to the consumers and vendors through email on time.

   In case of force majeure events like flood, the same are communicated immediately through email to vendors as well as consumers.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No) -**

   Not applicable

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF TAMILNADU PETROPRODUCTS LIMITED

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Tamilnadu Petroproducts Limited ("the Company")** which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and the notes to the standalone financial statements including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, its profit, total comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

Accounting for legal and other contractual claims:	**Our response**
The Company is involved in litigations comprising of tax matters, legal compliances, and other disputes the financial impact of which would largely depend on the decision by the appellate authorities. The Company assesses the need to make a provision or disclose a contingency on a case-to-case basis considering the underlying facts of each matter, in consultation with its legal counsel and the level of probability of outflow of economic resources. This involves a high level of management judgement and assumptions which impact the risk assessment and consequential provisioning and disclosure of contingencies in the financial statements. This area is significant to our audit since the completeness and accuracy of accounting and disclosures for contingencies is dependent on such management judgement and assumptions.	Our audit procedures included the following: • Evaluated and tested the Company's processes and controls for monitoring of claims, litigations, disputes, compliance and assessment thereof for determining the likely outcome. • Read the summary of the litigations prepared by the management and discussed the material cases to determine the Company's assessment of the likelihood and magnitude of any liability that may arise. • Obtained independent legal confirmations from the concerned professionals engaged by the Company, where applicable, to seek their opinion on the status of litigations and checked the management's judgements and assumptions. • Discussed with the management to understand the basis of management's judgements and estimates and independently assessed the level of probability of outflow of resources embodying the economic resources to arrive at our judgement of whether a provision was required or a disclosure sufficient. • Read the minutes of the board meetings to determine the completeness of claims, disputes, and litigations. • Tested the adequacy of disclosures in the standalone financial statements. • Also obtained necessary representation from the management with regard to the provisioning and disclosures in respect of the claims and litigations.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including annexures to Board's Report and Report on Corporate Governance but does not include the standalone and consolidated financial statements and our respective auditor's reports thereon. The other information referred to above is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the IND AS specified under the Act read with Rules framed thereunder as applicable.

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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements 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 Board of Directors' 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone 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 standalone 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 the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in **Annexure-A,** a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   (c) The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with relevant Rules issued there under.

   (e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure B**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

   (g) With respect to other matters to be included in Auditor's Report in accordance with the requirements of section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its Directors during the year is in accordance with the provisions of section 197 of the Act.

   (h) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 2(b) above on reporting under section 143(3)(b) of the Act and paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer Note. No.35A and Note No.37 to the standalone financial statements.

      ii. The Company has certain long-term contracts for which there are no material foreseeable losses. The Company did not have any derivative contracts at the year end.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

      iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) other than those disclosed in the standalone financial statements have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in

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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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. (a) The final dividend proposed in the previous year, declared, and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable. The Company has not paid any interim dividend during the year.

(b) The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable. (Refer note.47) to the standalone financial statements).

vi. Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

i. The feature of recording audit trail (edit log) facility was not enabled at application level for one software and database level (to log any direct data changes) for three applications used for maintaining the books of accounts relating to maintenance of general ledgers, production and inventory accounting.

ii. Daily back up is not configured for one application relating to material movement in Terminal Accounting System (TAS).

Further, for the periods where audit trail facility was enabled and operated throughout the year for respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No.002785S

Sriraam Alevoor M
Partner
M No.221354
UDIN: 24221354BJZZZG4496

Place : Chennai
Date : 14th May 2024

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of the Tamilnadu Petroproducts Limited ("the Company") on the standalone financial statements of the Company for the year ended 31st March 2024]

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's Property, Plant and Equipment:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company does not have any intangible assets and reporting under this clause is not applicable.

(b) The Company has adopted a policy of physically verifying its Property, Plant and Equipment once in two years which in our opinion is reasonable having regard to the size of the company and nature of its business. During previous year, Property, Plant and Equipment have been physical verified by the management and hence such verification is not carried out during current year.

(c) The title deeds of all immovable properties disclosed in the financial statements are held in the name of the Company as at the balance sheet date, except to the extent disclosed under note no.35 to the financial statements.

(d) The Company has not revalued any of its Property, Plant and Equipment during the year. The Company does not have any intangible assets.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) Physical verification of inventories has been conducted at reasonable intervals by the management and the coverage & procedure of such verification by the management is appropriate. The discrepancies noticed on physical verification of inventory were not 10% or more in aggregate of each class of inventory and these discrepancies have been properly dealt with in the books of accounts.

(b) The Company has been sanctioned working capital limits in excess of Rs.5 crores, in aggregate during the year from banks on the basis of security of current assets. Details of differences between quarterly returns or statements filed by the Company with such banks and other books of accounts on the respective dates are given below:

(₹ in lakhs)

Particulars	Amount as per book of account (A)	Amount as per Return submitted to Banks (B)	Reported excess/ (shortage) C= B-A*
Trade Receivables			
As at 30th June 2023	11,858	11,812	(46)
As at 30th September 2023	13,023	13,001	(22)
As at 31st December 2023	8,124	8,104	(20)
As at 31st March 2024	9,616	9,593	(23)
Trade Payables			
As at 30th June 2023	11,484	11,484	-
As at 30th September 2023	7,890	7,890	-
As at 31st December 2023	4,434	4,434	-
As at 31st March 2024	10,164	10,164	-
Inventories			
As at 30th June 2023	18,957	18,957	-
As at 30th September 2023	12,394	12,394	-
As at 31st December 2023	16,291	16,291	-
As at 31st March 2024	12,286	12,299	13

*Refer note no. 34 to the financial statements for reasons for excess/shortage as mentioned in the table above.

iii. During the year, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties. Therefore, sub-clauses (a), (c) to (f) of this clause are not applicable.

As required by clause 3(iii)(b) of the Order, we report that the investments made during the year are not prejudicial to the Company's interest.

iv. The Company has not granted any loans nor any guarantee or security to the directors or to any company, body corporate or to any other person covered by section 185 & section 186 of the Act. The investments made by the Company are in compliance with section 186 of the Act.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits under sections 73 to 76 or any other relevant provisions of the Act and rules made thereunder. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under section 148(1) of Act and are of the opinion that prima facie the prescribed cost records have been made and maintained. We have however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. (a) In our opinion, the Company is regular in depositing undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and any other statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of the above statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

(b) In respect of statutory dues referred to in clause (a) there are no dues which have not been deposited on account of any dispute as of 31st March 2024, except for:

(₹ In lakhs)

Nature of Statute	Nature of Dues	Forum where dispute is pending	Financial Year	Amount Involved	Amount Unpaid
Tamilnadu Sales Tax Act	Sales Tax	Sales Tax Appellate Tribunal	1993-94	15.93	15.93
		Deputy Commissioner Commercial Taxes	2005-06	5.15	5.15
Finance Act, 1994*	Service Tax	CESTAT, Chennai	2011-12 to 2014-15	102.47	97.35
Excise Duty*	Excise Duty	Principal Commissioner GST & CE	1994-95 to 1996-97	60.82	23.47
		CESTAT, Chennai	2005-06 to 2009-10	244.22	221.11
Customs Act	Customs Duty	Deputy Commissioner of Customs	1999-00	34.25	34.25
Income Tax Act	Income Tax	Supreme Court	2001-02	2645.60	123.56
		CIT (Appeals)	2015-16 & 2016-17	1340.23	1274.71
		DCIT/ A.O	1999-00, 2005-06, 2008-09, 2012-13, 2013-14	4295.59	822.97
Tamilnadu Electricity Regulatory Commission (RPO) Regulations, 2010	Renewable Purchase Obligation	Madras High Court	2010-11 to 2022-23	3449.90	3449.90
Tamilnadu Tax on Consumption or Sale of Electricity Amendment Act, 2007	Electricity Tax	Supreme Court	2003-04 to 2008-09	1054.93	1054.93
Electricity Act, 2003	Cross Subsidy Charge under Group Captive Scheme	Madras High Court	2014-15 to 2016-17	444.95	444.95
TNERC (Grid connectivity and Intra-State Open Access) Regulations, 2014	Cross Subsidy Surcharge	Madras High Court	2012-13 to 2013-14	226.71	226.71
Electricity Tax Act, 2003	Electricity Cess	CEIG	2011-12, 2012-13	132.99	132.99
National Green Tribunal Act, 2010	Interim Environmental Compensation	National Green Tribunal	2019-20	200	200
TN Government Regulations	Rent for leasehold land	Thasildar, Thiruvottiyur	1990-2020	9224.34	9224.34

*Amount paid under protest ₹.28.23 lakhs.

(₹ In lakhs)

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. a The Company has not defaulted in repayment of loans or other borrowings or in the payment of any interest thereon to any banks.

b. The Company has not been declared as willful defaulter by any bank or financial institution or any other lender.

c. The Company has not raised any term loans during the year.

d The funds raised by the Company on short term basis during the year has not been utilized for long term purposes.

e The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associates or joint ventures. The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries.

x. a. The Company has not raised moneys by way of initial public offer or further public offer (Including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

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) and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi. a. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the Management.

b. No report under sub-section (12) of section 143 of the 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 up to the date of this report.

c. The Company has not received any whistle blower complaints during the year and up to the date of this report.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Act, with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence the provisions of section 192 of the Act, are not applicable to the Company.

xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) The Company has not conducted any Non–Banking Financial or Housing financing activities.

(c) The Company or any other Company in the group is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India and hence reporting under this clause is not applicable.

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

xviii. There has been no resignation of the statutory auditors of the Company during the year.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements 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.

xx. (a) There are no unspent amount towards Corporate Social Responsibility (CSR) activities other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub – section (5) of Section 135 of the said Act.

(b) In respect of ongoing projects, the Company has transferred the unspent CSR amount as at the end of the previous financial year, to a special account within a period of 30 days from the end of the said financial year in compliance with the provision of section 135(6) of the Act.

For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No.002785S

Sriraam Alevoor M
Partner
M No.221354
UDIN: 24221354BJZZZG4496

Place : Chennai
Date : 14th May 2024

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ANNEXURE-B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in Clause (f) of Paragraph 2 of Report on Other Legal and Regulatory Requirements of our report of even date on the standalone financial statements to the members of the Company, on the Internal Financial Controls with reference to financial statements for the year ended 31st March 2024.)

We have audited the internal financial controls with reference to financial statements of **Tamilnadu Petroproducts Limited** ('the Company') as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting and the Standards of Auditing, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statement includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

According to the information and explanations given to us and based on our audit, the Company has, in all material respects, an adequate internal financial control with reference to financial statements and such internal financial control with reference to financial statements were operating effectively as at March 31, 2024 based on the internal financial control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note of Internal Financial Controls over Financial Reporting issued by ICAI.

For R.G.N. Price & Co.,
Chartered Accountants
Firm Registration No.002785S

Sriraam Alevoor M
Partner
M No.221354
UDIN: 24221354BJZZZG44960

Place : Chennai
Date : 14th May 2024

Standalone Balance Sheet as at 31st March, 2024

All amounts are in ₹ lakh unless otherwise stated

ASSETS	Notes	As at 31st March, 2024	As at 31st March, 2023
Non-Current Assets			
a) Property, Plant and Equipment	3A	**29,352.35**	23,547.47
b) Capital work-in-progress	3A	**4,940.39**	10,254.57
c) Right of Use-Assets	3B	**1,068.44**	1,158.57
d) Financial Assets			
i) Investments :			
(a) Investment in subsidiary	4A	**9,645.13**	9,645.13
(b) Other Investments	4B	**1,492.44**	700.74
ii) Other financial assets	5	**1,511.49**	1,405.10
e) Other non-current assets	6	**2,373.06**	567.01
Total - Non-current assets (A)		**50,383.30**	47,278.59
Current assets			
a) Inventories	7	**12,285.68**	16,793.64
b) Financial assets			
i) Trade Receivables	8	**9,616.23**	13,886.42
ii) Cash and Cash equivalents	9A	**504.93**	1.86
iii) Bank balances other than Cash and Cash equivalents	9B	**25,455.76**	21,893.69
iv) Other financial assets	10	**978.10**	734.85
c) Current Tax Assets (Net)	11A	**1,460.01**	1,204.36
d) Other Current assets	11B	**1,642.27**	2,540.11
Total - Current assets (B)		**51,942.98**	57,054.93
Non-current assets held for sale (C)	12	**-**	81.27
TOTAL ASSETS [(A) + (B)+(C)]		**1,02,326.28**	1,04,414.79
EQUITY AND LIABILITIES			
Equity			
a) Equity share capital	13	**8,997.15**	8,997.15
b) Other Equity	14	**70,226.72**	67,302.06
Total - Equity (A)		**79,223.87**	76,299.21
Liabilities			
Non-Current liabilities			
a) Financial liabilities			
i) Lease Liabilities	15A	**1,362.26**	1,329.28
ii) Other Financial Liabilities	15B	**179.24**	179.91
b) Provisions	16	**5,018.88**	5,324.88
c) Deferred Tax Liabilities (Net)	17	**1,499.91**	1,292.90
d) Other Non-Current Liabilities	18	**162.45**	-
Total - Non-Current Liabilities (B)		**8,222.74**	8,126.97
Current liabilities			
a) Financial Liabilities			
i) Borrowings	19A	**332.60**	6,191.76
(a) Lease Liabilities	19B	**104.14**	104.14
ii) Trade payables			
- Total Outstanding dues of Micro & Small Enterprises	20	**557.48**	271.51
- Total Outstanding dues of creditors other than Micro & Small Enterprises		**9,607.44**	8,986.20
iii) Other Financial Liabilities	21	**1,630.76**	2,324.01
b) Other Current Liabilities	22	**1,393.91**	743.56
c) Provisions	23	**1,253.35**	1,367.43
Total - Current Liabilities (C)		**14,879.68**	19,988.61
Total Liabilities [(B) + (C)]		**23,102.41**	28,115.58
TOTAL EQUITY AND LIABILITIES [(A) + (B) + (C)]		**1,02,326.28**	1,04,414.79
Basis of preparation, measurement and material accounting policies	2		

The accompanying notes form an integral part of Standalone Financial Statements
In terms of our report attached
For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

Sriraam Alevoor M
Partner
M.No. 221354

KT Vijayagopal
Whole Time Director (Finance) & CFO
DIN:02341353

D Senthi Kumar
Whole Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Standalone Statement of Profit and Loss for the year ended 31st March, 2024

All amounts are in ₹ lakh unless otherwise stated

	Notes	Year ended 31st March, 2024	Year ended 31st March, 2023
INCOME			
Revenue from operations	**24**	**1,66,857.17**	2,15,025.11
Other income	**25**	**2,829.40**	1,925.47
TOTAL INCOME		**1,69,686.57**	2,16,950.58
EXPENSES			
Cost of Materials Consumed	**26**	**95,500.10**	1,22,874.47
Purchase of Stock-in-Trade	**27**	**74.17**	4,428.60
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	**28**	**1,890.36**	(2,220.75)
Employee Benefits Expense	**29**	**4,938.70**	4,591.38
Finance Costs	**30**	**717.98**	679.77
Depreciation and Amortisation Expense	**31**	**2,262.45**	2,129.68
Other Expenses	**32**	**57,201.26**	72,552.16
TOTAL EXPENSE		**1,62,585.03**	2,05,035.31
PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX		**7,101.54**	11,915.27
Exceptional items - Income / (Expenses)	**33**	**(1,402.08)**	-
PROFIT AFTER EXCEPTIONAL ITEMS AND BEFORE TAX		**5,699.46**	11,915.27
TAX EXPENSES			
- Current tax		**1,214.27**	3,212.89
- Deferred tax	**17**	**207.01**	(229.12)
TOTAL TAX EXPENSE		**1,421.29**	2,983.77
PROFIT FOR THE YEAR		**4,278.17**	8,931.50
OTHER COMPREHENSIVE INCOME (OCI)			
i) Items that will not be reclassified to Profit or (Loss)			
- Re-measurement of Defined Benefit Plan (Net of Tax)		**(3.94)**	(166.55)
OTHER COMPREHENSIVE INCOME / (LOSSES)		**(3.94)**	(166.55)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**4,274.23**	8,764.95
Earnings Per Equity Share of ₹ 10 each (Previous year - ₹ 10 each)			
Basic and Diluted		4.76	9.93
Basis of preparation, measurement and material accounting policies	**2**		

The accompanying notes form an integral part of Standalone Financial Statements
In terms of our report attached

For R.G.N. Price & Co.
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Whole Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Standalone Statement of Changes in Equity for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
A.	**Equity Share Capital**		
	Balance as at the beginning of the year	**8,997.15**	8997.15
	Changes in equity share capital during the year	**-**	-
	Restated balance at the beginning of the year	**8997.15**	8997.15
	Changes in equity share capital during the year	**-**	-
	Balance as at the end of the year	**8997.15**	8997.15

B. Other Equity

	Reserves and Surplus			Other Comprehensive Income	Total
	General Reserve	Securities Premium	Surplus in Statement of Profit & Loss	Remeasurement of Defined Benefit Plan	
Balance as at April 01, 2022	**16,918.79**	**4,611.57**	**39,937.08***	**(231.19)**	**61,236.25**
Profit for the year	-	-	8,931.50	-	8,931.50
Dividend on Equity Shares	-	-	(2,699.14)	-	(2,699.14)
Remeasurement of Defined Benefit Plan (Net of Tax)	-	-	-	(166.55)	(166.55)
Balance as at March 31, 2023	**16,918.79**	**4,611.57**	**46,169.44**	**(397.74)**	**67,302.06**
Balance as at April 01, 2023	**16,918.79**	**4,611.57**	**46,169.44**	**(397.74)**	**67,302.06**
Profit for the year	-	-	4,278.17	-	4,278.17
Dividend on Equity Shares	-	-	(1,349.57)	-	(1,349.57)
Remeasurement of Defined Benefit Plan (Net of Tax)	-	-	-	(3.94)	(3.94)
Balance as at March 31, 2024	**16,918.79**	**4,611.57**	**49,098.04**	**(401.68)**	**70,226.72**

* Net of adjustment depreciation on revaluation of factory buildings refer Note 14(C)
This is the Statement of Changes in Equity referred to in our report of even date.

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DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Standalone Cash Flow Statement for the year ended 31st March, 2024

All amounts are in ₹ lakh unless otherwise stated

			Year ended 31st March, 2024		Year ended 31st March, 2023
A	**CASH FLOWS FROM OPERATING ACTIVITIES:**				
	Profit before tax after exceptional items		**5,699.46**		11,915.27
	Adjustments for:				
	Depreciation on Property, Plant and Equipment, ROU assets	**2,262.45**		2,129.68	
	Profit on Sale of Property, Plant and Equipment	**(491.75)**		(200.09)	
	Profit on Sale of Investment	**(2.35)**		(9.29)	
	Finance costs	**717.98**		679.77	
	Interest income	**(1,713.43)**		(1,322.91)	
	Provision for diminution in the value of investment	**15.60**		-	
	Provision no longer required written back	**-**		(44.05)	
	Employee benefit obligation	**(5.27)**		(222.57)	
			783.23		1,010.54
	Operating profit before working capital changes		**6,482.69**		12,925.81
	Adjustments for (Increase) / Decrease in Operating Assets:				
	- Inventories	**4,507.96**		(2,535.50)	
	- Trade receivables	**4,270.19**		(2,636.83)	
	- Other financial assets	**(114.01)**		644.68	
	- Other assets	**897.84**		(367.81)	
	Adjustments for Increase / (Decrease) in Operating Liabilities:				
	- Trade payables	**907.21**		3,078.82	
	- Provision and other current liabilities	**230.27**		(276.54)	
	- Other financial liabilities	**(583.13)**		131.14	
			10,116.34		(1,962.04)
	Cash generated from operations		**16,599.03**		10,963.77
	Income Tax paid (Net of refunds)		**(1,468.60)**		(3,347.96)
	Net cash (used in) / generated from operating activities - (A)		**15,130.43**		7,615.80
B	**CASH FLOWS FROM INVESTING ACTIVITIES:**				
	Capital Expenditure (Including Capital Work In Progress and Capital Advances)	**(4,480.39)**		(8,478.49)	
	Proceeds from sale of Property, Plant and Equipment and Investment Property	**581.00**		293.96	
	Proceeds from Sale of Investments	**2.35**		27.19	
	Investments (in)/Redemption of Equity shares	**(807.29)**		(580.05)	
	Proceeds/(Investment) in Fixed deposits with Bank	**(3,141.15)**		3,039.82	
	Interest received - Others	**1,481.13**		1,307.44	
	Bank balances not considered as cash and cash equivalents	**(420.92)**		(1,994.43)	
			(6,785.27)		(6,384.56)
	Net cash (used in) / generated from investing activities – (B)		**(6,785.27)**		(6,384.56)

Standalone Cash Flow Statement for the year ended 31st March, 2024

All amounts are in ₹ lakh unless otherwise stated

			Year ended 31st March, 2024		Year ended 31st March, 2023
C	**CASH FLOWS FROM FINANCING ACTIVITIES:**				
	Payment of lease liabilities	**(104.14)**		(104.33)	
	(Repayment) / Proceeds from Short-term borrowings	**(5,859.16)**		1,970.09	
	Finance costs	**(580.87)**		(541.41)	
	Dividends paid	**(1,297.92)**		(2,554.09)	
			(7,842.09)		(1,229.75)
	Net cash (used in)/generated financing activities – C		**(7,842.09)**		(1,229.75)
	Net increase/(decrease) in cash and cash equivalents – (A+B+C)		**503.07**		1.49
	Add: Cash and cash equivalents at the beginning of the year		**1.86**		0.37
	Cash and cash equivalents at the end of the year (Refer Note 9A)		**504.93**		1.86
	Net increase / (decrease) in cash and cash equivalents		**503.07**		1.49

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard (IND AS 7) - Statement of Cash Flow.

Figures in bracket represent cash out flows

The accompanying notes form an integral part of the standalone financial statements

Change in Liability arising from Financing Activities:

	1st April, 2023	Cash flows	**31st March, 2024**
Borrowing – Current (Refer Note 19A)	6,191.75	(5,859.16)	**332.59**
	6,191.75	(5,859.16)	**332.59**

	1st April, 2022	Cash flows	31st March, 2023
Borrowing – Current (Refer Note 19A)	4,221.66	1,970.09	6,191.75
	4,221.66	1,970.09	6,191.75

In terms of our report attached
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DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

1. **General Information:**

Company Information

Tamilnadu Petroproducts Limited (the 'Company') is a public limited company domiciled in India with it's registered office located at Manali Express Highway, Manali, Chennai - 600 068 jointly promoted by Tamilnadu Industrial Development Corporation Limited (TIDCO) and Southern Petrochemical Industries Corporation Limited (SPIC). The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The Company is primarily engaged in the manufacturing and sale of petrochemical products viz., Linear Alkyl Benzene (LAB), Caustic Soda (CS lye), Chlorine and Propylene Oxide at it's facilities situated at Manali, Chennai.

2. **Basis of preparation, measurement and material accounting policies**

2.1 Basis of Preparation and Measurement

(a) **Basis of preparation:**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The standalone financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the standalone financial statements.

(b) Basis of measurement:

These financial statements are prepared under the historical cost convention unless otherwise indicated.

2.2 Key accounting estimates and judgments:

In the application of the Company's accounting policies the Management of the Company is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities, revenue and expenses that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

The areas involving critical estimates or judgments are:

i. **Depreciation:** Depreciation is based on management estimates of the future useful life and residual value of certain class of property, plant and equipment and ROU assets. Useful life and residual value of an asset is determined by the Management at the time an asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life.

ii. **Employee Benefits:** The present value of the employee benefits obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) includes the discount rate, wage escalation and employee attrition. Any changes in these assumptions will impact the carrying amount of obligations. The discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations. Actuarial gains/losses relating to defined benefit obligation is recognized in Other Comprehensive income. The sensitivity analysis for changes in estimates is disclosed under relevant Notes.

iii. **Provision and contingencies:** Provisions and contingencies are based on the Management's best estimate of the liabilities based on the facts known at the balance sheet date.

iv. **Estimation of net realizable value of inventories:** Inventories are stated at the lower of cost and net realizable value. In estimating the net realizable value of inventories, the Company makes an estimate of future selling prices and cost necessary to make the sale.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

v. **Fair valuation:** Fair value is the market based measurement of observable market transaction or available market information of an asset or liability.

vi. **Taxes:** Significant judgments are required in determining the provision for taxes including the amount expected to be paid/recovered for uncertain tax positions.

The principal accounting policies are set out below:

2.3 Revenue recognition:

The Company derives revenue primarily from sale of industrial intermediate chemicals viz Linear Alkyl Benzene, Caustic Soda Lye and its Derivatives, besides Propylene Oxide.

Revenue from sale of goods or services is recognized when it is probable that the entity will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

Revenue from sale of products is recognized when control of products being sold is transferred to customer and when there are no longer any unfulfilled obligations. The performance obligations in contracts are considered as fulfilled in accordance with the terms agreed with the respective customers.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

The Company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (taxes collected on behalf of Government etc.).

Interest income is recognized using effective interest method. Dividend income is recognized at the time when the right to receive is established by the reporting date. Other incomes have been recognized on accrual basis in the financial statements, except when there is uncertainty of collection. Foreign currency gain or loss is reported on net basis and includes gain or loss in respect of concluded forward contracts.

Export Incentive:

Export benefits in the nature of focus market scheme are accrued in the year of exports based on the eligibility taking into consideration the prevailing regulations/policies and when there is no uncertainty in receiving the same. Adjustments, if any, to the amounts recognized in accordance with the accounting policy, based on final determination by the authorities, would be dealt with appropriately in the year of final determination and acceptance.

2.4 Foreign currencies:

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognized in profit or loss in the period in which they arise except for exchange differences on transactions entered into in order to hedge certain foreign currency risks which are recognised in Other comprehensive income and later to statement of profit and loss.

2.5 Borrowing costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are expensed in the period in which they are incurred.

2.6 Employee benefits:

Employee benefits include contributions to Provident Fund (PF), Employee State Insurance (ESI) scheme, gratuity fund and payment of compensated absences to eligible employees.

a) Defined contribution plans:

The Company's contribution to PF and ESI scheme are considered as defined contribution plans and are recognized as an expense in the Statement of Profit and Loss when employees have rendered service entitling them to the contributions. The Company has no further obligations beyond the monthly contribution to these schemes.

b) Defined benefit plans:

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out by an independent actuary at the end of each reporting period. Defined benefit costs are categorized as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Re-measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Curtailment gains and losses are accounted for as past service costs. Past service cost is recognized in profit or loss in the period of a plan amendment.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

c) Short-term employee benefits:

Short term employee benefits including accumulated compensated absences as at the Balance Sheet date are recognized as an expense as per Company's schemes based on expected obligation on an undiscounted basis.

d) Other long-term employee benefits:

Other long-term employee benefit comprise of compensated absences which is provided for based on the actuarial valuation carried out as at the end of the year.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.7 Taxes on Income:

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the Statement of Profit and Loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in equity.

- **Current tax**

Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961.

Current tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realise the assets and settle the liability simultaneously.

- **Deferred tax**

  Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences and tax losses can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. Deferred tax assets include unused tax credits.

  The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

  Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

  Deferred tax relating to items recognised outside the Statement of Profit and Loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or in equity).

2.8 Property, plant and equipment, Right of Use assets and Capital Work-in-Progress:

A. Owned Assets

Property, plant and equipment are stated in the Balance Sheet at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price, attributable expenditure incurred in bringing the asset to its working condition for the intended use and cost of borrowing till the date of capitalization in the case of assets involving material investment and substantial lead time.

Assets in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred. Subsequent expenditures relating to property, plant and equipment is 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.

Depreciation is provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of following categories of assets in whose case the life of certain assets has been assessed based on technical advice taking into account the nature of the asset, the estimated usage of the asset, the operating condition of the asset, past history of replacement, maintenance support etc.

i) Plant and Machinery – 5 to 25 years

ii) Office Equipment - 3 years

iii) Furniture & Fixtures - 5 years

iv) Vehicles - 5 years

Each major part of property, plant and equipment with a cost that is significant in relation to its total cost of the item is capitalized and depreciated separately.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. Land is not depreciated.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the statement of profit or loss.

B. Leased Assets

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

(i) the contract involves the use of an identified asset

(ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and

(iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases of low value assets. For these short-term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term of the underlying asset.

The ROU assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement.

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

C. Capital work-in-progress

Capital work-in-progress comprises of property, plant and equipment that are not ready for their intended use at the end of reporting period and are carried at cost comprising direct costs, related incidental expenses, other directly attributable costs and borrowing costs.

2.9 Impairment of assets:

The Company assesses at each reporting date whether there is an indication that an asset/cash generating unit may be impaired. If any indication exists the Company estimates the recoverable amount of such assets and if carrying amount exceeds the recoverable amount, impairment is recognized. The recoverable amount is the higher of the fair value less its cost of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using an appropriate pre-tax discount factor.

Investments in subsidiaries and associates are reviewed for impairment if there is an indication that carrying amount may not be recoverable.

Impairment losses, if any, are recognized in the statement of profit and loss and included in the depreciation and amortization expense When there is indication that previously recognized impairment loss no longer exists or may have decreased due to change in estimates used to determine the asset's recoverable amount since the last impairment loss was recognized such reversal of impairment loss is recognized in the statement of profit or loss. The increased carrying amount of an asset attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined (net of amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

2.10 Inventories:

Raw materials and other inventories are valued at lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. Net realizable value represents the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale.

The method of determination of cost of various categories of inventories is as follows:

- Raw material, Stores and spares – Weighted average cost.
- Finished goods and Work-in-progress – Weighted average cost of production which comprises of direct material costs, direct wages and applicable overheads.

- Stock-in-trade – Weighted average cost

Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition. Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads and other costs incurred in bringing the inventories to their present location and condition'.

Fixed overheads are allocated on the basis of normal operating capacity.

Goods in transit are stated at actual cost incurred up to the reporting date.

2.11 Exceptional item:

Significant gains/losses or expenses incurred arising from external events that is not expected to recur are disclosed as 'Exceptional item'.

2.12 Provisions, contingent liabilities and contingent assets:

Provisions are recognized only when there is a present obligation (legal and constructive) as a result of past events and when a reasonable estimate of the amount of obligation can be made. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are disclosed for (i) possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognized. It is disclosed only when the inflow of economic benefits is probable.

2.13 Assets held for sale:

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all the following criteria are met: (i) decision has been made to sell, (ii) the assets are available for immediate sale in its present condition, (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

Subsequently, such non-current assets and disposal groups classified as 'held for sale' are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised.

2.14 Financial instruments:

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial assets:

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Classification of financial assets:

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognized in profit or loss for Fair value through other Comprehensive income (FVTOCI) debt instruments. For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognized in profit or loss and other changes in the fair value of FVTOCI financial assets are recognized in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

2.15 Effective interest method:

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the "Other income" line item.

2.16 Investments in Subsidiaries, Associates and Joint Ventures:

Investments in Subsidiaries, Associates and Joint Ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

2.17 Impairment of financial assets:

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognized in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

2.18 Derecognition of financial assets:

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety, the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

2.19 Foreign exchange gains and losses:

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortized cost and FVTPL, the exchange differences are recognized in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognized in other comprehensive income.

For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognized in profit or loss and other changes in the fair value of FVTOCI financial assets are recognized in other comprehensive income.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

2.20 Financial liabilities and equity instruments:

a. Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

b. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

c. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

d. Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognized in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognized in profit or loss. The remaining amount of change in the fair value of liability is always recognized in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognized in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognized in profit or loss.

e. Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

f. Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortized cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortized cost of the instruments and are recognized in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognized in profit or loss.

g. De-recognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between lenders of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
3A	**(a) Property, Plant and Equipment and Capital work-in-progress**		
	Land	**1,687.33**	1,687.33
	Buildings	**87.68**	125.20
	Plant and Machinery	**27,480.16**	21,666.85
	Furniture and Fixtures	**21.18**	12.09
	Office Equipments	**39.11**	11.43
	Vehicles	**36.89**	44.57
	Total Property, Plant and Equipment	**29,352.35**	23,547.47
	(b) Capital work-in-progress	**4,940.39**	10,254.57

Gross Block	Land	Buildings	Plant & Machinery	Furniture & Fixtures	Office Equipment	Vehicles	Total
Balance at 31st March, 2022	1,687.33	1,012.44	34,433.13	30.08	169.60	75.11	37,407.69
- Additions	-	57.08	547.69	8.52	23.07	-	636.36
- Disposals	-	(1.57)	(265.74)	(1.10)	(11.52)	(0.34)	(280.27)
Balance at 31st March, 2023	**1,687.33**	**1,067.95**	**34,715.08**	**37.50**	**181.15**	**74.77**	**37,763.78**
- Additions	-	29.36	7,882.64	12.63	49.89	10.68	7,985.20
- Disposals	-	-	(8.94)	-	(6.06)	(20.43)	(35.43)
Balance at 31st March, 2024	**1,687.33**	**1,097.31**	**42,588.78**	**50.13**	**224.98**	**65.02**	**45,713.55**

Accumulated Depreciation and Impairment	Land	Buildings	Plant & Machinery	Furniture & Fixtures	Office Equipment	Vehicles	Total
Balance at 31st March, 2022	-	875.02	11334.52	24.65	153.33	15.06	12,402.58
- Depreciation expense	-	69.31	1,925.33	1.86	27.91	15.14	2,039.55
- Eliminated on disposals	-	(1.57)	(211.62)	(1.10)	(11.52)	-	(225.81)
Balance at 31st March, 2023	**-**	**942.76**	**13,048.23**	**25.41**	**169.72**	**30.20**	**14,216.32**
- Depreciation expense	-	66.87	2,066.04	3.54	22.21	13.66	2,172.32
- Eliminated on disposals	-	-	(5.65)	-	(6.06)	(15.73)	(27.44)
Balance at 31st March, 2024	**-**	**1,009.63**	**15,108.62**	**28.95**	**185.87**	**28.13**	**16,361.20**
Carrying amount at 31st March, 2024	**1,687.33**	**87.68**	**27,480.16**	**21.18**	**39.11**	**36.89**	**29,352.35**
Carrying amount at 31st March, 2023	**1,687.33**	**125.20**	**21,666.85**	**12.09**	**11.43**	**44.57**	**23,547.47**

Capital work-in-progress movement	Total
Balance at 31st March, 2022	**2,673.64**
- Additions during the year	7,726.50
- Capitalised during the year	(145.57)
Balance at 31st March, 2023	**10,254.57**
- Additions during the year	1,347.31
- Capitalised during the year	(6,661.49)
Balance at 31st March, 2024	**4,940.39**

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

3A (b) Capital work-in-Progress ageing

(i) Ageing for capital work-in-Progress as at March 31, 2024 is as follows:

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	more than 3 years	
Projects in progress	1,436.04	1,092.96	2,411.40	-	4,940.39
Projects temporarily suspended	-	-	-	-	-
Total	**1,436.04**	**1,092.96**	**2,411.40**	**-**	**4,940.39**

(ii) Ageing for capital work-in-Progress as at March 31, 2023 is as follows:

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	more than 3 years	
Projects in progress	7,838.44	2,416.13	-	-	10,254.57
Projects temporarily suspended	-	-	-	-	-
Total	**7,838.44**	**2,416.13**	**-**	**-**	**10,254.57**

	As at 31st March, 2024	As at 31st March, 2023
3B Right of Use-Asset		
Right-of-Use Asset	**1,068.44**	1,158.57
	1,068.44	1,158.57

Gross Block	Leasehold Land	Leasehold Building	Total
Opening balance as at 1st April, 2022	**690.55**	**604.02**	**1,294.57**
- Additions	-	-	-
- Deletions	-	-	-
Opening balance as at 1st April, 2023	**690.55**	**604.02**	**1294.57**
- Additions	-	-	-
- Deletions	-	-	
Balance at 31st March, 2024	**690.55**	**604.02**	**1294.57**

Accumulated Depreciation	Leasehold Land	Leasehold Building	Total
Opening balance as at 1st April, 2022	**40.28**	**5.59**	**45.87**
- Depreciation expense	23.02	67.11	90.13
- Deletions	-	-	-
Opening balance as at 1st April, 2023	**63.30**	**72.71**	**136.00**
- Depreciation expense	23.02	67.11	90.13
- Deletions	-	-	-
Balance at 31st March, 2024	**86.32**	**139.82**	**226.14**
Net book value as on 31st March, 2024	**604.23**	**464.20**	**1,068.44**
Net book value as on 31st March, 2023	627.25	531.31	1,158.57

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

			As at 31st March, 2024	As at 31st March, 2023
4.	**Investments**			
	Non-current investments:			
	Investments at Cost:			
	(A)	**Investment in a subsidiary - Equity Shares (fully paid) - Unquoted**		
		Certus Investment & Trading Limited, Mauritius		
		2,04,190 (31st March 2023: 2,04,190) Equity shares of US $ 100 each fully paid up.	**9,645.13**	9,645.13
		Total - Investment in subsidiary (A)	**9,645.13**	9,645.13
	(B)	**Other Investments: Unquoted**		
		(a) Ushdev Engitech Limited		
		22,463 (31st March 2023 : 22,463) Equity Shares of ₹ 10 each fully paid up.	**2.24**	2.24
		Less: Provision for dimunition in fair value	**(2.24)**	
		(b) Watsun Infrabuild Private Limited.	**88.00**	88.00
		8,80,000 (31st March 2023 : 880,000) Equity shares of ₹ 10 each fully paid up		
		(c) AM Foundation	**0.16**	0.16
		1,600 (31st March 2023: 1,600) Equity shares of ₹ 10 each fully paid up.		
		(d) Nagai Power Private Limited		
		133,440 (31st March 2023 : 133,440) Equity shares of ₹ 10 each fully paid up.	**13.35**	13.35
		Less: Provision for dimunition in fair value	**(13.35)**	
		(e) Dalavaipuram Renewables Private Limited	**1,387.35**	580.05
		1,38,73,542 (31st March 2023: 58,00548) Equity shares of ₹ 10 each fully paid up.		
		Total - Other investments (B)	**1,475.51**	683.81
	(C)	**Other Investments: Unquoted - Fair value through profit and loss (FVTPL)**		
		SEPC Power (Private) Limited		
		1,00,000 (31st March 2023: 100,000) Equity shares of ₹ 10 each fully paid up.	**16.93**	16.93
		Total - Other investments (C)	**16.93**	16.93
	Aggregate amount of unquoted investments (A+B+C)		**11,137.57**	10,345.87
5.	**Other financial assets**			
	Security deposits		**1,511.49**	1,405.10
			1,511.49	1,405.10
6.	**Other Non-Current assets**			
	Capital advances		**2,363.04**	553.67
	Others*		**10.02**	13.34
			2,373.06	567.01

* Refers to unamortised portion of deposits paid for usage of Effluent Treatment Plant and Leased Premises.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	As at 31st March, 2024	As at 31st March, 2023
7. Inventories		
Inventories		
- Raw materials	**6,955.97**	9,419.75
- Finished goods	**2,881.55**	4,771.91
- Stores and spares	**2,448.16**	2,601.98
	12,285.68	16,793.64

Note:

Finished goods are valued at lower of cost and net realisable value and raw material, Stores and spares, Work-in-progress are valued at weighted average cost

8. Trade receivables		
Considered good - Secured	**-**	-
Considered good - Unsecured	**9,616.23**	13,886.42
Trade Receivables which have significant increase in credit risk	**-**	-
Trade Receivables - Credit impaired	**33.73**	33.73
Impairment Allowance (Allowance for doubtful debts)	**(33.73)**	(33.73)
	9,616.23	13,886.42

8(A) Ageing for trade receivables – Current outstanding as at March 31, 2024 is as follows:

Trade receivables	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	8,681.47	960.22	8.27	-	-	-	9,649.96
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
Total	**8,681.47**	**960.22**	**8.27**	**-**	**-**	**-**	**9,649.96**
Less: Allowance for doubtful trade receivables							(33.73)
Total Trade Receivables							**9,616.23**

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

8(B) Ageing for trade receivables – Current outstanding as at March 31, 2023 is as follows:

Trade receivables	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	13,864.47	22.74	-	30.42	2.52	-	13,920.15
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
Total	**13,864.47**	**22.74**	**-**	**30.42**	**2.52**	**-**	**13,920.15**
Less: Allowance for doubtful trade receivables							(33.73)
Total Trade Receivables							**13,886.42**

	As at 31st March, 2024	As at 31st March, 2023
9(A) Cash and Cash equivalents		
Balances with Banks		
- In current accounts	**503.19**	-
Cash on hand	**1.74**	1.86
Total (A)	**504.93**	1.86
9(B) Bank balances other than Cash and Cash equivalents		
Unspent CSR account	**68.14**	78.88
Margin money deposits	**2,958.52**	2,578.51
Unclaimed dividend account (Refer note 21)	**404.44**	352.79
Other Fixed deposits #	**22,024.66**	18,883.51
Total (B)	**25,455.76**	21,893.69
Total Cash and Cash equivalents (A+B)	**25,960.69**	21,895.55

represents deposits with original maturity more than three months but less than twelve months.

10. Other Financial Assets		
Security deposits	**81.19**	70.25
Interest accrued on Deposits	**896.91**	664.60
	978.10	734.85

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	As at 31st March, 2024	As at 31st March, 2023
11(A) Current Tax Assets (Net)		
Advance income tax (net of provision)	**1,460.01**	1,204.36
	1,460.01	1,204.36
11(B) Other Current assets		
Advances given to Suppliers	**687.09**	1,534.86
Prepaid expenses	**867.90**	561.05
Balances with Government Authorities		
(i) GST credit receivable	**49.70**	412.05
(ii) Balances with Customs, Sales tax and Excise Authorities	**34.27**	28.23
Others*	**3.31**	3.92
	1,642.27	2,540.11

* Refers to unamortised portion of deposits paid for usage of Effluent Treatment Plant and Leased Premises.

	As at 31st March, 2024	As at 31st March, 2023
12. Asset held for Sale:		
Plant & Machinery	**-**	81.27
	-	81.27
13. Equity Share Capital		
Authorised Share capital :		
200,000,000 (as at 31st March 2023: 200,000,000) fully paid equity shares of ₹ 10 each.	**20,000.00**	20,000.00
Issued		
89,976,899 (as at 31st March 2023: 89,976,899) equity shares of ₹ 10 each.	**8,997.69**	8,997.69
Subscribed and fully paid up		
89,971,474 (as at 31st March 2023: 89,971,474) equity shares of ₹ 10 each.	**8,997.15**	8,997.15
	8,997.15	8,997.15

13.01 In December 1993, the Company came out with Rights cum Public Issue of Equity Shares. The difference between issued and subscribed capital of 5,425 shares (previous year 5,425 shares) is due to said shares kept in abeyance under Section 126 of the Companies Act, 2013.

13.02 There has been no movement in the Share Capital during the period. The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of the equity shares is entitled to one vote per share. In the event of repayment of Share Capital, the same will be in proportion to the number of equity shares held.

	Number of shares	Amount
Balance as at 1st April, 2022	8,99,71,474	8,997.15
Movements	-	-
Balance as at 31st March, 2023	8,99,71,474	8,997.15
Movements	-	-
Balance as at 31st March, 2024	8,99,71,474	8,997.15

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

13.03 Details of shareholdings by the Promoters of the Company

Promoter Name	As at 31st March, 2024		As at 31st March, 2023		% Change in the year
	No.of shares held	**% of holding**	No.of shares held	% of holding	
Fully paid-up equity shares					
Tamilnadu Industrial Development Corporation Limited	**1,58,43,751**	**17.61**	1,58,43,751	17.61	-
Southern Petrochemical Industries Corporation Limited	**1,52,34,375**	**16.93**	1,52,34,375	16.93	-
Total Promoters' shareholding outstanding	**3,10,78,126**	**34.54**	3,10,78,126	34.54	-

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

Name of the Shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares held	**% of holding**	No. of shares held	% of holding
Fully paid-up equity shares				
Tamilnadu Industrial Development Corporation Limited	**1,58,43,751**	**17.61**	1,58,43,751	17.61
Southern Petrochemical Industries Corporation Limited	**1,52,34,375**	**16.93**	1,52,34,375	16.93
Total outstanding	**3,10,78,126**	**34.54**	3,10,78,126	34.54

	As at 31st March, 2024	As at 31st March, 2023
14 (A) Other Equity		
I. Reserves and Surplus		
A. General reserve	**16,918.79**	16,918.79
B. Securities premium	**4,611.57**	4,611.57
C. Surplus in Statement of Profit and Loss	**49,098.04**	46,169.44
II. Other Comprehensive income		
D. Remeasurement of Defined Benefit Liabilities	**(401.68)**	(397.74)
	70,226.72	67,302.06
A. General reserve		
Balance at beginning of year	**16,918.79**	16,918.79
Movement during the year	**-**	-
Balance at end of year	**16,918.79**	16,918.79
B. Securities premium		
Balance at beginning of year	**4,611.57**	4,611.57
Movement during the year	**-**	-
Balance at end of year	**4,611.57**	4,611.57
C. Surplus in Statement of Profit and Loss		
Balance at beginning of year	**46,169.44**	*39,937.08
(Add): Profit after tax for the year	**4,278.17**	8,931.50
Less: Dividend	**(1,349.57)**	(2,699.14)
Closing balance	**49,098.04**	46,169.44

*Net of adjustment of ₹ 472.59 Lakhs relating to depreciation on revaluation carried out on factory buildings which have reached their economic life in an earlier year.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	As at 31st March, 2024	As at 31st March, 2023
D. Re-measurement of Defined Benefit Plan		
Balance at beginning of year	**(397.74)**	(231.19)
Movement during the year	**(3.94)**	(166.55)
Closing balance	**(401.68)**	(397.74)

(B) Nature and purpose of reserves

a. **General Reserve:**This Reserve is created by an appropriation from one component of equity generally surplus in statement of Profit and Loss (Retained Earnings) to another, not being an item of Other Comprehensive Income. The same can be utilized in accordance with the provisions of the Companies Act, 2013.

b. **Securities Premium:** This Reserve represents the premium on issue of shares in earlier years and can be utilized in accordance with the provisions of the Companies Act, 2013.

c. **Surplus in Statement of Profit and Loss:** Surplus in Statement of Profit and Loss are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholder.

d. **Items of Other Comprehensive Income - Remeasurements of Net Defined Benefit Plans**

It represent different between actuarial assumption on interest income on Plan asset and actuals, besides movement in plan liabilities due to changes in actuarial assumptions including experience adjustments.

15 (A) Financial liabilities - (Non-Current)

	As at 31st March, 2024	As at 31st March, 2023
Lease Liabilities	**1,362.26**	1,329.28
	1,362.26	1,329.28

a) The above includes ₹ 918.56 lakhs of future lease commitment in respect of lease hold land from Government of Tamilnadu estimated on the basis of increase in guideline value (as indicated in the earlier lease agreement which expired as at 12th June 2020) accounted in compliance with Ind AS 116 - Leases, pending approval of application for renewal of lease submitted by the Company.

b) Discounting borrowing rate adopted for fair valuation of future lease liabilities :-

- Lease hold Land - 11% pa
- Lease hold buildings - 10% pa

15 (B) Other financial liabilities (Non-Current)

	As at 31st March, 2024	As at 31st March, 2023
Security deposit	**162.31**	162.98
Other payables*	**16.93**	16.93
	179.24	179.91

*Other payable represents advance received against sale of equity interests (100000 equity shares) in SEPC Power (Private) Limited upon completion of power project.

16. Provisions - (Non-Current)

	As at 31st March, 2024	As at 31st March, 2023
Provision for:		
Compensated absences	**426.51**	460.34
Provision for Litigated claims and statutory dues (Refer to note 35A)	**4,592.37**	4,864.54
	5,018.88	5,324.88

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
17.	**Deferred tax balances - (Non-Current)**		
a)	**Deferred tax liabilities in relation to :**		
	- Property, Plant and Equipment	**2,961.86**	2,799.43
		2,961.86	2,799.43
b)	**Deferred tax assets in relation to :**		
	- Provision for Employee benefits allowed on payment basis	**161.90**	161.90
	- Allowance for doubtful debts	**8.49**	8.49
	- Expenses allowable on payment basis	**1,191.40**	1,266.96
	- Provision for Lease Assets / (Liability) - Ind AS 116	**100.16**	69.18
		1,461.95	1,506.53
c)	**Deferred Tax Liability (net) (a-b)**	**1,499.91**	1,292.90
	Opening Balance	**1,292.90**	1,522.02
	For the period based on effective tax rate method	**207.01**	(229.12)
d)	**Deferred tax liabilities (net)**	**1,499.91**	1,292.90

	Year ended 31st March, 2024	Year ended 31st March, 2023
Reconciliation between book and taxable profits		
Profit before Income Taxes	**7,101.54**	11,915.26
Enacted Tax Rates in India	**25.17%**	25.17%
Computed Expected Tax Expense	**1,787.46**	2,999.07
Tax effect of adjustments :		
- Tax Effect of non deductible expenses	**(573.19)**	213.82
- Income Tax Expense for the year	**1,214.28**	3,212.89
Deferred tax	**207.01**	(229.12)
Total income tax expense	**1,421.29**	2,983.77

		As at 31st March, 2024	As at 31st March, 2023
18	**Other non-current liabilities**		
	Others#	**162.45**	-
		162.45	-

Refers to unamortised portion of deposits received.

		As at 31st March, 2024	As at 31st March, 2023
19	**(A) Borrowings (Current)**		
	Secured Borrowings		
a.	Loans repayable on demand		
	(i) From banks	**332.60**	4,691.76
	(ii) From other parties	**-**	-
b.	Other Loans (Short term advances against Deposits)	**-**	1,500.00
		332.60	6,191.76

a) Working capital loans are secured by hypothecation of inventories both at factory and in transit, book debts and other receivables, both present and future. This are further secured by way of mortgage by deposit of title deeds of immovable properties, both present and future, on second charge basis ranking *pari passu* amongst them.

b) The above loans carry varying rates of interests with the maximum rate of interest being 10.55% (As at 31st March 2023: 10.55%) per annum. The weighted average rate of interest of these loans is 9.75% (2022-23: 9.22%) per annum.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	As at 31st March, 2024	As at 31st March, 2023
19 (B) Lease liabilities - (Current)		
Lease Liabilities	**104.14**	104.14
	104.14	104.14

a) The above includes ₹ 13.51 lakhs of future lease commitment in respect of lease hold land from Government of Tamilnadu estimated on the basis of increase in guideline value (as indicated in the earlier lease agreement which expired as at 12th June 2020) accounted in compliance with Ind AS 116 - Leases, pending approval of application for renewal of lease submitted by the Company.

b) Discounting borrowing rate adopted for fair valuation of future lease liabilities :-

- Lease hold Land - 11% pa
- Lease hold buildings - 10% pa

20. Trade payables

	31st March, 2024	31st March, 2023
(i) Dues to Micro and Small Enterprises (Refer note 35B)	**557.48**	271.51
(ii) Dues to other than Micro and Small Enterprises	**9,605.91**	8,984.67
(iii) Dues to related parties	**1.53**	1.53
	10,164.92	9,257.71

20 (A) Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Trade payables						
(i) MSME*	334.65	222.83	-	-	-	557.48
(ii) Others	8,120.50	1,486.94	-	-	-	9,607.44
(iii) Disputed dues – MSME*	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total trade payables	**8,455.15**	**1,709.77**	**-**	**-**	**-**	**10,164.92**

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

(B) Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Trade payables						
(i) MSME*	128.92	142.59	-	-	-	271.51
(ii) Others	4,977.80	4,005.40	1.00	-	2.00	8,986.20
(iii) Disputed dues – MSME*	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total trade payables	**5,106.72**	**4,147.99**	**1.00**	**-**	**2.00**	**9,257.71**

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

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	As at 31st March, 2024	As at 31st March, 2023
21. Other Current Financial Liabilities		
Interest accrued	**1.44**	5.75
Unclaimed dividends *	**404.44**	352.79
Deposits	**14.25**	14.25
Other expenses	**1,195.42**	1,932.84
Others#	**15.21**	18.38
	1,630.76	2,324.01
*Amount to be credited to Investor Education and Protection Fund	**Nil**	Nil
#Represents payable to TPL Employee's Co-operative Thrift and Credit Society Ltd		
22. Other Current Liabilities		
Other Payables		
- Statutory dues	**1,048.29**	296.62
Advances from Customers	**338.66**	446.94
Others#	**6.96**	-
	1,393.91	743.56
#Refers to unamortised portion of deposits received.		
23. Provisions - (Current)		
Provision for:		
(a) Employee Benefits		
(i) Gratuity	**90.36**	237.59
(ii) Compensated absences	**162.41**	182.93
(iii) Ex-gratia	**280.43**	236.84
(c) Provision for Litigated claims and statutory dues (Refer to note 35A)	**720.14**	710.07
	1,253.34	1,367.43

	Year ended 31st March, 2024	Year ended 31st March, 2023
24. Revenue from operations		
Sale of products	**1,66,511.26**	2,14,659.54
Sale of services	**9.47**	3.11
Other operating revenues	**336.44**	362.46
	1,66,857.17	2,15,025.11
Sale of products comprises		
Manufactured goods		
- Linear Alkyl Benzene	**1,31,305.94**	1,63,927.92
- Propylene Oxide	**14,926.62**	18,663.20
- Caustic soda Lye	**14,291.75**	22,631.27
- Chlorine	**248.11**	25.15
- Others	**5,661.28**	4,983.40
	1,66,433.70	2,10,230.94

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	Year ended 31st March, 2024	Year ended 31st March, 2023
Traded goods		
- Linear Alkyl Benzene	**25.70**	4,428.60
- Caustic Soda Lye	**51.86**	-
	77.56	4,428.60
Total - Sale of Products	**1,66,511.26**	2,14,659.54
Sale of Services Comprise		
Others	**9.47**	3.11
Total - Sale of Services	**9.47**	3.11
Other Operating Revenue comprises		
Scrap sales	**336.44**	362.46
Total - Other Operating Revenue	**336.44**	362.46

Basis on which the entity identifies the fulfilment of performance obligations

Upon Shipment (Ex-works)	**1,01,171.11**	91,598.09
Upon Delivery (FOR Sales)	**65,340.15**	1,23,061.45

Payment Terms (Generally between 0 and 30 days. Refer note 8A)

All sales are domestic only

Reconciliation of the amount of revenue recognised in Statement of Profit & Loss with discount etc. given to customers

Gross Revenue	**1,73,675.45**	2,22,052.90
Less : Discounts	**6,818.28**	7,027.79
	1,66,857.17	2,15,025.11

Revenue by timing of transfer of goods/services

At a point in time		
(i) Product line	**1,66,511.25**	2,14,659.54
(ii) Others	**345.92**	365.57
Over a period of time	**-**	0.00
	1,66,857.17	2,15,025.11

25. Other income

Interest		
- From bank deposits	**1,618.19**	1,248.99
- From others	**95.24**	73.92
Profit on sale of assets	**491.75**	200.09
Profit on sale of investment	**2.35**	9.29
Insurance claim received	**15.37**	14.91
Provision no longer required written back	**448.66**	249.50
Others	**157.84**	128.77
	2,829.40	1,925.47

26. Cost of materials consumed

Opening stock	**9,419.75**	9,786.84
Add: Purchases	**93,036.32**	1,18,078.78
	1,02,456.07	1,27,865.62
Less: Closing Stock	**6,955.97**	9,419.75
Cost of material consumed	**95,500.10**	1,22,874.47

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		Year ended 31st March, 2024	Year ended 31st March, 2023
	Material consumed comprises:		
	- Kerosene	**49,815.33**	70,469.47
	- Benzene	**22,705.66**	28,048.89
	- Normal Paraffin	**10,010.49**	8,222.60
	- Propylene	**8,082.37**	9,760.57
	- Salt	**2,556.65**	3,213.34
	- Others	**2,329.60**	3,159.60
		95,500.10	1,22,874.47
27.	**Purchase of Stock in Trade**		
	- Linear Alkyl Benzene	**25.70**	**4,428.60**
	- Caustic soda Lye	**48.47**	-
		74.17	4,428.60
28.	**Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade**		
	Inventories at the end of the year		
	- Finished goods	**2,881.55**	4771.91
	- Work-in-progress	**-**	0.00
		2,881.55	4771.91
	Inventories at the beginning of the year		
	- Finished goods	**4,771.91**	1500.59
	- Work-in-progress	**-**	1050.57
		4,771.91	2551.16
		1,890.36	(2220.75)
29.	**Employee benefits expense**		
	Salaries and Wages	**4,063.14**	3,698.07
	Contributions to Provident and Other funds	**318.73**	301.40
	Staff Welfare Expenses	**556.83**	591.91
		4,938.70	4,591.38
30.	**Finance costs**		
	Interest Expense on Borrowings	**345.52**	354.68
	Interest Expense on Lease Liability	**137.11**	138.17
	Other Borrowing Costs*	**222.93**	181.83
	Other Interest costs #	**12.42**	5.09
		717.98	679.77

*Includes charges incurred towards commitment charges, transaction charges and other bank changes.

Includes charges incurred towards Interest on customs duty, Interest on Security Deposit and interest payable under the income tax.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		Year ended 31st March, 2024	Year ended 31st March, 2023
31.	**Depreciation and Amortisation Expense**		
	Depreciation on Property, Plant and Equipment (owned assets)	**2,172.32**	2,039.55
	Depreciation on Right of Use-Assets (ROU)	**90.13**	90.13
		2,262.45	2,129.68
32.	**Other expenses**		
	Consumption of Stores and Spare Parts	**3,677.62**	3,819.02
	Utilities Consumed	**1,005.27**	1,096.00
	Power and Fuel	**35,932.81**	43,896.43
	Renewable Energy Purchase Obligation (RPO)	**176.49**	547.89
	Rent including Lease Rentals	**157.61**	12.08
	Repairs to Buildings	**508.77**	610.38
	Repairs to Machinery	**2,856.45**	3,188.47
	Payment to Auditors:		
	- Towards Audit Fee	**30.00**	30.00
	- For Other Services	**6.86**	1.58
	Insurance	**623.61**	582.33
	Rates and Taxes	**295.25**	140.05
	Freight and Forwarding	**2,091.86**	2,773.45
	Net loss on Foreign Currency Transactions (other than considered as finance cost)	**16.52**	0.00
	Referral Charges	**7,595.16**	13,413.38
	Corporate Social Responsibility Expense (Refer Note below)	**331.54**	300.00
	Directors Remuneration	**-**	44.00
	Provision for diminution value of Investment	**15.59**	-
	Miscellaneous Expenses	**1,879.85**	2,097.10
		57,201.26	72,552.16
33.	**Exceptional item**		
	a) Flood Dec.2023-Cyclone Michaung (Net)	**1,402.08**	-
		1,402.08	-

Note:

Exceptional item includes ₹ 1861 Lakhs incurred during the year towards material damage and Plant restoration activities (Michaung cyclone – Dec'23). Additionally ₹ 152 Lakhs was incurred towards Asset Damage which is reflected in PPE. An amount of ₹ 459 Lakhs has been received from the insurers as an adhoc amount pending assessment report from surveyor. This is disclosed as exceptional item.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

Corporate Social Responsibility (CSR):

The details of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013 is as follows

		Year ended 31st March, 2024	Year ended 31st March, 2023
a)	Amount required to be spent by the Company during the year	**331.54**	300.00
b)	Amount spent during the year on:		
	i) Construction/ acquisition of any asset	**-**	-
	ii) For purposes other than (i) above	**145.95**	114.36
c)	Shortfall at the end of the year*	**185.59**	185.64
d)	Total of previous years shortfall	**68.14**	78.88
e)	Reason for shortfall	**Pertains to ongoing projects**	Pertains to ongoing projects
f)	Nature of CSR activities	Primary Health Care Center and Drinking water & Sanitation in schools	
g)	Details of related party transactions, *e.g.,contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard*	**61.90**	13.31
h)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	**NA**	NA

Note: * Above ₹ 185.59 lakh of Corporate Social Responsibility (CSR) expense related to ongoing projects as at 31st March, 2024 (31st March, 2023 : ₹ 185.64 lakh). The same was transferred to a special account designated as "Unspent Corporate Social Responsibility Account for the Financial Year 23-24" ("UCSRA – FY 2023-24") of the Company within 30 days from end of financial year.

34. Additional Disclosures:

The Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate during the year from banks on the basis of security of current assets. Details of differences between quarterly returns or statements filed by the Company with such banks and other books of accounts on the respective dates are given below:

Particulars	**Amount as per book of account**	**Amount as per Return submitted to Banks**	**Reported excess/ (shortage)**	**Remarks**
	(A)	**(B)**	**C= B-A**	
Trade Receivables				Timing difference between accounts and data submitted to the bank
As at 30th June 2023	11,858.00	11,812.00	(46.00)	
As at 30th September 2023	13,023.00	13,001.00	(22.00)	
As at 31st December 2023	8,124.00	8,104.00	(20.00)	
As at 31st March 2024	9,616.00	9,593.00	(23.00)	
Inventories				
As at 31st March 2024	12,286.00	12,299.00	13.00	

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	As at 31st March, 2024	As at 31st March, 2023
35. (A) Provison for litigated claims and statutory dues		
Opening Balance	**5,574.58**	5,346.79
Additions	**192.43**	227.79
Reversals/Utilised*	**(454.50)**	-
Closing Balance	**5,312.51**	5,574.58
Non-Current Provision for Litigated claims	**4,592.37**	4,864.54
Current Provision for Litigated claims	**720.14**	710.04
	5,312.51	5,574.58

*Provision reversed for litigations relating to RPO.

35. (B) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

a)	The principal amount remaining unpaid to any supplier at the end of the year	**557.48**	271.51
b)	Interest due remaining unpaid to any supplier at the end of the year	**-**	-
c)	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act,2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	**-**	-
d)	The amount of interest due and payable for the delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	**-**	-
e)	The amount of interest accrued and remaining unpaid at the end of each accounting year	**-**	-
f)	The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	**-**	-

36. Employee benefit plans

a) Defined contribution plans

The Company makes Provident fund contributions to defined contribution plans for qualifying employees. Under this scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable by the Company to these plans are at the rates specified in the rules of the schemes.

	For the year	
	2023-24	2022-23
Contribution to provident fund recognised in profit and loss	**176.68**	161.29

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

b) Defined benefit plans

The Company has a funded Gratuity Scheme for its employees and gratuity liability has been provided based on the actuarial valuation carried out at the year end. The Gratuity scheme of the Company is funded with the Life Insurance Corporation of India.

The details of actuarial valuation in respect of Gratuity are as given below:

		As at 31st March, 2024	As at 31st March, 2023
A.	**Change in Defined Benefit Obligation (DBO) during the year:**		
	Present value DBO at the beginning of the year	**1,383.87**	1,250.34
	Service cost	**72.64**	79.30
	Interest cost	**92.12**	76.52
	Remeasurment(gain)/loss	**28.78**	178.68
	Actuarial (gain)/loss arising from experience adjustments	**-**	-
	Benefits paid	**(190.89)**	(200.97)
	Present value DBO at the end of the year	**1,386.52**	1,383.87
B.	**Change in fair value of plan assets during the year:**		
	Fair value of plan assets as at beginning of the year	**1,146.29**	1,196.57
	Expected return on planned assets	**83.49**	76.86
	Contributions	**229.55**	111.67
	Benefits paid	**(186.68)**	(194.93)
	Re-measurement gain/(loss)	**23.51**	(43.88)
	Fair value of plan asset at the end of the year	**1,296.16**	1,146.29
C.	**Amount recognised in the balance sheet**		
	Present value DBO at the end of the year	**1,386.52**	1,383.87
	Fair value of the plan assets at the end of the year	**1,296.16**	1,146.28
	(Liability) / Asset recognised in the Balance sheet - net	**(90.36)**	(237.59)
D.	**Components of employer expenses:**		
	Current service cost	**72.64**	79.30
	Interest cost/ (income) on net defined benefit obligation	**8.63**	(0.34)
	Expense recognised in Statement of Profit and Loss	**81.27**	78.96
E.	**Re-measurement on the net defined benefit obligation**		
	Return on plan assets (excluding interest income)	**(23.51)**	43.89
	Actuarial loss arising from changes in financial assumptions	**28.78**	(29.42)
	Actuarial loss arising from changes in experience adjustments	**-**	208.10
	Re-measurements Expense/(Income) recognised as other comprehensive income	**5.27**	222.57
	Total defined benefit cost recognised	**86.54**	301.53

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		Year ended 31st March, 2024
F.	**Net defined benefit liability (asset) reconciliation:**	
	1. Net Defined Benefit Liability/(Asset) as at 31-Mar-2023	**237.59**
	2. Net Defined Benefit Cost for the period	**86.53**
	- Amount recognised in P&L account	**81.26**
	- Amount recognised as OCI	**5.27**
	3. Benefit payments made directly by the Company	**(4.21)**
	4. Actual contributions by the Company	**(229.55)**
	Net Defined Benefit Liability/(Asset) as at 31-Mar-2024 - (1+2+3+4)	**90.36**

G. Major categories of plan assets:

		As at 31st March, 2024	As at 31st March, 2023
1.	Insurer-managed funds	**1,296.16**	1,146.29
		1,296.16	1,146.29

H. Expected cash flows for following year:

	As at 31st March, 2024
Expected total benefit payments	
Year 1	**271.22**
Year 2 to Year 5	**809.24**
Year 6 to Year 10	**434.60**
Year 11 to Year 15	**237.06**
More than 15 Years	**280.22**
Liability Duration in years (Weighted by discounted cash flows)	**5.12**

		As at 31st March, 2024	As at 31st March, 2023
I.	**ASSUMPTIONS**		

The principal assumptions used for the purposes of the actuarial valuations are given below:

	As at 31st March, 2024	As at 31st March, 2023
Discount rate	**6.98%**	**7.15%**
Salary escalation rate	**6.00%**	**6.00%**
Employee turnover rates	**10.00%**	**10.00%**
Mortality rates*	**IALM 2012-14**	**IALM 2012-14**

* IALM : Indian Assured Lives Moratality modified Ult.

J. Sensitivity analysis - DBO at the end of the year

		As at 31st March, 2024	As at 31st March, 2023
i.	Discount +1%	**1,330**	1,384
ii.	Discount -1%	**1,450**	1,329
iii.	Escalation +1%	**1,448**	1,445
iv.	Escalation -1%	**1,329**	1,328
v.	Attrition : 25% increase	**1,394**	1,392
vi.	Attrition : 25% decrease	**1,377**	1,374

All amounts are in ₹ Lakh unless otherwise stated

37. Contingent Liabilities and commitments (to the extent not provided for) (Ind AS 37)

	As at 31st March, 2024	As at 31st March, 2023
A. Contingent liabilities:		
a. Claims against the Company not acknowledged as debt		
i) Sales Tax	**-**	1,634.15
ii) Excise Duty	**70.85**	70.85
iii) Service Tax	**102.47**	102.47
iv) Income Tax	**1,955.32**	2,007.38
Demands disputed by the Company and appeals filed against these disputed demands are pending before respective appellate authorities. Outflows, if any, arising out of these claims would depend on the outcome of the decision of the appellate authorities and the Company's rights for future appeals.		
v) Cross Subsidy Charge under Group Captive Scheme	**444.95**	444.95
The demand from TANGEDCO for ₹ 61.30 crores towards cross subsidy surcharge for alleged non-compliance under Rule 3 of the Electricity Rules, 2005 during the period 2014-15 to 2016-17 in respect of the Company's participation in Group Captive Scheme for procurement of power from private power producers is unlikely to fructify in the wake of one such private power producer having established compliance under the above said Rules as communicated by TANGEDCO vide their letter dated 13.05.2022 and thereby qualifying to be categorized as captive generating plant. TANGEDCO's response to the Company's representation for withdrawal of the above said demand for reasons stated above is awaited.		
B. Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for;	**11,168.22**	5,183.16
(b) Other commitments		
(i) towards Green Belt/CER-Corporate Environment responsibility	**58.12**	23.93

C. Lease arrangements with the Government of Tamilnadu

The agreement entered with the Government of Tamilnadu in respect of leasehold land on which Propylene Oxide plant is operating expired on 12th June 2020. Application for renewal of the lease for further period has been filed with the relevant authorities. In the meanwhile, the Company received a demand for payment of arrears of lease rent for the period 1st July 1990- 30th June 2020 to the tune of ₹ 9,224.33 lakhs from the Vattachiyer, Tiruvottiyur, Despite representation made by the Company in this regard, in the absence of any response from the authorities as to the basis on which the above demand was raised, the management is of the view that the demand is arbitrary and devoid of any merit. The Company continues to make payment of the lease rent at contracted rates as per the earlier agreement with Government of Tamilnadu, in terms of the extant Government guidelines for lease of land for industrial purposes. Pending execution of the renewed lease agreement from 13th June 2020, the Company has recognised Right of use of Assets (ROUA) on the indicative increase in lease rentals for a period of 30 years.

38. Details on derivative instruments and unhedged foreign currency exposures

(i) Outstanding forward exchange contracts entered into by the Company as on 31st March, 2024 : **NIL**

(ii) The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

	Currency	**Amount in Foreign Currency**	**Amount in ₹ Lakhs**
Amount receivable in foreign currency - Exports	USD	-	-
Amount payable in foreign currency - Imports	USD	3,73,637	311.52
	EUR	(3,378)	(3.02)

*Figures in brackets are in respect of previous year

39. The Chief Operating Decision Maker (CODM) has considered manufacturing of industrial intermediate chemicals as the single operating segment as defined in Ind AS 108- Operating Segments.

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

40. Financial instruments

(i) Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company's objective when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide return for shareholders and benefits for other stakeholders and
- Maintain an optimal capital structure to reduce the weighted average cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares, or sell non-core assets to reduce the debt.

(ii) Loan covenants

The Company has no term loans outstanding as on 31st March 2024.The covenants are restricted to working capital facilities offered by the bankers.

Categories of financial instruments

	As at 31st March, 2024	As at 31st March, 2023
A. Financial assets		
(i) Measured at Amortised cost		
- Cash and bank balances	**25,960.69**	21,895.55
- Security Deposits	**1,592.68**	1,475.35
- Other financial assets	**896.91**	664.61
- Trade Receivables	**9,616.23**	13,886.42
(iii) Measured at Cost		
- Investments in Equity instruments in subsidiary	**9,645.13**	9,645.13
- Investments in equity instruments under Group Captive Scheme	**1,492.44**	700.74
	49,204.08	48,267.80
B. Financial liabilities		
Measured at amortised cost		
- Trade payables	**10,164.92**	9,257.71
- Borrowings	**332.60**	6,191.76
- Lease Liabilities	**1,466.40**	1,433.42
- Other financial liabilities	**1,810.00**	2,503.91
	13,773.92	19,386.80

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

The fair value hierarchy of assets and liabilities as at 31st March, 2024 is as follows:

	Total	Fair value measurement at end of the reporting period		
		Level 1	Level 2	Level 3
Investments in equity instruments	1,492.44	-	-	1,492.44
	(700.74)	-	-	(700.74)

**Figures in brackets are in respect of previous year*

(iii) Financial risk management objectives

The Company's activities expose it to market risk, liquidity risk and credit risk. The table given below explains the sources of risk which the entity is exposed to and how the entity manages the risk.

Risk	Exposure arising from	Measurement	Management
a. Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Ageing analysis Credit ratings Financial analysis	Diversification of Short term investments, review of credit limits and credit locks and secured mode of payment
b. Market risk			
i. Foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Cash flow forecasting Sensitivity analysis	Foreign exchange forward contracts
ii. Interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Market trends, Interest rate swaps
c. Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of sanctioned credit lines and borrowing facilities

The Company's risk management is governed by policies monitored by Risk Management Committee, a sub-committee of the Board and as well approved by the Board of Directors Company's treasury identifies, evaluates and hedges financial risks in close co-ordination with the Company's operating units. The board provides written principles for overall risk management, as well as policies covering areas such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity in short term Fixed Deposits / Mutual debt funds.

a. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

a(i) Trade receivables

Customer credit risk is managed by each business unit under the guidance of the credit policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on financial position, past performance, business/economic conditions, market reputation, expected business etc. Based on this evaluation, credit limit and credit terms are decided. Exposure on customer receivables are regularly monitored and managed through credit lock and release. Further where required the Company obtains bank guarantee as security for goods sold.

a(ii) Financial Instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made in deposits with reputed banks and short-term liquid funds

The Company has no exposure to credit risk relating to these cash deposits as at: 31st March 2024.

All amounts are in ₹ Lakh unless otherwise stated

b. Market Risk

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

Market risk exposures are measured using sensitivity analysis. There has been no change in the measurement and management of the Company's exposure to market risks.

b(i) Foreign currency risk management

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Foreign exchange rate exposures are managed within policy parameters approved by Board of Directors The Company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum of 12 month period of forecasted receipts and payments. Exposures relating to capital expenditure beyond a threshold are hedged as per Company policy at the time of commitment.

b(ii) Interest rate risk management

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has been availing the borrowings on a fixed and variable rate of interest. These borrowings are carried at amortised cost. The borrowings on a fixed rate of interest basis are not subject to the interest rate risk as defined in Ind AS 107, since neither the carrying amount not future cash flows will fluctuate because of change in market interest rates. The borrowings on a variable rate of interest are subject to interest rate risk as defined in Ind AS 107. The Company at the end of March 2024, does not carry any loans with variable interest.

c. Liquidity risk management

Liquidity Risk refers to the risk that the Company cannot meets its financial obligation, the objective of the liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The company consistently generated sufficient cash flows from operations to meet its financial obligation including lease liabilities as and when they fall due.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Year Ended 31-Mar-2024					
Non-derivative financial liabilities					
- Trade payables	10,164.92	-	-	-	10,164.92
- Borrowings	332.60	-	-	-	332.60
- Lease liabilities	175.27	189.69	597.38	504.06	1,466.40
- Other financial liabilities	1,630.76	179.24	-	-	1,810.00
Total	**12,303.55**	**368.93**	**597.38**	**504.06**	**13,773.92**

	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Year Ended 31-Mar-2023					
Non-derivative financial liabilities					
- Trade payables	9,257.71	-	-	-	9,257.71
- Borrowings	6,191.76	-	-	-	6,191.76
- Lease liabilities	172.37	175.27	574.99	510.79	1,433.42
- Other financial liabilities	2,324.01	179.90	-	-	2,503.91
Total	**17,945.85**	**355.17**	**574.99**	**510.79**	**19,386.80**

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

41. Disclosure in respect of Related Parties pursuant to Ind AS 24

a) List of Related Parties:

A) Entities having Joint control of TPL

1. Southern Petrochemical Industries Corporation Limited (SPIC)
2. Tamilnadu Industrial Development Corporation Limited (TIDCO)

B) Subsidiaries

1. Certus Investment and Trading Limited (CITL), Mauritius
2. Certus Investment and Trading (S) Private Limited, Singapore

C) Associates of Joint Venturers

1. Manali Petrochemicals limited
2. Tuticorin Alkali Chemicals and Fertilizers Ltd.,
3. AMCHEM Speciality Chemical Pvt. Ltd., Singapore

D) Private company in which a Director or his relative is a Director or Member

1. AM Foundation

E) Key Management Personnel

1. Shri. KT Vijayagopal, Whole Time Director (Finance) & Chief Financial Officer
2. Shri. D Senthi Kumar, Whole Time Director (Operations)

b) During the year the following transactions were carried out with the related parties in the ordinary course of business:

(₹ in Lakh)

Sl.	Particulars	Year Ended 31-Mar-2024	Year Ended 31-Mar-2023
1	**Dividend paid**		
	a) Southern Petrochemical Industries Corporation Limited (SPIC)	237.66	457.03
	b) Tamilnadu Industrial Development Corporation Limited (TIDCO)	228.52	475.31
2	**Sale of Goods**		
	a) Southern Petrochemical Industries Corporation Limited (SPIC)	16.28	2.75
	b) Manali Petrochemicals limited	17,197.19	23,138.99
3	**Sale of services**		
	a) Manali Petrochemicals limited	-	35.40
4	**Purchase of goods**		
	a) Manali Petrochemicals limited	8,741.88	11,737.78
	b) Tuticorin Alkali Chemicals and Fertilizers Limited	-	30.66
5	**Services Availed**		
	a) Southern Petrochemical Industries Corporation Limited (SPIC)	4.03	3.90
	b) Manali Petrochemicals limited - Effluent Line Usage	68.54	197.37
	c) AMCHEM Speciality Chemicals Pvt Ltd, Singapore	413.99	403.36
	d) AM Foundation	61.90	13.31
6	**Donations**		
	a) AM Foundation	13.00	12.00
7	**Reimbursement of expenses**		
	a) Southern Petrochemical Industries Corporation Limited (SPIC)	-	-
	b) Manali Petrochemicals limited	18.88	7.19
8	**Sitting Fees / Remuneration Paid to Directors (Non executive directors)**	87.00	44.20
9	**Remuneration to Key Personnel is given below:**		
	a) Short term benefits	162.06	176.57
	b) Other benefits	8.68	8.88

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

c) **Outstanding Balances:**

Sl.	Particulars	Year Ended 31-Mar-2024	Year Ended 31-Mar-2023
1	**Trade Payables**		
	a) Southern Petrochemical Industries Corporation Limited (SPIC)	1.04	0.74
	b) Manali Petrochemicals limited	69.26	97.25
	c) Certus Investment & Trading Limited,Mauritius	1.53	1.53
2	**Trade Receivables**		
	a) Southern Petrochemical Industries Corporation Limited (SPIC)	-	-
	b) Manali Petrochemicals limited	1,351.24	1,722.06
3	**Deposits held with**		
	a) Manali Petrochemicals limited	102.13	115.46

Note:

i) All the liabilities for post retirement benefits being 'Gratuity' are provided on actuarial basis for the Company as a whole, accordingly the amount pertaining to Key management personnel are not included above.

42. Accounting Ratios

The ratios for the years ended March 31, 2024 and March 31, 2023 are as follows :

Name of the Ratio	Numerator	Denominator	As at 31-Mar-2024	As at 31-Mar-2023	% Change	Remarks
Current ratio (in times)	Total current assets	Total current liabilities	3.5	2.9	22%	
Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.02	0.10	-77%	Decrease is due to decrease in borrowings
Debt service coverage ratio (in times)*	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	14.2	22.8	-38%	Decrease is due to decrease in profit and finance cost
Return on equity ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	6%	12%	-55%	Decrease is due to decrease in profit for the year.
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	14.2	17.1	-17%	
Trade payables turnover ratio (in times)	Cost of purchase	Average trade payables	9.6	15.3	-37%	Decrease is due to favorable credit terms
Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	4.5	5.8	-23%	

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

Name of the Ratio	Numerator	Denominator	As at 31-Mar-2024	As at 31-Mar-2023	% Change	Remarks
Net profit ratio (in %)	Profit for the year	Revenue from operations	3%	4%	-38%	Decrease is due to decrease in profit for the year.
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	8%	15%	-47%	Decrease is due to decrease in profit for the year.
Return on investment (in %)	Income generated from invested funds	Average invested funds in treasury investments	-	-	-	

* The Company does not have any term borrowings. Debt Service coverage ratio has been computed basis lease liabilities repayment schedule as per Guidance note on Schedule III issued by the Institute of Chartered Accountants of India.

43. Disclosure Of Transactions With Struck Off Companies

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

44. Additional Regulatory Information required under Schedule III of Companies Act 2013

There are no transactions during the year in respect of following disclosure requirements under amended Schedule III:

(a) Crypto Currency or Virtual Currency

(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(c) Registration of charges or satisfaction with Registrar of Companies

(d) Relating to borrowed funds:

i. Wilful defaulter

ii. Current maturity of long-term borrowings

45. Additional Regulatory Information required under Schedule III of Companies Act 2013

During the year, the Company's wholly owned subsidiary, Certus Investment and Trading Ltd Mauritius, out of the Funds invested by Company in earlier years, extended loans aggregating to USD 13,500,000 to its subsidiary Certus Investment and Trading Pte Ltd Singapore, who in turn had extended unsecured loans to the extent of USD 15,000,000(including the amount received earlier from its parent) to third parties. These loans were extended at arm's length interest rates.

46. Earnings per share

	As at 31st March, 2024	As at 31st March, 2023
Profit after taxation (₹ In lacs)	**4,278.17**	8,931.50
Weighted number of equity shares outstanding	**8,99,71,474**	8,99,71,474
Basic and diluted earnings per share- (Face value ₹ 10/- per share) (in ₹)	**4.76**	9.93

47. Events after the reporting period

The Board of Directors have recommended a dividend of ₹ 1.20/- per share 12 (%) on 8,99,71,474 equity shares of ₹ 10/- each for the Financial Year 2023-24 subject to approval of Members at the Annual General Meeting.

TPL

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

48. Approval of financial statements

The financial statements were reviewed and recommended by the Audit Committee and approved by the Board of Directors at the meeting held on 14th May, 2024.

49. Previous Year's figures

Previous year's figures have regrouped wherever necessary to correspond with the current year's disclosure.

In terms of our report attached

For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

Sriraam Alevoor M
Partner
M.No. 221354

KT Vijayagopal
Whole Time Director (Finance) & CFO
DIN:02341353

D Senthi Kumar
Whole Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TAMILNADU PETROPRODUCTS LIMITED

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **Tamilnadu Petroproducts Limited** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which comprises the Consolidated Balance Sheet as at 31st March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity, for the year then ended and the notes to the Consolidated Financial Statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31st March 2024 and its consolidated profit and consolidated total comprehensive income, the consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group, in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by Institute of Chartered Accountants of India ('ICAI') and the relevant provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

Accounting for legal and other contractual claims	Our response
The Group is involved in litigations comprising of tax matters, legal compliances and other disputes the financial impact of which would largely depend on the decision by the appellate authorities. The Group assess the need to make a provision or disclose a contingency on a case-to-case basis considering the underlying facts of each matter, in consultation with its legal counsel and the level of probability of outflow of economic resources. This involves a high level of management judgement and assumptions which impact the risk assessment and consequential provisioning and disclosure of contingencies in the financial statements. This area is significant to our audit since the completeness and accuracy of accounting and disclosures for contingencies is dependent on such management judgement and assumptions.	Our audit procedures included the following: • Evaluated and tested the Group's processes and controls for monitoring of claims, litigations, disputes, compliance and assessment thereof for determining the likely outcome. • Read the summary of the litigations prepared by the management and discussed the material cases to determine the Company's assessment of the likelihood and magnitude of any liability that may arise. • Obtained independent legal confirmations from the concerned professionals engaged by the Company, where applicable, to seek their opinion on the status of litigations and checked the management's judgements and assumptions. • Discussed with the management to understand the basis of management's judgements and estimates and independently assessed the level of probability of outflow of resources embodying the economic resources to arrive at our judgement of whether a provision was required or a disclosure sufficient. • Read the minutes of the board meetings to determine the completeness of claims, disputes, and litigations. • Tested the adequacy of disclosures in the Consolidated Ind AS financial statements. • Also obtained necessary representation from the management with regard to the provisioning and disclosures in respect of the claims and litigations.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Report on Corporate Governance but does not include the standalone and consolidated financial statements and our auditor's reports thereon. The other information referred to above is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Management's Responsibility for the Consolidated Financial Statements

The Holding 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 consolidated financial statements, that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under Section 133 of the Act, read with relevant Rules framed thereunder.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the respective companies.

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

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

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

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

statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated financial statements.

We communicate with those charged with governance of the Holding Company 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 consolidated 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.

Other Matters

1. The Group comprises of the Holding Company and the following foreign subsidiaries:

   Certus Investment and Trading Limited, Mauritius and the step- down subsidiary, Certus Investment and Trading (S) Private Limited , Singapore

2. We did not audit the financial statements of the above two subsidiaries whose consolidated financial statements reflect total assets of INR.16,434.19 lakhs as at 31st March, 2024 (PY: INR 15,439.58 lakhs), total revenue of INR 834.11 lakhs for the year ended on that date (PY: INR 560.14 lakhs), total net profit after tax of INR 728.18 lakhs (PY INR 488 lakhs), net cash flows amounting to INR 819.12 lakhs (PY INR 801.61 lakhs) and other comprehensive income of NIL (PY-NIL) for the year ended on that date, as considered in the consolidated financial statements. The financial statements of these subsidiaries have been audited by other auditors whose report have been furnished to us by the management of the Holding Company and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries is based solely on the report of the other auditors

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of the above matter, with respect to our reliance on the work done and the report of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditors, as applicable, on the respective financial statements and other financial information of the subsidiaries, incorporated outside India referred in the Other Matters Paragraph above, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books, returns and the reports of the other auditors, except for the matters stated in the paragraph 1(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of accounts maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant Rules made thereunder.

   e) On the basis of the written representations received from the directors and taken on record by the Board of Directors of the Holding Company and the reports of the Statutory Auditors of its subsidiary companies, none of the directors of the companies incorporated in India is disqualified as on 31st March 2024 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 with reference to financial statements of the Holding Company and the operating effectiveness of such controls, refer our report in Annexure - A. Our Report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding Company's internal financial controls with reference to consolidated financial statements.

   g) With respect to other matters to be included in the Auditor's Report in accordance with the requirement of section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its Directors during the year is 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 Auditor’s) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. Note no.35A and Note No.37 to the consolidated financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group.

ii. The Group has certain long-term contracts for which there are no material foreseeable losses. The Group did not have any derivative contracts at the year end.

iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Holding Company. This clause is not applicable in respect of its Subsidiaries.

iv. The Management of the Holding Company has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) other than those disclosed in the consolidated financial statements have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management of the Holding Company has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding 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;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. (a) The final dividend proposed in the previous year, declared, and paid by the Holding Company during the year is in accordance with Section 123 of the Act, as applicable. The Holding Company has not paid any interim dividend during the year.

(b) The Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the Holding Company’s members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable. (See note.47 to the consolidated financial statements).

vi. Based on our examination which included test checks, except for the instances mentioned below, the Holding Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

i. The feature of recording audit trail (edit log) facility was not enabled at application level for one software and database level (to log any direct data changes) for three applications used for maintaining the books of accounts relating to maintenance of general ledgers, production and inventory accounting.

ii. Daily back up is not configured for one application relating to sales accounting.

Further, for the periods where audit trail facility was enabled and operated throughout the year for respective accounting software, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Holding Company as per the statutory requirements for record retention.

Since the subsidiaries are companies incorporated outside India, reporting on audit trail in respect of subsidiaries is not applicable.

2. In view of the fact that both the subsidiaries in the Group are entities outside India, there is no matter to be disclosed in terms of paragraph 3(xxi) of the Companies Auditor’s Report Order, 2020 issued by the Central Government in terms of section 143(11) of the Act.

For R.G.N. Price & Co.,
Chartered Accountants
F R No.002785S

Sriraam Alevoor M
Partner
M No.221354
UDIN:24221354BJZZZH3314

Place : Chennai
Date : 14th May 2024

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in Clause (f) of Paragraph 1 of Report on Other Legal and Regulatory Requirements of our report of even date on the Consolidated Financial Statements of the Holding Company, for the year ended 31st March 2024

In conjunction with our audit of the Consolidated Financial Statements of Tamilnadu Petroproducts Limited (hereinafter referred to as 'the Holding Company") as of and for the year ended March 31, 2024, we have audited the Internal Financial Controls with reference to the financial statements of the Holding Company, as of that date. All the subsidiaries of the Holding Company are companies incorporated outside India.

Management's Responsibility for Internal Financial Controls with Reference to Financial Statements

The Board of Directors of the of the Holding Company, which is incorporated in India, is responsible for establishing and maintaining Internal Financial Controls based on the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate Internal Financial Controlsthat were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 ("the Act").

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statement and their operating effectiveness.

Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 Holding Company's internal financial controls with reference to financial statements

Meaning of Internal Financial Controls with Reference to Financial Statements

A Company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to financial statements 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.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

In our opinion, the Holding Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the criteria for internal financial controls with reference financial statements stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by ICAI.

For R.G.N. Price & Co.,
Chartered Accountants
F R No.002785S

Sriraam Alevoor M
Partner
M No.221354
UDIN:24221354BJZZZH3314

Place : Chennai
Date : 14th May 2024

TPL

Consolidated Balance Sheet as at 31st March, 2024

All amounts are in ₹ lakh unless otherwise stated

ASSETS	Notes	As at 31st March, 2024	As at 31st March, 2023
Non-Current Assets	**3A**	**29,352.35**	23,547.47
a) Property, Plant and Equipment	**3A**	**4,940.39**	10,254.57
b) Capital Work-in-Progress	**3B**	**1,068.44**	1,158.57
c) Right of Use-Assets			
d) Financial Assets			
i) Investments :			
(a) Other Investments	**4**	**1,492.44**	700.74
ii) Other Financial Assets	**5**	**1,511.49**	1,405.10
e) Other Non-Current Assets	**6**	**2,373.06**	567.01
Total - Non-Current Assets (A)		**40,738.17**	37,633.45
Current Assets			
a) Inventories	**7**	**12,285.68**	16,793.64
b) Financial Assets			
i) Trade Receivables	**8**	**9,616.23**	13,886.42
ii) Cash and Cash equivalents	**9A**	**16,760.99**	15,438.79
iii) Bank balances other than Cash and Cash equivalents	**9B**	**25,455.76**	21,893.69
iv) Other Financial Assets	**10**	**1,153.55**	734.85
c) Current Tax Assets (Net)	**11A**	**1,400.42**	1,204.36
d) Other Current Assets	**11B**	**1,655.76**	2,542.76
Total - Current Assets (B)		**68,328.39**	72,494.51
Non-Current Assets held for sale (C)	**12**	**-**	81.27
TOTAL ASSETS [(A) + (B)+(C)]		**1,09,066.56**	1,10,209.23
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	**13**	**8,997.15**	8,997.15
b) Other Equity	**14**	**76,949.29**	73,074.81
Total - Equity (A)		**85,946.44**	82,071.96
Liabilities			
Non-Current Liabilities			
a) Financial Liabilities			
i) Lease Liabilities	**15A**	**1,362.26**	1,329.28
ii) Other Financial Liabilities	**15B**	**179.24**	179.91
b) Provisions	**16**	**5,018.88**	5,324.88
c) Deferred Tax Liabilities (Net)	**17**	**1,499.91**	1,292.90
d) Other Non-Current Liabilities	**18**	**162.45**	-
Total - Non-Current liabilities (B)		**8,222.74**	8,126.97
Current Liabilities			
a) Financial Liabilities			
i) Borrowings	**19A**	**332.60**	6,191.76
(a) Lease Liabilities	**19B**	**104.14**	104.14
ii) Trade Payables			
Total Outstanding dues of Micro and Small Enterprises		**557.48**	271.51
Total Outstanding dues of Creditors other than Micro and Small Enterprises	**20**	**9,625.15**	8,998.96
iii) Other Financial Liabilities	**21**	**1,630.76**	2,324.01
b) Other Current Liabilities	**22**	**1,393.91**	743.56
c) Provisions	**23**	**1,253.34**	1,376.36
Total - Current Liabilities (C)		**14,897.38**	20,010.30
Total Liabilities [(B) + (C)]		**23,120.12**	28,137.27
TOTAL EQUITY AND LIABILITIES [(A) + (B) + (C)]		**1,09,066.56**	1,10,209.23
Basis of preparation, measurement and material accounting policies	**2**		
The accompanying notes form an integral part of Consolidated Financial Statements			

In terms of our report attached
For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

Sriraam Alevoor M
Partner
M.No. 221354

KT Vijayagopal
Whole-Time Director (Finance) & CFO
DIN:02341353

D Senthi Kumar
Whole-Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

TPL

Consolidated Statement of Profit and Loss for the year ended 31st March, 2024

All amounts are in ₹ lakh unless otherwise stated

	Notes	Year ended 31st March, 2024	Year ended 31st March, 2023
INCOME			
Revenue from operations	24	**1,66,857.17**	2,15,025.11
Other income	25	**3,663.52**	2,485.61
TOTAL INCOME		**1,70,520.69**	2,17,510.72
EXPENSES			
Cost of Materials Consumed	26	**95,500.10**	1,22,874.47
Purchase of Stock-in-Trade	27	**74.17**	4,428.60
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	28	**1,890.36**	(2,220.75)
Employee Benefits Expense	29	**4,938.70**	4,591.38
Finance Costs	30	**717.98**	682.40
Depreciation and Amortisation Expense	31	**2,262.45**	2,129.68
Other Expenses	32	**57,251.59**	72,600.60
TOTAL EXPENSE		**1,62,635.36**	2,05,086.37
PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX		**7,885.33**	12,424.35
Exceptional items - Income / (Expenses)	33	**(1,402.08)**	-
PROFIT AFTER EXCEPTIONAL ITEMS AND BEFORE TAX		**6,483.25**	12,424.35
TAX EXPENSES			
- Current tax		**1,269.85**	3,235.03
- Deferred tax	17	**207.01**	(229.12)
TOTAL TAX EXPENSE		**1,476.86**	3,005.91
PROFIT FOR THE YEAR		**5,006.39**	9,418.44
OTHER COMPREHENSIVE INCOME (OCI)			
(i) Items that will not be reclassified to Profit or (Loss)			
- Re-measurement of Defined Benefit Plan (Net of Tax)		**(3.94)**	(166.55)
(ii) Items that will be reclassified to Profit or (Loss)			
- Exchange differences in translating the financial statements of foreign operations		**221.59**	1,174.41
OTHER COMPREHENSIVE INCOME / (LOSSES)		**217.65**	1,007.85
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**5,224.04**	10,426.29
Earnings Per Equity Share of ₹ 10 each (Previous year - ₹ 10 each)			
Basic and Diluted		**5.56**	10.47
Basis of preparation, measurement and Material accounting policies	2		

The accompanying notes form an integral part of Consolidated Financial Statements

In terms of our report attached
For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

Sriraam Alevoor M
Partner
M.No. 221354

KT Vijayagopal
Whole-Time Director (Finance) & CFO
DIN:02341353

D Senthi Kumar
Whole-Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

TPL

Consolidated Statement of Changes in Equity for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
A.	**Equity Share Capital**		
	Balance as at the beginning of the year	8997.15	8997.15
	Changes in equity share capital during the year	-	-
	Restated balance at the beginning of the year	8997.15	8997.15
	Changes in equity share capital during the year	-	-
	Balance as at the end of the year	8997.15	8997.15

B. Other Equity

	Reserves and Surplus			Other Comprehensive Income		Total
	General Reserve	Securities Premium	Surplus in Statement of Profit & Loss	Remeasurement of Defined Benefit Plan	Exchange Gain/ (Loss) arising on translation of foreign Operations	
Balance as at April 01,2022	**15,888.35**	**4,611.57**	***43,911.57**	**(231.19)**	**1,167.36**	**65,347.66**
Profit for the year	-	-	9,418.44	-	-	9,418.44
Dividend on Equity Shares	-	-	(2,699.14)	-	-	(2,699.14)
Remeasurement of Defined Benefit Plan (Net)	-	-	-	(166.55)	-	(166.55)
Exchange differences in translating the financial statements of foreign operations	-	-	-	-	1,174.41	1,174.41
Balance as at March 31,2023	**15,888.35**	**4,611.57**	**50,630.87**	**(397.74)**	**2,341.77**	**73,074.81**
Balance as at April 01,2023	**15,888.35**	**4,611.57**	**50,630.87**	**(397.74)**	**2,341.77**	**73,074.81**
Profit for the year	-	-	5,006.39	-	-	5,006.39
Dividend on Equity Shares	-	-	(1,349.57)	-	-	(1,349.57)
Remeasurement of Defined Benefit Plan (Net)	-	-	-	(3.94)	-	(3.94)
Exchange differences in translating the financial statements of foreign operations	-	-	-	-	221.59	221.59
Balance as at March 31,2024	**15,888.35**	**4,611.57**	**54,287.68**	**(401.68)**	**2,563.35**	**76,949.27**

* Net of adjustment depreciation on revaluation of factory buildings refer Note 14(C)

This is the Statement of Changes in Equity referred to in our report of even date.

The accompanying notes form an integral part of Consolidated Financial Statements
In terms of our report attached

For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

Sriraam Alevoor M
Partner
M.No. 221354

KT Vijayagopal
Whole-Time Director (Finance) & CFO
DIN:02341353

D Senthi Kumar
Whole-Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Consolidated Cash Flow Statement for the year ended 31st March, 2024

All amounts are in ₹ lakh unless otherwise stated

			Year ended 31st March, 2024		Year ended 31st March, 2023
A	**CASH FLOWS FROM OPERATING ACTIVITIES:**				
	Profit Before Tax after exceptional items		**6,483.25**		12,424.35
	Adjustments for:				
	Depreciation on Property, Plant and Equipment, ROU assets,	**2,262.45**		2,129.68	
	Profit on Sale of Property, Plant and Equipment	**(491.75)**		(200.09)	
	Profit on Sale of Investment	**(2.35)**		(9.29)	
	Finance costs	**717.98**		682.40	
	Interest income	**(1,713.43)**		(1,883.05)	
	Provision for diminution in the value of investment	**15.60**		-	
	Provision no longer required written back	**-**		(44.05)	
	Employee benefit obligation	**(5.27)**		(222.57)	
	Exchange differences in translating the financial statements of foreign operations	**221.59**		1,174.41	
			1,004.82		1,627.43
	Operating profit before working capital changes		**7,488.07**		14,051.77
	Adjustments for (increase) / decrease in operating assets:				
	- Inventories	**4,507.96**		(2,535.50)	
	- Trade receivables	**4,270.19**		(2,636.83)	
	- Other financial assets	**(117.32)**		646.36	
	- Other assets	**887.00**		(368.01)	
	Adjustments for increase / (decrease) in operating liabilities:				
	- Trade payables	**912.16**		3,091.55	
	- Provision and other current liabilities	**228.67**		(272.94)	
	- Other financial liabilities	**(583.12)**		121.75	
			10,105.55		(1,953.63)
	Cash generated from operations		**17,593.62**		12,098.15
	Income Tax paid (Net of refunds)		**(1,468.60)**		(3,370.10)
	Net cash (used in) / generated from operating activities - (A)		**16,125.02**		8,728.04
B	**CASH FLOWS FROM INVESTING ACTIVITIES:**				
	Capital Expenditure (Including Capital Work In Progress and Capital Advances)	**(4,480.39)**		(8,478.49)	
	Proceeds from sale of Property, Plant and Equipment and Investment Property	**581.00**		293.96	
	Proceeds from Sale of Investments	**2.35**		27.19	
	Investments in / (Sale of) Equity shares	**(807.29)**		(580.05)	
	Proceeds/(Investment) in Fixed deposits with Bank	**(3,141.15)**		3,039.82	
	Interest received - others	**1,305.68**		1,867.58	
	Bank balances not considered as cash and cash equivalents	**(420.92)**		(1,994.43)	
			(6,960.73)		(5,824.42)
	Net cash (used in) / generated from investing activities - (B)		**(6,960.73)**		(5,824.42)

Consolidated Cash Flow Statement for the year ended 31st March, 2023

All amounts are in ₹ lakh unless otherwise stated

		Year ended 31st March, 2024		Year ended 31st March, 2023
C CASH FLOWS FROM FINANCING ACTIVITIES:				
Payment of lease liabilities	**(104.14)**		(104.33)	
(Repayment) / Proceeds from Short-term borrowings	**(5,859.16)**		1,970.09	
Finance costs	**(580.87)**		(544.04)	
Dividends paid	**(1,297.92)**		(2,554.09)	
		(7,842.09)		(1,232.38)
Net cash (used in)/generated financing activities – C		**(7,842.09)**		(1,232.38)
Net increase/(decrease) in cash and cash equivalents – (A+B+C)		**1,322.21**		1,671.25
Add: Cash and cash equivalents at the beginning of the year		**15,438.79**		13,767.54
Cash and cash equivalents at the end of the year (Refer Note 9A)		**16,760.99**		15,438.79
Net increase / (decrease) in cash and cash equivalents		**1,322.21**		1,671.25

The above Cash Flow Statement has been prepared under the "indirect method" as set out in Indian Accounting Standard (IND AS 7) - Statement of Cash Flow.

Figures in bracket represent cash out flows

The accompanying notes form an integral part of the consolidated financial statements

Change in Liability arising from Financing Activities:

	1st April, 2023	Cash flows	**31st March, 2024**
Borrowing – Current (Refer Note 19A)	6,191.75	(5,859.16)	**332.59**
	6,191.75	(5,859.16)	**332.59**

	1st April, 2022	Cash flows	**31st March, 2023**
Borrowing – Current (Refer Note 19A)	4,221.66	1,970.09	**6,191.75**
	4,221.66	1,970.09	**6,191.75**

The accompanying notes form an integral part of Consolidated Financial Statements

In terms of our report attached

For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

Sriraam Alevoor M
Partner
M.No. 221354

KT Vijayagopal
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D Senthi Kumar
Whole-Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

1. **General Information:**

Corporate Information

The Tamilnadu Petroproducts Limited (the 'Group') is a public limited Company domiciled in India with its registered office located at Manali Express Highway, Manali, Chennai - 600068 jointly promoted by Southern Petrochemical Industries Corporation Limited (SPIC) and Tamilnadu Industrial Development Corporation Limited (TIDCO). The Group is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The consolidated financial statements ("CFS") relates to Tamilnadu Petroproducts Limited ("the Parent"), its subsidiaries (together, "the Group").

The details of subsidiaries, jointly controlled entity and associate of the Group are as given below

Name of the Group	Relationship	Country of incorporation	Proportion of ownership interest	Accounts drawn upto / whether Audited
Certus Investment and Trading Ltd	Subsidiary	Mauritius	100 %	31.03.2024 Audited
Certus Investment and Trading(S) Pvt. Ltd*	Subsidiary	Singapore	100 %	31.03.2024 Audited

*Shareholding is through Certus Investment & Trading Limited

The Group is primarily engaged in the manufacturing and sale of petrochemical products viz., Linear Alkyl Benzene (LAB), Caustic Soda, Chlorine and Propylene Oxide.

2. **Basis of preparation, measurement and significant accounting policies**

2.1 Basis of Preparation and Measurement

(a) Basis of preparation and consolidation

These Consolidated Financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The Consolidated Financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle, paragraph 66 and 69 of Ind AS 1 and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

An asset is treated as current when it is

a. Expected to be realised or intended to be sold or consumed in normal operating cycle:

b. Held primarily for the purpose of trading;

c. Expected to be realised within twelve months after the reporting period; or

d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when

a. It is expected to be settled in normal

b. It is held primarily for the purpose of trading;

c. It is due to be settled within twelve months after the reporting period; or

d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Group has ascertained it's operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

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

Subsidiaries are entities where the group exercise control or hold more than one-half of its total share capital. The net assets and results of acquired businesses are included in the consolidated financial statements from their respective dates of acquisition, being the date on which the Group obtains control. The results of disposed businesses are included in the consolidated financial statements up to their date of disposal, being the date control ceases.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year. The consolidated financial statements of the Group and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intragroup balances, intra-group transactions and the unrealized profits/losses, unless cost/revenue cannot be recovered.

The Consolidated Financial statements are presented in ₹, the functional currency of the Group. Items included in the financial statements of the Companies are recorded using the currency of the primary economic environment in which the Group operates (the 'functional currency').

Transactions and balances with values below the rounding off norm adopted by the group have been reflected as "0" in the relevant notes to these financial statements.

The Consolidated Financial statements of the Group for the year ended March 31, 2024 were approved for issue in accordance with the resolution of the Board of Directors on May 14, 2024.

(b) **Basis of measurement:**

These Consolidated Financial statements are prepared under the historical cost convention unless otherwise indicated.

2.2 Key accounting estimates and judgments:

In the application of the Group's accounting policies the Management of the Group is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities, revenue and expenses that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

The areas involving critical estimates or judgments are:

i. **Depreciation and amortization:** Depreciation and amortization is based on management estimates of the future useful life and residual value of certain class of property, plant and equipment and intangible assets. Useful life and residual value of an asset is determined by the Management at the time an asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life.

ii. **Employee Benefits:** The present value of the employee benefits obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) includes the discount rate, wage escalation and employee attrition. Any changes in these assumptions will impact the carrying amount of obligations. The discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations. Actuarial gains/losses relating to defined benefit obligation is recognized in Other Comprehensive income. The sensitivity analysis for changes in estimates is disclosed under relevant Notes.

iii. **Provision and contingencies:** Provisions and contingencies are based on the Management's best estimate of the liabilities based on the facts known at the balance sheet date.

iv. **Estimation of net realizable value of inventories:** Inventories are stated at the lower of cost and net realizable value. In estimating the net realizable value of inventories, the Group makes an estimate of future selling prices and cost necessary to make the sale.

v. **Fair valuation:** Fair value is the market based measurement of observable market transaction or available market information.

vi. **Taxes:** Significant judgments are required in determining the provision for taxes including the amount expected to be paid/recovered for uncertain tax positions.

The principal accounting policies are set out below:

2.3 Basis of consolidation:

a) Subsidiaries:

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control is acquired until the date on which control ceases to exist.

b) Foreign currency translation:

The consolidated financial statements are presented in Indian Rupee, which is the parent functional and presentation currency and include the financial position and results in respect of foreign operations, initially measured using the currency of the primary economic environment in which the entity operates (i.e. their functional currency) and translated as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet;
- income and expenses are translated at average exchange rates;
- all resulting exchange differences are recognized in other comprehensive income;

The principal accounting policies are set out below:

2.4 Revenue recognition:

The Group derives revenue primarily from sale of industrial intermediate chemicals viz Linear Alkyl Benzene, Caustic Soda Lye and its Derivatives, besides Propylene Oxide.

Revenue from sale of goods or services is recognized when it is probable that the entity will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

Revenue from sale of products is recognized when control of products being sold is transferred to customer and when there are no longer any unfulfilled obligations. The performance obligations in contracts are considered as fulfilled in accordance with the terms agreed with the respective customers.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Group as part of the contract.

The Group considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (taxes collected on behalf of Government etc.) .

Interest income is recognized using effective interest method. Dividend income is recognized at the time when the right to receive is established by the reporting date. Other incomes have been recognized on accrual basis in the financial statements, except when there is uncertainty of collection. Foreign currency gain or loss is reported on net basis and includes gain or loss in respect of concluded forward contracts.

Export Incentive:

Export benefits in the nature of focus market scheme are accrued in the year of exports based on the eligibility taking into consideration the prevailing regulations/policies and when there is no uncertainty in receiving the same. Adjustments, if any, to the amounts recognized in accordance with the accounting policy, based on final determination by the authorities, would be dealt with appropriately in the year of final determination and acceptance.

2.5 Foreign currencies:

In preparing the financial statements of the Group, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognized in profit or loss in the period in which they arise except for exchange differences on transactions entered into in order to hedge certain foreign currency risks, which are recognised in Other comprehensive income and later to statement of profit and loss.

2.6 Borrowing costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are expensed in the period in which they are incurred.

2.7 Employee benefits

Employee benefits include provident fund, employee state insurance scheme, gratuity fund and compensated absences.

a) Defined contribution plans

The Group's contribution to provident fund and employee state insurance scheme are considered as defined contribution plans and are recognized as an expense when employees have rendered service entitling them to the contributions.

With regard to PF contribution made by the group to a Government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Group has no further defined obligations beyond the monthly contributions.

b) Defined benefit plans

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out by an independent actuary at the end of each reporting period. Defined benefit costs are categorized as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Re-measurement

The Group presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Curtailment gains and losses are accounted for as past service costs. Past service cost is recognized in profit or loss in the period of a plan amendment.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

c) Short-term employee benefits:

Short term employee benefits including accumulated compensated absences as at the Balance Sheet date are recognized as an expense as per Group's schemes based on expected obligation on an undiscounted basis.

d) Other long-term employee benefits:

Other Long term employee benefit comprise of leave encashment which is provided for based on the actuarial valuation carried out as at the end of the year.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

2.8 Earnings per share:

Basic earnings per share is computed by dividing the profit/ (loss) attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) attributable to equity shareholders as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations.

2.9 Taxes on Income:

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the Statement of Profit and Loss except to the extent it relates to items recognized directly in equity, in which case it is recognized in equity.

- **Current tax**

Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961.

Current tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity)..

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realise the assets and settle the liability simultaneously.

- **Deferred tax**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences and tax losses can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. Deferred tax assets include unused tax credits.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax relating to items recognised outside the Statement of Profit and Loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or in equity).

Deferred income taxes are not recognized on undistributed earnings of subsidiaries where it is expected that earnings of subsidiaries will not be distributed in the foreseeable future.

- **Current and deferred tax for the year**

  Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

2.10 Property, plant and equipment and Capital Work-in-progress

A. Owned Assets

Property, plant and equipment are stated in the Balance Sheet at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price, attributable expenditure incurred in bringing the asset to its working condition for the intended use and cost of borrowing till the date of capitalization in the case of assets involving material investment and substantial lead time.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation is provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of following categories of assets in whose case the life of certain assets has been assessed based on technical advice taking into account the nature of the asset, the estimated usage of the asset, the operating condition of the asset, past history of replacement, maintenance support etc.

i) Plant and Machinery - 5 to 25 years

ii) Office Equipment - 3 years

iii) Furniture & Fixtures - 5 years

iv) Vehicles - 5 years

Each major part of property, plant and equipment with a cost that is significant in relation to its total cost of the item is depreciated separately.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. Land is not depreciated.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the statement of profit or loss.

B. Leased Assets

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

(i) the contract involves the use of an identified asset

(ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and

(iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognises a right-of-use asset (“ROU”) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases of low value assets. For these short-term and leases of low value assets, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement.

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

C. Capital work-in-progress

Capital work-in-progress comprises of property, plant and equipment that are not ready for their intended use at the end of reporting period and are carried at cost comprising direct costs, related incidental expenses, other directly attributable costs and borrowing costs.

Temporarily suspended projects do not include those projects where temporary suspension is a necessary part of the process of getting an asset ready for its intended use.

2.11 Investment Property:

Investment property represents property held to earn rentals or for capital appreciation or both.

Investment property are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. The best evidence of fair value is current prices in an active market for similar properties. The market rate for sale/purchase of such premises are representative of fair values. Group investment properties are at a location where active market is available for similar kind of properties. Hence, fair value is ascertained on the basis of market rates prevailing for similar properties in those location.

Pursuant to transition to Ind AS, the Group has elected to continue with the carrying value of all of its Investment Properties as per the previous GAAP as its deemed cost on the transition date.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Statement of Profit and Loss in the period of derecognition.

2.12 Intangible Assets:

a) Measurement at recognition:

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Research costs are not capitalized and the related expenditure is recognized in the Statement of Profit and Loss in the period in which the expenditure is incurred. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

b) Amortization:

Intangible assets with finite useful life are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. An intangible asset with an indefinite useful life is not amortized.

The amortization period and the amortization method for intangible assets are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

c) Derecognition:

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the Derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.

2.13 Impairment of assets:

The Group assesses at each reporting date whether there is an indication that an asset/cash generating unit may be impaired. If any indication exists the Group estimates the recoverable amount of such assets and if carrying amount exceeds the recoverable amount, impairment is recognized. The recoverable amount is the higher of the fair value less its cost of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using an appropriate pre-tax discount factor.

Investments in subsidiaries and associates are reviewed for impairment if there is an indication that carrying amount may not be recoverable.

Impairment losses, if any, are recognized in the statement of profit and loss and included in the depreciation and amortization expense When there is indication that previously recognized impairment loss no longer exists or may have decreased due to change in estimates used to determine the asset's recoverable amount since the last impairment loss was recognized such reversal of impairment loss is recognized in the statement of profit or loss. The increased carrying amount of an asset attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined (net of amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

2.14 Inventories:

Raw materials and other inventories are valued at lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. Net realizable value represents the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale.

The method of determination of cost of various categories of inventories is as follows:

- Raw material, Stores and spares – Weighted average cost.
- Finished goods and Work-in-process – Weighted average cost of production which comprises of direct material costs, direct wages and applicable overheads.
- Stock-in-trade – Weighted average cost

Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition. Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads and other costs incurred in bringing the inventories to their present location and condition'.

Fixed overheads are allocated on the basis of normal production facilities.

Goods in transit are stated at actual cost incurred up to the reporting date.

2.15 Exceptional item:

Significant gains/losses or expenses incurred arising from external events that is not expected to recur are disclosed as 'Exceptional item'.

2.16 Provisions, contingent liabilities and contingent assets:

Provisions are recognized only when there is a present obligation (legal and constructive) as a result of past events and when a reasonable estimate of the amount of obligation can be made. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are disclosed for (i) possible obligation which will be confirmed only by future events not wholly within the control of the Group or (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognized. It is disclosed only when the inflow of economic benefits is probable.

2.17 Financial instruments:

Financial assets and financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

2.18 Financial assets:

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

2.19 Classification of financial assets:

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

  Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognized in profit or loss for Fair value through other comprehensive income (FVTOCI) debt instruments. For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognized in profit or loss and other changes in the fair value of FVTOCI financial assets are recognized in other comprehensive income and accumulated under the heading of ‘Reserve for debt instruments through other comprehensive income’. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

2.20 Assets held for sale:

Non-current assets or disposal groups comprising of assets and liabilities are classified as ‘held for sale’ when all the following criteria are met: (i) decision has been made to sell, (ii) the assets are available for immediate sale in its present condition, (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

Subsequently, such non-current assets and disposal groups classified as 'held for sale' are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised.

2.21 Effective interest method:

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the "Other income" line item.

2.22 Investments in Subsidiaries, Associates and Joint Ventures:

Investments in Subsidiaries, Associates and Joint Ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

2.23 Investments in equity instruments at FVTOCI

On initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

Dividends on these investments in equity instruments are recognized in profit or loss when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognized in profit or loss are included in the 'Other income' line item.

2.24 Financial assets at fair value through profit or loss (FVTPL):

Investments in equity instruments are classified as at FVTPL, unless the Group irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortized cost criteria or FVTOCI criteria are measured at FVTPL. In addition, debt instruments that meet the amortized cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortized cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognizing the gains and losses on them on different bases. The Group has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognized when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

2.25 Impairment of financial assets:

The Group applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Group estimates cash flows by considering all contractual terms of the financial instrument through the expected life of that financial instrument.

The Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Group measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Group again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Group uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Group always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Group has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognized in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

2.26 Derecognition of financial assets:

The Group derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety, the Group allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

2.27 Foreign exchange gains and losses:

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortized cost and FVTPL, the exchange differences are recognized in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognized in other comprehensive income.

For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognized in profit or loss and other changes in the fair value of FVTOCI financial assets are recognized in other comprehensive income.

2.28 Financial liabilities and equity instruments:

a. Classification as debt or equity

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

b. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Group’s own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Group’s own equity instruments.

c. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Group, and commitments issued by the Group to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

d. Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Group as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Group as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;

- the financial liability forms part of group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognized in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income

would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognized in profit or loss. The remaining amount of change in the fair value of liability is always recognized in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognized in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Group that are designated by the Group as at fair value through profit or loss are recognized in profit or loss.

e. Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

f. **Foreign exchange gains and losses**

For financial liabilities that are denominated in a foreign currency and are measured at amortized cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortized cost of the instruments and are recognized in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognized in profit or loss.

g. **De-recognition of financial liabilities**

The Group derecognizes financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
3A	**(a) Property, Plant and Equipment and Capital work-in-progress**		
	Land	**1,687.33**	1,687.33
	Buildings	**87.68**	125.20
	Plant and Machinery	**27,480.16**	21,666.85
	Furniture and Fixtures	**21.18**	12.09
	Office Equipments	**39.11**	11.43
	Vehicles	**36.89**	44.57
	Total Property, plant and equipment	**29,352.35**	23,547.47
	(b) Capital work-in-progress	**4,940.39**	10,254.57

Gross Block	Land	Buildings	Plant & Machinery	Furniture & Fixtures	Office Equipment	Vehicles	Total
Balance at 31st March, 2022	1,687.33	1,012.44	34,433.13	30.08	169.60	75.11	37,407.69
- Additions	-	57.08	547.69	8.52	23.07	-	636.36
- Disposals	-	(1.57)	(265.74)	(1.10)	(11.52)	(0.34)	(280.27)
Balance at 31st March, 2023	**1,687.33**	**1,067.95**	**34,715.08**	**37.50**	**181.15**	**74.77**	**37,763.78**
- Additions	-	29.36	7,882.64	12.63	49.89	10.68	7,985.20
- Disposals	-	-	(8.94)	-	(6.06)	(20.43)	(35.43)
Balance at 31st March, 2024	**1,687.33**	**1,097.31**	**42,588.78**	**50.13**	**224.98**	**65.02**	**45,713.55**

Accumulated Depreciation and Impairment	Land	Buildings	Plant & Machinery	Furniture & Fixtures	Office Equipment	Vehicles	Total
Balance at 31st March, 2022	-	875.02	11,334.52	24.65	153.33	15.06	12,402.58
- Depreciation expense	-	69.31	1,925.33	1.86	27.91	15.14	2,039.55
- Eliminated on disposals	-	(1.57)	(211.62)	(1.10)	(11.52)	-	(225.81)
Balance at 31st March, 2023	**-**	**942.76**	**13,048.23**	**25.41**	**169.72**	**30.20**	**14,216.32**
- Depreciation expense	-	66.87	2,066.04	3.54	22.21	13.66	2,172.32
- Eliminated on disposals	-	-	(5.65)	-	(6.06)	(15.73)	(27.44)
Balance at 31st March, 2024	**-**	**1,009.63**	**15,108.62**	**28.95**	**185.87**	**28.13**	**16,361.20**
Carrying amount at 31st March, 2024	**1,687.33**	**87.68**	**27,480.16**	**21.18**	**39.11**	**36.89**	**29,352.35**
Carrying amount at 31st March, 2023	**1,687.33**	**125.20**	**21,666.85**	**12.09**	**11.43**	**44.57**	**23,547.47**

Capital work in progress movement	Total
Balance at 31st March, 2022	**2,673.64**
- Additions during the year	7,726.50
- Capitalised during the year	(145.57)
Balance at March 31, 2023	**10,254.57**
- Additions during the year	1,347.31
- Capitalised during the year	(6,661.49)
Balance at 31st March, 2024	**4,940.39**

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

3A (b) Capital work-in-progress ageing

(i) Ageing for capital work-in-progress as at March 31, 2024 is as follows:

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	more than 3 years	
Projects in progress	1,436.04	1,093	2,411.40	-	4,940.39
Projects temporarily suspended	-	-	-	-	-
Total	**1,436.04**	**1,092.96**	**2,411.40**	**-**	**4,940.39**

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

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total*
	Less than 1 year	1-2 years	2-3 years	more than 3 years	
Projects in progress	7,838.44	2,416.13	-	-	10,254.57
Projects temporarily suspended	-	-	-	-	-
Total	**7,838.44**	**2,416.13**	**-**	**-**	**10,254.57**

	As at 31st March, 2024	As at 31st March, 2023
3B Right of Use-Asset		
Right-of-Use Asset	**1,068.44**	1,158.57
	1,068.44	1,158.57

Gross Block	Leasehold Land*	Leasehold Building	Total
Opening balance as at 1st April, 2022	**690.55**	**604.02**	**690.55**
- Additions	**-**	**-**	**0.00**
- Deletions	**-**	**-**	0.00
Opening balance as at 1st April, 2023	**690.55**	**604.02**	**1,294.57**
- Additions	-	-	-
- Deletions	-	-	-
Balance at 31st March, 2024	**690.55**	**604.02**	**1,294.57**

Accumulated Depreciation	Leasehold Land*	Leasehold Building	Total
Opening balance as at 1st April, 2022	**40.28**	**5.59**	**45.87**
- Depreciation expense	23.02	67.11	90.13
- Disposals	-	-	-
Opening balance as at 1st April, 2023	**63.30**	**72.71**	**136.00**
- Depreciation expense	23.02	67.11	90.13
- Disposals	-	-	-
Balance at 31st March, 2024	**86.32**	**139.82**	**226.14**
Net book value as on 31st March, 2024	**604.23**	**464.20**	**1,068.44**
Net book value as on 31st March, 2023	**627.25**	**531.31**	**1,158.57**

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

				As at 31st March, 2024	As at 31st March, 2023
4	**Investments**				
	Non-current investments:				
	Investments at Cost:				
	(A)	**Other Investments: Unquoted**			
		(a)	Ushdev Engitech Limited		
			22,463 (31st March 2023 : 22,463) Equity Shares of ₹10 each fully paid up.	**2.24**	2.24
			Less: Provision for dimunition in fair value	**(2.24)**	
		(b)	Watsun Infrabuild Private Limited.	**88.00**	88.00
			8,80,000 (31st March 2023 : 880,000) Equity shares of ₹10 each fully paid up		
		(C)	AM Foundation	**0.16**	0.16
			1,600 (31st March 2023: 1,600) Equity shares of ₹ 10 each fully paid up.		
		(d)	Nagai Power Private Limited		
			133,440 (31st March 2023 : 133,440) Equity shares of ₹10 each fully paid up.	**13.35**	13.35
			Less: Provision for dimunition in fair value	**(13.35)**	
		(e)	Dalavaipuram Renewables Private Limited	**1,387.35**	580.05
			1,38,73,542 (31st March 2023: 58,00548) Equity shares of ₹10 each fully paid up.		
		Total - Other investments (A)		**1,475.51**	683.81
	(B)	**Other Investments: Unquoted - Fair value through profit and loss (FVTPL)**			
		SEPC Power (Private) Limited			
		1,00,000 (31st March 2023: 100,000) Equity shares of ₹10 each fully paid up.		**16.93**	16.93
		Total - Other investments (B)		**16.93**	16.93
		Aggregate amount of unquoted investments (A+B)		**1,492.44**	700.74
5	**Other financial assets**				
	Security deposits			**1,511.49**	1,405.10
				1,511.49	1405.10
6	**Other Non-Current assets**				
	Capital advances			**2,363.04**	553.67
	Others*			**10.02**	13.34
				2,373.06	567.01

* Refers to unamortised portion of deposits paid for usage of Effluent Treatment Plant and Leased Premises.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
7	**Inventories**		
	Inventories		
	- Raw materials	**6,955.97**	9,419.75
	- Finished goods	**2,881.55**	4,771.91
	- Stores and spares	**2,448.16**	2,601.98
		12,285.68	16,793.64

Note:

Finished goods are valued at lower of cost and net realisable value and raw material, Stores and spares, Work-in-progress are valued at weighted average cost

		As at 31st March, 2024	As at 31st March, 2023
8	**Trade receivables**		
	Considered good - Secured	**-**	-
	Considered good - Unsecured	**9,616.23**	13,886.42
	Trade Receivables which have significant increase in credit risk	**-**	-
	Trade Receivables - credit impaired	**33.73**	33.73
	Impairment Allowance (Allowance for doubtful debts)	**(33.73)**	(33.73)
		9,616.23	13,886.42

8(A) Ageing for trade receivables – Current outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	8,681.47	960.22	8.27	-	-	-	9,649.96
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
Total	**8,681.47**	**960.22**	**8.27**	**-**	**-**	**-**	**9,649.96**
Less: Allowance for expected credit loss							(33.73)
Total Trade Receivables							**9,616.23**

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

8(B) Ageing for trade receivables – Current outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	13,864.47	22.74	-	30.42	2.52	-	13,920.15
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-	-
Total	**13,864.47**	**22.74**	**-**	**30.42**	**2.52**	**-**	**13,920.15**
Less: Allowance for expected credit loss							(33.73)
Total Trade Receivables							**13,886.42**

	As at 31st March, 2024	As at 31st March, 2023
9(A) Cash and Cash equivalents		
Balances with Banks		
- In current accounts	**8,503.57**	13,052.64
- Bank Deposits with maturity less than 3 months	**8,255.68**	2,384.29
Cash on hand	**1.74**	1.86
Total (A)	**16,760.99**	15,438.79
9(B) Bank balances other than Cash and Cash equivalents		
Unspent CSR account	**68.14**	78.88
Margin money deposits	**2,958.52**	2,578.51
Unclaimed dividend account (Refer note 21)	**404.44**	352.79
Other Fixed deposits #	**22,024.66**	18,883.51
Total (B)	**25,455.76**	21,893.69
Total Cash and Cash equivalents (A+B)	**42,216.75**	37,332.48

represents deposits with original maturity more than three months but less than twelve months.

10 Other Financial Assets		
Security deposits	**81.19**	70.25
Interest accrued on Deposits	**1,072.36**	664.60
	1,153.55	734.85

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
11.A	**Current Tax Assets (Net)**		
	Advance income tax (net of provision)	**1,400.42**	1,204.36
		1400.42	1204.36
11 B	**Other Current assets**		
	Advances given to Suppliers	**697.90**	1,534.86
	Prepaid expenses	**870.58**	563.70
	Balances with Government Authorities		
	(i) GST Input Tax Credit	**49.70**	412.05
	(ii) Balances with Customs, Sales tax and Excise Authorities	**34.27**	28.23
	Others*	**3.31**	3.92
		1,655.76	2,542.76

* Refers to unamortised portion of deposits paid for usage of Effluent Treatment Plant and Leased Premises.

12	**Asset held for Sale:**		
	Plant & Machinery	**-**	81.27
		-	81.27
13	**Equity Share Capital**		
	Authorised Share capital :		
	200,000,000 (as at 31st March 2023: 200,000,000) fully paid equity shares of ₹10 each.	**20,000.00**	20,000.00
	Issued		
	89,976,899 (as at 31st March 2023: 89,976,899) equity shares of ₹10 each.	**8,997.69**	8,997.69
	Subscribed and fully paid up		
	89,971,474 (as at 31st March 2023: 89,971,474) equity shares of ₹10 each.	**8,997.15**	8,997.15
		8,997.15	8,997.15

13.01 In December 1993, the Group came out with Rights cum Public Issue of Equity Shares. The difference between issued and subscribed capital of 5,425 shares (previous year 5,425 shares) is due to said shares kept in abeyance under Section 126 of the Companies Act, 2013.

13.02 There has been no movement in the Share Capital during the period. The Group has only one class of equity shares having a par value of ₹ 10 per share. Each holder of the equity shares is entitled to one vote per share. In the event of repayment of Share Capital, the same will be in proportion to the number of equity shares held.

	Number of shares	Amount
Balance as at 1st April, 2022	8,99,71,474	8,997.15
Movements	-	-
Balance as at 31st March, 2023	8,99,71,474	8,997.15
Movements	-	-
Balance as at 31st March, 2024	8,99,71,474	8,997.15

Fully paid equity shares, which have a par value of ₹10, carry one vote per share and carry a right to dividends.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

13.03 Details of shareholdings by the Promoters of the Group

Promoter Name	As at 31st March, 2024		As at 31st March, 2023		% Change in the year
	No.of shares held	% of holding	No.of shares held	% of holding	
Fully paid-up equity shares					
Tamilnadu Industrial Development Corporation Limited	**1,58,43,751**	**17.61**	1,58,43,751	17.61	-
Southern Petrochemical Industries Corporation Limited	**1,52,34,375**	**16.93**	1,52,34,375	16.93	-
Total Promoters' shareholding outstanding	**3,10,78,126**	**34.54**	3,10,78,126	34.54	-

13.04 Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Group

Shareholder Name	As at 31st March, 2024		As at 31st March, 2023	
	No.of shares held	% of holding	No.of shares held	% of holding
Fully paid-up equity shares				
Tamilnadu Industrial Development Corporation Limited	**1,58,43,751**	**17.61**	1,58,43,751	17.61
Southern Petrochemical Industries Corporation Limited	**1,52,34,375**	**16.93**	1,52,34,375	16.93
Total outstanding	**3,10,78,126**	**34.54**	3,10,78,126	34.54

	As at 31st March, 2024	As at 31st March, 2023
14(A) Other Equity		
I. Reserves and Surplus		
A. General reserve	**15,888.35**	15,888.35
B. Securities premium	**4,611.57**	4,611.57
C. Surplus in Statement of Profit and Loss	**54,287.69**	50,630.87
II. Other Comprehensive income		
D. Remeasurement of Defined Benefit Liabilities	**(401.68)**	(397.74)
E. Exchange Gain / (Loss) arising on translation of foreign operations	**2,563.36**	2,341.76
	76,949.29	73,074.81
A. General reserve		
Balance at beginning of year	**15,888.35**	15,888.35
Movements	**-**	-
Balance at end of year	**15,888.35**	15,888.35
B. Securities premium		
Balance at beginning of year	**4,611.57**	4,611.57
Movements	**-**	-
Balance at end of year	**4,611.57**	4,611.57
C. Surplus in Statement of Profit and Loss		
Balance at beginning of year	**50,630.87**	43,911.57 *
(Add): Profit for the year	**5,006.39**	9,418.44
Less: Dividend	**(1,349.57)**	(2,699.14)
Closing balance	**54,287.69**	50,630.87

* Net of adjustment of ₹ 472.59 Lakhs relating to depreciation on revaluation carried out on factory buildings which have reached their economic life in an earlier year.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
D.	**Re-measurement of Defined Benefit Plan**		
	Balance at beginning of year	**(397.74)**	(231.19)
	Movements	**(3.94)**	(166.55)
	Closing balance	**(401.68)**	(397.74)
E.	**Exchange Gain / (Loss) arising on translation of foreign operations**		
	Balance at beginning of year	**2,341.76**	1,167.36
	Movements	**221.60**	1,174.40
	Closing balance	**2,563.36**	2,341.76

(B) Nature and purpose of reserves

a. **General Reserve:** This Reserve is created by an appropriation from one component of equity generally surplus in statement of Profit and Loss (Retained Earnings) to another, not being an item of Other Comprehensive Income. The same can be utilized in accordance with the provisions of the Companies Act, 2013.

b. **Securities Premium:** This Reserve represents the premium on issue of shares in earlier years and can be utilized in accordance with the provisions of the Companies Act, 2013.

c. **Surplus in Statement of Profit and Loss:** Surplus in Statement of Profit and Loss are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholder

d. **Items of Other Comprehensive Income**

i) **Remeasurements of Net Defined Benefit Plans:** It represent different between actuarial assumption on interest income on Plan asset and actuals, besides movement in plan liabilities due to changes in actuarial assumptions including experience adjustments.

ii) **Exchange differences on translating the financial statements of foreign operations:** This Reserve contains (a) accumulated balance of foreign exchange differences from translation of the financial statements of the Group's foreign operations arising at the time of consolidation of such entities and (b) accumulated foreign exchange differences arising on monetary items that, in substance, form part of the Group's net investment in a foreign operation. Such foreign exchange differences are recognised in Other Comprehensive Income. Exchange differences previously accumulated in this Reserve are reclassified to profit or loss on disposal of the foreign operation.

15(A) Financial liabilities - (Non-Current)

Lease Liabilities	**1,362.26**	1,329.28
	1,362.26	1,329.28

a) The above includes ₹ 918.56 lakhs of future lease commitment in respect of lease hold land from Government of Tamilnadu estimated on the basis of increase in guideline value (as indicated in the earlier lease agreement which expired as at 12th June 2020) accounted in compliance with Ind AS 116 - Leases, pending approval of application for renewal of lease submitted by the Company.

b) Discounting borrowing rate adopted for fair valuation of future lease liabilities :-

- Lease hold Land - 11% pa

- Lease hold buildings - 10% pa

15(B) Other financial liabilities (Non-Current)

Security deposit	**162.31**	162.98
Other payables*	**16.93**	16.93
Total	**179.24**	179.91

*Other payable represents advance received against sale of equity interests (100000 equity shares) in SEPC Power (Private) Limited upon completion of power project.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
16	**Provisions (Non-Current)**		
	Provision for:		
	Compensated absences	**426.51**	460.34
	Provision for Litigated claims and statutory dues (Refer to note 35A)	**4,592.37**	4,864.54
		5,018.88	5,324.88
17	**Deferred tax balances (Non-Current)**		
	(a) Deferred tax liabilities in relation to :		
	- Property, plant and equipment	**2,961.86**	2,799.43
		2,961.86	2,799.43
	(b) Deferred tax assets in relation to :		
	- Provision for Employee benefits allowed on payment basis	**161.90**	161.90
	- Allowance for doubtful debts	**8.49**	8.49
	- Expenses allowable on payment basis	**1,191.40**	1,266.96
	- Provision for Lease Assets / (Liability) - Ind AS 116	**100.16**	69.18
		1,461.95	1,506.53
	(c) Deferred Tax Liability (net) (a-b)	**1,499.91**	1,292.90
	Opening Balance	**1,292.90**	1,522.02
	For the period based on effective tax rate method	**207.01**	(229.12)
	(d) Deferred tax liabilities (net)	**1,499.91**	1,292.90

	Year ended 31st March, 2024	Year ended 31st March, 2023
Reconciliation between book and taxable profits		
Profit before Income Taxes	**7,885.33**	12,424.35
Indian statutory income tax rate	**25.17%**	25.17%
Computed Expected Tax Expense	**1,984.74**	3,127.21
Tax effect of adjustments :		
- Tax Effect of non deductible expenses	**(714.89)**	107.82
- Income Tax Expense for the year	**1,269.85**	3,235.03
Deferred tax	**207.01**	(229.12)
Total income tax expense	**1,476.86**	3,005.91

		As at 31st March, 2024	As at 31st March, 2023
18	**Other non-current liabilities**		
	Others#	**162.45**	-
		162.45	-

Refers to unamortised portion of deposits received.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
19(A) Borrowings (Current)			
Secured Borrowings			
a.	Loans repayable on demand		
	(i) From banks	**332.60**	4,691.76
b.	Other Loans (Short term advances against Deposits)	**-**	1,500.00
		332.60	6,191.76

a) Working capital loans are secured by hypothecation of inventories both at factory and in transit, book debts and other receivables, both present and future. This are further secured by way of mortgage by deposit of title deeds of immovable properties, both present and future, on second charge basis ranking pari passu amongst them.

b) The above loans carry varying rates of interests with the maximum rate of interest being 10.55% (As at 31st March 2023: 10.55%) per annum. The weighted average rate of interest of these loans is 9.75% (2022-23: 9.22%) per annum.

19(B) Lease liabilities (Current)

Lease Liabilities	**104.14**	104.14
	104.14	104.14

a) The above includes ₹ 13.51 lakhs of future lease commitment in respect of lease hold land from Government of Tamilnadu estimated on the basis of increase in guideline value (as indicated in the earlier lease agreement which expired as at 12th June 2020) accounted in compliance with Ind AS 116 - Leases, pending approval of application for renewal of lease submitted by the Company.

b) Discounting borrowing rate adopted for fair valuation of future lease liabilities :-

- Lease hold Land - 11% pa

- Lease hold buildings - 10% pa

20 Trade payables

(i)	Dues to Micro and Small Enterprises (Refer note 35B)	**557.48**	271.51
(ii)	Dues to other than Micro and Small Enterprises	**9,623.62**	8,997.43
(iii)	Dues to related parties	**1.53**	1.53
		10,182.63	9,270.47

20 (A) Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Trade payables						
(i) MSME*	334.65	222.83	-	-	-	557.48
(ii) Others	8,120.50	1,504.65	-	-	-	9,625.15
(iii) Disputed dues – MSME*	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total trade payables	**8,455.15**	**1,727.48**	**-**	**-**	**-**	**10,182.63**

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

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

(B) Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Particulars	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Trade payables						
(i) MSME*	128.92	142.59	-	-	-	271.51
(ii) Others	4,977.80	4,018.16	1.00	-	2.00	8,998.96
(iii) Disputed dues – MSME*	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total trade payables	**5,106.72**	**4,160.75**	**1.00**	**-**	**2.00**	**9,270.47**

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

	As at 31st March, 2024	As at 31st March, 2023
21 Other Current Financial Liabilities		
Interest accrued	**1.44**	5.75
Unclaimed dividends *	**404.44**	352.79
Deposits	**14.25**	14.25
Other Expenses	**1,195.42**	1,932.84
Others #	**15.21**	18.38
	1,630.76	2,324.01
* Amount to be credited to Investor Education and Protection Fund	**Nil**	Nil
# Represents payable to TPL Employee's Co-operative Thrift and Credit Society Ltd		
22 Other Current Liabilities		
Other Payables		
- Statutory dues	**1,048.29**	296.62
Advances from Customers	**338.66**	446.94
Others#	**6.96**	-
	1,393.91	743.56

#refers to unamortised portion of deposit received

	As at 31st March, 2024	As at 31st March, 2023
23 Provisions - (Current)		
Provision for:		
(a) Employee Benefits		
(i) Gratuity	**90.36**	237.59
(ii) Compensated absences	**162.41**	182.93
(iii) Ex-gratia	**280.43**	236.84
(b) Provision for taxation (net of advance)	**-**	8.90
(c) Provision for Litigated claims and statutory dues (Refer to note 35A)	**720.14**	710.10
	1,253.34	1,376.36

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	Year ended 31st March, 2024	Year ended 31st March, 2023
24. Revenue from operations		
Sale of Products	**1,66,511.26**	2,14,659.54
Sale of Services	**9.47**	3.11
Other Operating Revenues	**336.44**	362.46
	1,66,857.17	2,15,025.11
Sale of Products Comprises		
Manufactured Goods		
- Linear Alkyl Benzene	**1,31,305.94**	1,63,927.92
- Propylene Oxide	**14,926.62**	18,663.20
- Caustic soda Lye	**14,291.75**	22,631.27
- Chlorine	**248.11**	25.15
- Others	**5,661.28**	4,983.40
	1,66,433.70	2,10,230.94
Traded Goods		
- Linear Alkyl Benzene	**25.70**	4,428.60
- Caustic soda Lye	**51.86**	-
	77.56	4,428.60
Total - Sale of Products	**1,66,511.26**	2,14,659.54
Sale of Services Comprise		
Others	**9.47**	3.11
Total - Sale of Services	**9.47**	3.11
Other Operating Revenue comprises		
Scrap sales	**336.44**	362.46
Total - Other Operating Revenue	**336.44**	362.46
Basis on which the entity identifies the fulfilment of performance obligations		
Upon Shipment (Ex-works)	**1,01,171.11**	91,598.09
Upon Delivery (FOR Sales)	**65,340.15**	1,23,061.45

Payment Terms (Generally between 0 and 30 days. Refer note 8A)

All sales are domestic only

Reconciliation of the amount of revenue recognised in Statement of Profit & Loss with discount etc. given to customers

Gross Revenue	**1,73,675.45**	2,22,052.90
Less : Discounts	**6,818.28**	7,027.79
	1,66,857.17	2,15,025.11
Revenue by timing of transfer of goods/services		
At a point in time		
(i) Product line	**1,66,468.77**	2,14,659.54
(ii) Others	**388.40**	365.57
Over a period of time	**-**	-
	1,66,857.17	2,15,025.11

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		Year ended 31st March, 2024	Year ended 31st March, 2023
25.	**Other income**		
	Interest		
	- From bank deposits	**1,618.19**	1,248.99
	- From others	**95.24**	634.06
	Profit on sale of assets	**491.75**	200.09
	Profit on sale of investment	**2.35**	9.29
	Insurance claim received	**15.37**	14.91
	Provision no longer required written back	**448.66**	249.50
	Others	**991.96**	128.77
		3,663.52	2,485.61
26.	**Cost of materials consumed**		
	Opening stock	**9,419.75**	9,786.84
	Add: Purchases	**93,036.32**	1,18,078.78
		1,02,456.07	1,27,865.62
	Less: Closing Stock	**6,955.97**	9,419.75
	Cost of material consumed	**95,500.10**	1,22,874.47
	Material Consumed comprises:		
	- Kerosene	**49,815.33**	70,469.47
	- Benzene	**22,705.66**	28,048.89
	- Normal Paraffin	**10,010.49**	8,222.60
	- Propylene	**8,082.37**	9,760.57
	- Salt	**2,556.65**	3,213.34
	- Others	**2,329.60**	3,159.59
		95,500.10	1,22,874.47
27.	**Purchase of Stock-in-trade**		
	- Linear Alkyl Benzene	**25.70**	4,428.60
	- Caustic soda Lye	**48.47**	-
		74.17	4,428.60
28.	**Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade**		
	Inventories at the end of the year		
	- Finished goods	**2,881.55**	4,771.91
	- Work-in-progress	**-**	-
		2,881.55	4,771.91
	Inventories at the beginning of the year		
	- Finished goods	**4,771.91**	1,500.59
	- Work-in-progress	**-**	1,050.57
		4,771.91	2,551.16
		1,890.36	(2,220.75)
29.	**Employee Benefits Expense**		
	Salaries and Wages	**4,063.14**	3,698.07
	Contributions to Provident and Other funds	**318.73**	301.40
	Staff Welfare Expenses	**556.83**	591.91
		4,938.70	4,591.38

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		Year ended 31st March, 2024	Year ended 31st March, 2023
30.	**Finance costs**		
	Interest Expense on Borrowings	**345.52**	354.68
	Interest Expense on Lease liability	**137.11**	138.17
	Other Borrowing Costs*	**222.93**	184.46
	Other Interest costs #	**12.42**	5.09
		717.98	682.40

*Includes charges incurred towards commitment charges, transaction charges and other bank changes.

Includes charges incurred towards Interest on customs duty, Interest on Security Deposit and interest payable under the income tax.

		Year ended 31st March, 2024	Year ended 31st March, 2023
31.	**Depreciation and Amortisation Expense**		
	Depreciation on Property, Plant and Equipment (owned assets)	**2,172.32**	2,039.55
	Depreciation on Right of Use-Assets	**90.13**	90.13
		2,262.45	2,129.68
32.	**Other expenses**		
	Consumption of Stores and Spare Parts	**3,677.62**	3,819.02
	Utilities Consumed	**1,005.27**	1,096.00
	Power and Fuel	**35,932.81**	43,896.43
	Renewable Energy Purchase Obligation (RPO)	**176.49**	547.89
	Rent including Lease Rentals	**157.61**	12.08
	Repairs to Buildings	**508.77**	610.38
	Repairs to Machinery	**2,856.45**	3,188.47
	Payment to Auditors:		
	- Towards Audit Fee	**30.00**	30.00
	- For Other Services	**6.86**	1.58
	Insurance	**623.61**	582.33
	Rates and Taxes	**295.24**	141.17
	Freight and Forwarding	**2,091.86**	2,773.45
	Net loss on Foreign Currency Transactions (other than considered as finance cost)	**16.52**	-
	Referral Charges	**7,595.16**	13,413.38
	Corporate Social Responsibility expense (Refer Note below)	**331.54**	300.00
	Directors Remuneration	**-**	44.00
	Provision for diminution value of Investment	**15.59**	
	Miscellaneous Expenses	**1,930.19**	2,144.42
		57,251.59	72,600.60

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		Year ended 31st March, 2024	Year ended 31st March, 2023
33.	**Exceptional item**		
a)	Flood Dec.2023-Cyclone Michaung	**1,402.08**	-
		1,402.08	-

Note:

Exceptional item includes ₹ 1861 Lakhs incurred during the year towards material damage and Plant restoration activities (Michaung cyclone – Dec'23). Additionally ₹ 152 Lakhs was incurred towards Asset Damage which is reflected in PPE. An amount of ₹ 459 Lakhs has been received from the insurers as an adhoc amount pending assessment report from surveyor. This is disclosed as exceptional item.

Corporate Social Responsibility (CSR):

The details of Corporate Social Responsibility as prescribed under section 135 of the Companies Act, 2013 is as follows

		Year ended 31st March, 2024	Year ended 31st March, 2023
a)	Amount required to be spent by the Group during the year	**331.54**	300.00
b)	Amount of expenditure incurred		
	i) Construction/ acquisition of any asset	**-**	-
	ii) For purposes other than (i) above	**145.95**	114.36
c)	Shortfall at the end of the year*	**185.59**	185.64
d)	Total of previous years shortfall	**68.14**	78.88
e)	Reason for shortfall	**Pertains to ongoing projects**	Pertains to ongoing projects
f).	Nature of CSR activities	Primary Health Care Center and Drinking water & Sanitation in schools	
g)	Details of related party transactions, *e.g.,contribution to a trust controlled by the Group in relation to CSR expenditure as per relevant Accounting Standard*	**61.90**	13.31
h)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	**NA**	NA

* Above ₹ 185.59 lakh of Corporate Social Responsibility (CSR) expense related to ongoing projects as at 31st March, 2024 (31st March, 2023 : ₹ 185.64 lakh). The same was transferred to a special account designated as "Unspent Corporate Social Responsibility Account for the Financial Year 23-24" ("UCSRA – FY 2023-24") of the Company within 30 days from end of financial year.

34 Additional Disclosures:

The Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate during the year from banks on the basis of security of current assets. Details of differences between quarterly returns or statements filed by the Company with such banks and other books of accounts on the respective dates are given below:

Particulars	Amount as per book of account	Amount as per Return submitted to Banks	Reported excess/ (shortage)	Remarks
	(A)	(B)	C= B-A	
Trade Receivables				Timing difference between accounts and data submitted to the bank
As at 30th June 2023	11,858.00	11,812.00	(46.00)	
As at 30th September 2023	13,023.00	13,001.00	(22.00)	
As at 31st December 2023	8,124.00	8,104.00	(20.00)	
As at 31st March 2024	9,616.00	9,593.00	(23.00)	
Inventories				
As at 31st March 2024	12,286.00	12,299.00	13.00	

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March, 2024	As at 31st March, 2023
35(A)	**Provision for litigated claims and statutory dues**		
	Opening Balance	**5,574.58**	5,346.80
	Additions*	**192.43**	227.78
	Reversals/Utilised*	**454.50**	-
	Closing Balance	**5,312.51**	5,574.58
	Non-Current Provision for Litigated claims and statutory dues	**4,592.37**	4,864.54
	Current Provision for Litigated claims	**720.14**	710.04
	Total	**5,312.51**	5,574.58

*Provision reversed for litigations relating RPO.

35(B) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

		31st March, 2024	31st March, 2023
a)	The principal amount remaining unpaid to any supplier at the end of the year	557.48	271.51
b)	Interest due remaining unpaid to any supplier at the end of the year	-	-
c)	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year.	-	-
d)	The amount of interest due and payable for the delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
e)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
f)	The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act , 2006.	-	-

36 Employee benefit plans

a) Defined contribution plans

The Group makes Provident fund contributions to defined contribution plans for qualifying employees. Under this scheme, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable by the Group to these plans are at the rates specified in the rules of the schemes.

	For the year 2023-24	2022-23
Contribution to provident fund recognised in profit and loss	**176.68**	161.29

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

b) Defined benefit plans

The Group has a funded Gratuity Scheme for its employees and gratuity liability has been provided based on the actuarial valuation carried out at the year end. The Gratuity scheme of the Group is funded with the Life Insurance Corporation of India.

The details of actuarial valuation in respect of Gratuity are as given below:

		As at 31st March, 2024	As at 31st March, 2023
A.	**Change in Defined Benefit Obligation (DBO) during the year:**		
	Present value DBO at the beginning of the year	**1,383.87**	1,250.34
	Service cost	**72.64**	79.30
	Interest cost	**92.12**	76.52
	Remeasurment(gain)/loss	**28.78**	178.68
	Actuarial (gain)/loss arising from experience adjustments	**-**	-
	Benefits paid	**(190.89)**	(200.97)
	Present value DBO at the end of the year	**1,386.52**	1,383.87
B.	**Change in fair value of plan assets during the year:**		
	Fair value of plan assets as at beginning of the year	**1,146.29**	1,196.57
	Expected return on planned assets	**83.49**	76.86
	Contributions	**229.55**	111.67
	Benefits paid	**(186.68)**	(194.93)
	Re-measurement gain/(loss)	**23.51**	(43.88)
	Fair value of plan asset at the end of the year	**1,296.16**	1,146.29
C.	**Amount recognised in the balance sheet**		
	Present value DBO at the end of the year	**1,386.52**	1,383.87
	Fair value of the plan assets at the end of the year	**1,296.16**	1,146.29
	(Liability) / Asset recognised in the Balance sheet - net	**(90.36)**	(237.59)
D.	**Components of employer expenses:**		
	Current service cost	**72.64**	79.30
	Interest cost/ (income) on net defined benefit obligation	**8.63**	(0.34)
	Expense recognised in Statement of Profit t and Loss	**81.27**	78.96
E.	**Re-measurement on the net defined benefit obligation**		
	Return on plan assets (excluding interest income)	**(23.51)**	43.89
	Actuarial loss arising from changes in financial assumptions	**28.78**	(29.42)
	Actuarial loss arising from changes in experience adjustments	**-**	208.10
	Re-measurements Expense/(Income) recognised as other comprehensive income	**5.27**	222.57
	Total defined benefit cost recognised	**86.54**	301.53
F.	**Net defined benefit liability (asset) reconciliation:**		
	1. Net Defined Benefit Liability/(Asset) as at 31-Mar-2023	**237.59**	
	2. Net Defined Benefit Cost for the period	**86.53**	
	Amount recognised in P&L account	**81.26**	
	Amount recognised as OCI	**5.27**	
	3. Benefit payments made directly by the Group	**(4.21)**	
	4. Actual contributions by the Group	**(229.55)**	
	Net Defined Benefit Liability/(Asset) as at 31-Mar-2024 - (1+2+3+4)	**90.36**	

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

		As at 31st March 2024	As at 31st March, 2023
G.	**Major categories of plan assets:**		
	1. Insurer-managed funds	**1,296.16**	**1,146.29**
	Total	**1,296.16**	**1,146.29**
H.	**Expected cash flows for following year:**		
	Expected total benefit payments		
	Year 1	**271.22**	
	Year 2 to Year 5	**809.24**	
	Year 6 to Year 10	**434.60**	
	Year 11 to Year 15	**237.06**	
	More than 15 Years	**280.22**	
	Liability Duration in years (Weighted by discounted cash flows)	**5.12**	
I.	**ASSUMPTIONS**		
	The principal assumptions used for the purposes of the actuarial valuations are given below:		
	Discount rate	**6.98%**	7.15%
	Salary escalation rate	**6.00%**	6.00%
	Employee turnover rates	**10.00%**	10.00%
	Mortality rates *	**IALM 2012-14**	IALM 2012-14

* IALM : Indian Assured Lives Moratality modified Ult.

J.	**Sensitivity analysis - DBO at the end of the year**		
i.	Discount +1%	**1,329.60**	1,383.88
ii.	Discount -1%	**1,449.64**	1,328.61
iii.	Escalation +1%	**1,448.34**	1,444.50
iv.	Escalation -1%	**1,329.29**	1,327.88
v.	Attrition : 25% increase	**1,393.97**	1,391.96
vi.	Attrition : 25% decrease	**1,377.01**	1,373.52

37. Contingent Liabilities and commitments (to the extent not provided for) (Ind AS 37)

A. Contingent liabilities:

a) Claims against the Company not acknowledged as debt

i)	Sales Tax	**-**	1,634.15
ii)	Excise Duty	**70.85**	70.85
iii)	Service Tax	**102.47**	102.47
iv)	Income Tax	**1,955.32**	2,007.38

Demands disputed by the Group and appeals filed against these disputed demands are pending before respective appellate authorities. Outflows, if any, arising out of these claims would depend on the outcome of the decision of the appellate authorities and the Group's rights for future appeals.

v)	Cross Subsidy Charge under Group Captive Scheme	**444.95**	444.95

The demand from TANGEDCO for ₹ 61.30 crores towards cross subsidy surcharge for alleged non-compliance under Rule 3 of the Electricity Rules, 2005 during the period 2014-15 to 2016-17 in respect of the Company's participation in Group Captive Scheme for procurement of power from private power producers is unlikely to fructify in the wake of one such private power producer having established compliance under the above said Rules as communicated by TANGEDCO vide their letter dated 13.05.2022 and thereby qualifying to be categorized as captive generating plant. TANGEDCO's response to the Company's representation for withdrawal of the above said demand for reasons stated above is awaited.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

	As at 31st March, 2024	As at 31st March, 2023
B. Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for;	**11,168.22**	5,183.16
(b) Other commitments		
(i) towards Green Belt/CER-Corporate Environment responsibility	**58.12**	23.93

C. Lease arrangements with the Government of Tamilnadu

The agreement entered with the Government of Tamilnadu in respect of leasehold land on which Propylene Oxide plant is operating expired on 12th June 2020. Application for renewal of the lease for further period has been filed with the relevant authorities. In the meanwhile, the Company received a demand for payment of arrears of lease rent for the period 1st July 1990- 30th June 2020 to the tune of ₹ 9,224.33 lakhs from the Vattachiyer, Tiruvottiyur, Despite representation made by the Company in this regard, in the absence of any response from the authorities as to the basis on which the above demand was raised, the management is of the view that the demand is arbitrary and devoid of any merit. The Company continues to make payment of the lease rent at contracted rates as per the earlier agreement with Government of Tamilnadu, in terms of the extant Government guidelines for lease of land for industrial purposes. Pending execution of the renewed lease agreement from 13th June 2020, the Company has recognised Right of use of Assets (ROUA) on the indicative increase in lease rentals for a period of 30 years.

38 Details on derivative instruments and unhedged foreign currency exposures

(i) Outstanding forward exchange contracts entered into by the Group as on 31st March, 2024 : NIL

(ii) The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

	Currency	Amount in Foreign Currency	Amount in ₹ Lakh
Amount receivable in foreign currency - Exports	USD	-	-
Amount payable in foreign currency - Imports	USD	373,637	311.52
	EUR	(3,378)	(3.02)

*Figures in brackets are in respect of previous year

39 The Chief Operating Decision Maker (CODM) has considered manufacturing of industrial intermediate chemicals as the single operating segment as defined in Ind AS 108- Operating Segments.

40 Financial instruments

(i) Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group's objective when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide return for shareholders and benefits for other stakeholders and

- Maintain an optimal capital structure to reduce the weighted average cost of capital

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares, or sell non-core assets to reduce the debt.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

(ii) Loan covenants

The Group has no term loans outstanding as on 31st March 2024.The covenants are restricted to working capital facilities offered by the bankers.

Categories of financial instruments

	As at 31st March, 2024	As at 31st March, 2023
A. Financial assets		
(i) Measured at Amortised cost		
- Cash and bank balances	**42,216.75**	37,332.48
- Security Deposits	**1,592.68**	1,475.35
- Other financial assets	**1,072.35**	664.60
- Trade Receivables	**9,616.23**	13,886.42
(ii) Measured at Cost		
- Investments in equity instruments under Group Captive Scheme	**1,492.44**	700.74
Total	**55,990.45**	54,059.59
B. Financial liabilities		
Measured at amortised cost		
- Trade payables	**10,182.63**	9,270.47
- Borrowings	**332.60**	6,191.76
- Lease Liabilities	**1,466.40**	1,433.42
- Other financial liabilities	**1,810.00**	2,503.90
Total	**13,791.63**	19,399.55

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value hierarchy of assets and liabilities as at 31st March, 2024 is as follows:

	Total	**Fair value measurement at end of the reporting period**		
		Level 1	**Level 2**	**Level 3**
Investments in equity instruments	1,492.44	-	-	1,492.44
	(700.74)	-	-	(700.74)

**Figures in brackets are in respect of previous year*

(iii) Financial risk management objectives

The Group's activities expose it to market risk, liquidity risk and credit risk. The table given below explains the sources of risk which the entity is exposed to and how the entity manages the risk.

Risk	**Exposure arising from**	**Measurement**	**Management**
a. Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Ageing analysis Credit ratings Financial analysis	Diversification of Short term investments, review of credit limits and credit locks and secured mode of payment
b. Market risk			
foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Cash flow forecasting Sensitivity analysis	Foreign exchange forward contracts
Interest rate	Borrowings at variable rates	Sensitivity analysis	Market trends, Interest rate swaps
c. Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of sanctioned credit lines and borrowing facilities

The Group's risk management is governed by policies monitored by Risk Management Committee, a sub-committee of the Board and as well approved by the Board of Directors Group's treasury identifies, evaluates and hedges financial risks in close co-ordination with the Group's operating units. The board provides written principles for overall risk management, as well as policies covering areas such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity in short term Fixed Deposits / Mutual debt funds.

a. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

a(i) Trade receivables

Customer credit risk is managed by each business unit under the guidance of the credit policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on financial position, past performance, business/economic conditions, market reputation, expected business etc. Based on this evaluation, credit limit and credit terms are decided. Exposure on customer receivables are regularly monitored and managed through credit lock and release. Further where required the Group obtains bank guarantee as security for goods sold.

a(ii) Financial Instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made in deposits with reputed banks and short-term liquid funds

The Group has no exposure to credit risk relating to these cash deposits as at: 31st March 2024.

b. Market Risk

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

Market risk exposures are measured using sensitivity analysis. There has been no change in the measurement and management of the Group's exposure to market risks.

b(i) Foreign currency risk management

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Foreign exchange rate exposures are managed within policy parameters approved by Board of Directors The Group manages its foreign currency risk by hedging transactions that are expected to occur within a maximum of 12 month period of forecasted receipts and payments. Exposures relating to capital expenditure beyond a threshold are hedged as per Group policy at the time of commitment.

b(ii) Interest rate risk management

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group has been availing the borrowings on a fixed and variable rate of interest. These borrowings are carried at amortised cost. The borrowings on a fixed rate of interest basis are not subject to the interest rate risk as defined in Ind AS 107, since neither the carrying amount not future cash flows will fluctuate because of change in market interest rates. The borrowings on a variable rate of interest are subject to interest rate risk as defined in Ind AS 107.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

c. Liquidity risk management

Liquidity Risk refers to the risk that the Group cannot meets its financial obligation, the objective of the liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Group consistently generated sufficient cash flows from operations to meet its financial obligation including lease liabilities as and when they fall due.

The tables below provide details regarding the contractual maturities of significant financial liabilities as at:

	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Year Ended 31-Mar-2024					
Non-derivative financial liabilities					
- Trade payables	10,182.63	-	-	-	10,182.63
- Borrowings	332.60	-	-	-	332.60
- Lease liabilities	175.27	189.69	597.38	504.06	1,466.40
- Other financial liabilities	1,793.07	16.93	-	-	1,810.00
	12,483.57	**206.62**	**597.38**	**504.06**	**13,791.63**

	Due in 1st year	Due in 2nd year	Due in 3rd to 5th year	Due after 5th year	Total
Year Ended 31-Mar-2023					
Non-derivative financial liabilities					
- Trade payables	9,270.47	-	-	-	9,270.47
- Borrowings	6,191.76	-	-	-	6,191.76
- Lease liabilities	172.37	174.14	574.99	511.92	1,433.42
- Other financial liabilities	2,324.01	179.90	-	-	2,503.91
	17,958.60	**354.04**	**574.99**	**511.92**	**19,399.55**

41 Disclosure in respect of Related Parties pursuant to Ind AS 24

a) List of Related Parties:

A) Entities having Joint control of TPL

1. Southern Petrochemical Industries Corporation Limited (SPIC)
2. Tamilnadu Industrial Development Corporation Limited (TIDCO)

B) Associates of Joint Venturers

1. Manali Petrochemicals limited
2. Tuticorin Alkali Chemicals and Fertilizers Ltd.,
3. AMCHEM Speciality Chemical Pvt. Ltd., Singapore

C) Private company in which a Director or his relative is a Director or Member

1. AM Foundation

D) Key Management Personnel

1. Shri. KT Vijayagopal, Whole Time Director (Finance) & Chief Financial Officer
2. Shri. D Senthi Kumar, Whole Time Director (Operations)

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

b) During the year the following transactions were carried out with the related parties in the ordinary course of business:

(₹ in Lakh)

Sl.	Particulars		Year Ended 31st March, 2024	Year Ended 31st March, 2023
1	**Dividend paid**			
	a)	Southern Petrochemical Industries Corporation Limited (SPIC)	**237.66**	457.03
	b)	Tamilnadu Industrial Development Corporation Limited (TIDCO)	**228.52**	475.31
2	**Sale of Goods**			
	a)	Southern Petrochemical Industries Corporation Limited (SPIC)	**16.28**	2.75
	b)	Manali Petrochemicals limited	**17,197.19**	23,138.99
3	**Sale of services**			
	a)	Manali Petrochemicals limited	**-**	35.40
4	**Purchase of goods**			
	a)	Manali Petrochemicals limited	**8,741.88**	11,737.78
	b)	Tuticorin Alkali Chemicals and Fertilizers Limited	**-**	30.66
5	**Services Availed**			
	a)	Southern Petrochemical Industries Corporation Limited (SPIC)	**4.03**	3.90
	b)	Manali Petrochemicals limited - Effluent Line Usage	**68.54**	197.37
	c)	AMCHEM Speciality Chemicals Pvt Ltd, Singapore	**413.99**	403.36
	d)	AM Foundation	**61.90**	13.31
6	**Donations**			
	a)	AM Foundation	**13.00**	12.00
7	**Reimbursement of expenses**			
	a)	Southern Petrochemical Industries Corporation Limited (SPIC)	**-**	-
	b)	Manali Petrochemicals limited	**18.88**	7.19
8	**Sitting Fees / Remuneration Paid to Directors (Non executive directors)**		**87.00**	44.20
9	**Remuneration to Key Personnel is given below:**			
	a)	Short term benefits	**162.06**	176.57
	b)	Other benefits	**8.68**	8.88

c) Outstanding Balances:

Sl.	Particulars		Year Ended 31st March, 2024	Year Ended 31st March, 2023
1	**Trade Payables**			
	a)	Southern Petrochemical Industries Corporation Limited (SPIC)	**1.04**	0.74
	b)	Manali Petrochemicals limited	**69.26**	97.25
2	**Trade Receivables**			
	a)	Southern Petrochemical Industries Corporation Limited (SPIC)	**-**	-
	b)	Manali Petrochemicals limited	**1,351.24**	1,722.06
3	**Deposits held with**			
	a)	Manali Petrochemicals limited	**102.13**	115.46

Note:

i) All the liabilities for post retirement benefits being 'Gratuity' are provided on actuarial basis for the Company as a whole, accordingly the amount pertaining to Key management personnel are not included above.

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

42 Additional information on Consolidated Net Assets, Share of Profit or Loss, Other Comprehensive Income and Total Comprehensive Income as required under Schedule III to the Companies Act, 2013

Name of the entity in the Group	Net assets*		Share of profit or loss		Share in OCI#		Share in TCI@	
	As % of consolidated Net Assets	Amount in ₹ lakh	As % of consolidated Profit or Loss	Amount in ₹ lakh	As % of Comprehensive Income	Amount in ₹ lakh	As % of Total Comprehensive Income	Amount in ₹ lakh
Parent								
Tamilnadu Petroproducts Limited	82.88%	79,224	85.45%	4,278	100.00%	(4)	81.82%	4,274
Subsidiaries - Foreign								
1 Certus Investments and Trading Limited, Mauritius	15.53%	14,849	13.12%	657	100.00%	222	16.82%	879
2 Certus Investments and Trading Limited, Singapore	1.59%	1,519	1.42%	71	-	-	1.36%	71
Total	**100%**	**95,592**	**100%**	**5,006**	**100%**	**218**	**100%**	**5,224**

* Total Assets - Total Liabilities, # Other Comprehensive Income, @ Total Comprehensive Income

43 **Disclosure of Transactions With Struck Off Companies**

The Group did not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

44 **Additional Regulatory Information required under Schedule III of Companies Act 2013**

(a) There are no transactions during the year in respect of following disclosure requirements under amended Schedule III:

(a) Crypto Currency or Virtual Currency

(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(c) Relating to borrowed funds:

i. Wilful defaulter

ii. Current maturity of long-term borrowings

(b) The Group has borrowings from banks on the basis of security of current assets and the quarterly returns filed by the Group with the banks and financial institutions are in accordance with the books of accounts of the Group for the respective quarters.

(c) The Group has taken borrowings from banks and utilised them for the specific purpose for which they were taken as at the Balance sheet date.

45 **Disclosure in Relation to Undisclosed Income**

During the year, the Group has not surrendered or disclosed any income 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). Accordingly, there are no transaction which are not recorded in the books of accounts.

46 **Earnings per share**

	As at 31st March, 2024	As at 31st March, 2023
Profit after taxation (₹ In lacs)	**5,006.39**	9,418.44
Weighted number of equity shares outstanding	**89,971,474**	89,971,474
Basic and diluted earnings per share- (Face value – ₹10/- per share) (in ₹)	**5.56**	10.47

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2024

All amounts are in ₹ Lakh unless otherwise stated

47 Events after the reporting period

The Board of Directors have recommended a dividend of ₹ 1.20/- per share 12 (%) on 8,99,71,474 equity shares of ₹10/- each for the Financial Year 2023-24 subject to approval of the shareholders of the Holding Group at the Annual General Meeting and not recognised as liability as at the Balance Sheet date.

48 Approval of financial statements

The financial statements were reviewed and recommended by the Audit Committee and approved by the Board of Directors at the meeting held on 14th May, 2024.

49 Previous Year's figures

Previous year's figures have regrouped wherever necessary to correspond with the current year's disclosure.

In terms of our report attached
For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

Sriraam Alevoor M
Partner
M.No. 221354

KT Vijayagopal
Whole-Time Director (Finance) & CFO
DIN:02341353

D Senthi Kumar
Whole-Time Director (Operations)
DIN:00202578

Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint venture

Part "A": Subsidiaries

Particulars	Name of the Subsidiaries			
	Certus Investments and Trading Limited, Mauritius		Certus Investments and Trading (S) Private Limited, Singapore	
	31st March 2024		31st March 2024	
	₹ in lakhs*	In USD (In Million)	₹ in lakhs*	In USD (In Million)
Capital	**17,024.12**	**20.42**	**1,563.54**	**1.88**
Reserves	**(611.97)**	**(0.73)**	**(44.45)**	**(0.05)**
Total assets	**16,473.42**	**19.76**	**1,524.31**	**1.83**
Total liabilities	**61.28**	**0.07**	**5.22**	**0.01**
Investments	**1,563.54**	**1.88**	**-**	**-**
Turnover (including other income)	**755.61**	**0.91**	**537.23**	**0.64**
Profit / (Loss) before tax	**712.51**	**0.86**	**71.24**	**0.09**
Provision for taxation	**55.57**	**0.07**	**-**	**-**
Profit / (Loss) after tax	**656.94**	**0.79**	**71.24**	**0.09**
% of Shareholding	**100%**		**100% @**	

* *Translated at exchange rate prevailing as on 31st March, 2024*
1 USD = ₹ 83.3739
@ *Held by Certus Investments and Trading Limited, Mauritius*

In terms of our report attached
For R.G.N. Price & Co.
Chartered Accountants
Firm Regn No.002785S

For and on behalf of the Board of Directors

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Sangeetha Sekar
Company Secretary
M.No. A31391

Place : Chennai
Date : 14th May, 2024

Notes

Notes

Notes

FOR THE KIND ATTENTION OF SHAREHOLDERS

For participation in AGM

- You can attend the AGM using your remote e-voting credentials.
- Once you log in the link for joining the meeting will be available and you can click the EVSN of Company to proceed further.

  The facility to join the meeting will be available between from 3:15 PM to 3.45 PM on the AGM day (26th September 2024).
- Please use Laptops/Desktops/IPads for better experience. You can also join through other devices such as mobile phones. To avoid disturbance, please ensure that the internet connectivity is good.
- It has been reported that participants connecting via Mobile Hotspot may experience Audio and 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.
- To register as a speaker at the meeting please visit https://investors.cameoindia.com, the web portal of Cameo Corporate Services Limited, Registrar & Transfer Agent. Registration will be open from 9:00 AM (IST) on Thursday, 19th September 2024 to 5:00 PM (IST) on Saturday, 21st September 2024.

  There will be no option for spot registration and so only those shareholders who have registered through the above process will be able to speak at the meeting.
- There is no provision for appointment of proxies to attend the meeting.
- Please do not permit any other person to use your log-in credentials, as it would be a violation of the provisions of the Companies Act, 2013 and the Rules made there under.
- You can participate in the meeting even if you have voted through the remote e-voting.

Dividend payment and tax deduction

- Payment of Dividend will be made only in electronic mode from 01st April 2024 to ensure timely credit of the dividend please register your bank account details well in advance. No dividend warrants will be issued.
- The facility for providing the tax related declaration for Dividend 2023-24 will be available until 27th September 2024, 5:00 PM (IST). Any information submitted after this date will not be considered by RTA

Detailed information on the above are available in Pages 8 to 9 which may kindly be referred to. For any further details please contact the RTA.

TAMILNADU PETROPRODUCTS LIMITED

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