



Ballarpur Industries Limited

October 08, 2025

BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

National Stock Exchange of India Ltd.
Listing Department,
'Exchange Plaza', C/1, Block G,
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051

Code No. 500102
Debt Security Code No. 975156

Symbol "BALLARPUR"

Subject: Notice of the 78th Annual General Meeting ('AGM') and Annual Report of the Company for the Financial Year 2022-23:

Dear Sir/Madam,

We forward herewith Annual Report and Notice of the 78th AGM of the Company scheduled to be held on Monday, November 03, 2025 at 4.00 P.M. (IST) respectively vide video conferencing mode which will deem to be held at the registered office of the Company situated at 602, Boston House, 6th Floor, Suren Road, Andheri East, Mumbai 400093. The said Notice forms part of the Integrated Annual Report of the Company for the financial year 2022-23.

The Notice of the AGM forming part of the Integrated Annual Report is also available on the website of the Company at <https://biltpaper.in/>.

Please take the same on record.

For Ballarpur Industries Limited

Hardik Bharat Patel
Whole- Time Director
DIN: 00590663

Place: Mumbai

Annual Report 2022-23

The logo for Ballarpur Industries Limited (BILT) is a red square with the word "bilt" in white lowercase letters. A white triangle is positioned at the bottom right corner of the square.

bilt

Ballarpur Industries Limited
A Finquest Group Company

Homage to Sri Bharat Jayantilal Patel Ji



Sri Bharat Jayantilal Patel Ji **1953-2021**

An investor with an inspirational ideology and an industrialist with equal vision and empathy, you have transformed the lives of many. You were an outstanding leader with an unmatched business acumen and your presence and guidance will be remembered as we continue to take your legacy forward.

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IRP / RP

Mr Divyesh Desai (IBBI/IPA-001/IP-P00169/2017-18/10338) - Interim Resolution Professional

Appointed by NCLT. Mumbai vide Order dated January 17, 2020

Mr Anuj Jain having (IBBI/IPA-001/IP-P00142/2017-18/10306) – Resolution Professional

Appointed by NCLT. Mumbai vide Order dated May 17, 2020

BOARD OF DIRECTORS:

1. Mr. Rajeev Ranjan Vederah – Independent Director (DIN: 00012252)
2. Dr. Padmakumar Nair – Independent Director (DIN: 03109973) (Appointed w.e.f. 15.10.2019)
3. Ms. Yashashree Gurjar – Non-Executive Director (DIN: 02674807) (Appointed w.e.f. 15.10.2019)

STATUTORY AUDITORS

M/s. Batliboi & Purohit,
Chartered Accountants,
Mumbai (Firm Registration No.101048W)

SECRETARIAL AUDITORS

M/s Viral Sanghavi & Associates,
Practicing Company Secretaries,
Jamnagar (FRN: 3130)

COST AUDITORS

Bahadur Murao & Co., Cost Accountants,
New Delhi (Firm Registration No. 000008)

REGISTERED OFFICE

602, 6th Floor, Boston House, Suren Road,
Andheri East, Mumbai, Maharashtra-400093, India

REGISTRAR & SHARE TRANSFER AGENTS

M/s. RCMC Share Registry (P) Limited
B-25/1, First Floor, Okhla Industrial Area,
Phase II, New Delhi-110020
Phone 011 26387320 / 21
Fax 011 26387322
Email: investor.services@rcmcdelhi.com

From the Chairman's Desk

Dear Members,

It is with a profound sense of responsibility and commitment that I address you as the Chairman of Ballarpur Industries Limited (BILT). Following the approval of the resolution plan submitted by Finquest Financial Solutions Private Limited (FFSPL) by the National Company Law Tribunal (NCLT), the newly constituted Board has paved the way for a transformative era for BILT.

The past few years have been challenging for your company, and I want to assure you that the New Board, under my leadership, is fully committed to steering BILT back to its former glory. We understand the responsibility we are carrying and we are determined to honour the same by implementing strategies that will not only stabilize but also revitalize our operations.

Our primary focus is on ensuring swift and efficient resolution of the existing issues. We are diligently working to bring BILT's operations back into the limelight within the earliest possible timeframe. This involves a comprehensive review and enhancement of our existing policies, processes, and practices to align with our vision of growth, sustainability, and excellence.

In continuation of the commitments made in the previous Annual Report, the Board has made significant progress in institutionalizing a framework of transparency and accountability across the organization.

Our strategy includes leveraging our core strengths while exploring new opportunities in the ever-evolving paper industry landscape. We recognize the importance of innovation and sustainability, and we are committed to adopting best practices that will enhance our competitive edge and operational efficiency. Our investments in technology and human resources are geared towards creating a robust foundation for long-term growth.

The challenges we face are significant, but so is our resolve. We believe that with the right approach and unwavering dedication, we can overcome these obstacles and emerge stronger. Our team is working tirelessly to address the current issues and to lay down a strategic roadmap for the future.

In conclusion, I want to reiterate our commitment to you, our valued shareholders. The new Board is dedicated to restoring BILT's stature as a leader in the paper industry. We are optimistic about the future and confident in our ability to deliver value and growth.

Together, we will create a brighter, more prosperous future for BILT.

Warm regards,

Sd/-

Hardik B. Patel

Whole Time Director & Chief Financial Officer

Dear Members,

The National Company Law Tribunal (“NCLT”), Mumbai Bench, vide its order dated January 17, 2020, (“Insolvency Commencement Order”) has commenced the Corporate Insolvency Resolution Process (“CIRP”) against the Company in CP No. 2915/I&B/MB/2019 filed by Finquest Financial Solutions Private Limited (“**FFSPL**”). Mr. Divyesh Desai (IBBI/IPA-001/IP-P00169/2017-18/10338), was appointed as interim resolution professional (“IRP”) to manage affairs of the Company in accordance with the provisions of the Code.

Mr Divyesh Desai having IP Registration No. IBBI/IPA-001/IP-P00169/2017-18/10338 was appointed as an interim resolution professional (“IRP”) to manage affairs and assets of the Company in accordance with the provisions of the Code. Subsequently, the Hon’ble NCLT vide its order dated May 27, 2020 had appointed Mr Anuj Jain having IP Registration No. IBBI/IPA-001/IP-P00142/2017-18/10306 as the resolution professional (“Resolution Professional”) of the Company to take charge of the affairs and assets of the Company in accordance with the provisions of the Code.

By virtue of the commencement of CIRP against the Company, the powers of the erstwhile board of directors of the Company were suspended with effect from the Insolvency Commencement Date, i.e., January 17, 2020.

Prior to the date of the Insolvency Commencement Order, the erstwhile board of directors of the Company managed the business operations, affairs and assets of the Company. However, in accordance with the terms of the Code, the powers of the erstwhile board of directors continued to remain suspended for the entire period to which this Board Report pertains to. During the CIRP, the IRP and Resolution Professional were entrusted with the management of the affairs of the Company.

The NCLT approved the resolution plan submitted by FFSPL in its capacity as a resolution applicant under Section 31 of the Code (“**Approved Resolution Plan**”) vide order dated March 31, 2023 (“**NCLT Order**”).

As per the terms of the Approved Resolution Plan, a monitoring committee was constituted comprising of 1 (One) representative of the financial creditors, 1 (One) representative of FSSPL and the erstwhile Resolution Professional for the purposes of (i) managing the operations and affairs of the Company as a going concern and (ii) supervising the implementation of the Approved Resolution Plan. The tenure of the said monitoring committee was from April 16, 2023 to October 25, 2023.

Pursuant to the terms of the NCLT Order and in terms of the Approved Resolution Plan, FFSPL has acquired majority shareholding in the Company. Pursuant to the terms of Approved Resolution Plan, FFSPL was required to take over the Company on an “as-is where-is” basis.

The Approved Resolution Plan was implemented on and from June 12, 2023 (i.e. Closing Date (in terms of the Approved Resolution Plan)), and the new board of directors have been appointed vide resolution dated June 12, 2023 and September 08, 2023 passed by the Company.

In accordance with the provisions of the Code and the NCLT Order, the Approved Resolution Plan is binding on the Company and its employees, members, creditors, including the Central Government, any State Government and/or any local authority to whom any debt is owed, guarantors and all the stakeholders of the Company.

The new board of directors of the Company currently comprise of Mr. Hardik B. Patel, the Whole-Time Director and Chief Financial Officer of the Company, Mr. Yeddala Kesava Reddy, Whole Time Director, Mr. Panchapakesan Swaminathan, Independent Director, Mr. Kulandaipaian Thangaraju, Independent Director, Ms. Runel Saxena, Independent Director, and Mr. Parashiva Murthy B S, Director (“**New Board**”). Mr. Punit Bajaj is the Company Secretary and Compliance Officer of the Company (collectively with the New Board, the “**New Board and KMPs**”).

Warm regards,

Sd/-

Hardik B. Patel

Whole Time Director & Chief Financial Officer

Management Discussion & Analysis

Note: This edition of Management Discussion & Analysis prepared by the New Board is subject to the Inherent Limitations and Inhibitions as set out in the Board's Report. A major portion of this report is prepared based on the information made available to the New Board, including the Information Memorandum prepared by the Resolution Professional during the Corporate Insolvency Resolution Process of the Company.

Introduction

Ballarpur Industries Limited ('BILT') or ('the Company') is one of the leading manufacturer of writing and printing (W&P) paper in India and has been in business since 1945. BILT's business operates through two separate groups of subsidiaries: one under the flagship entity BILT, and the other under its step-down subsidiary BILT Paper.

Under the standalone entity, BILT, the direct assets include:

- The speciality paper business, operating from the Shree Gopal facility in Haryana.
- The rayon grade pulp business operating from Kamalapuram in Telangana.

These businesses target the industrial and FMCG markets.

The Company's other businesses comes under Bilt Paper B.V., which focuses on the wood-free printing and writing paper, coated and uncoated. This is BILT's primary business portfolio. The focus is on the reel or sheet commercial printing and the desktop printing business through copier paper. There is also considerable emphasis on high value bio-degradable high-end packaging.

Bilt Paper B.V. has two step-down subsidiaries, which are:

- BILT Graphic Paper Products Limited (BGPPL), a relatively asset heavy entity, that has four plants in India: Ballarpur, Bhigwan and Ashti (all in Maharashtra) and Sewa (in Odisha).
- Sabah Forest Industries (SFI), that operates the pulp, uncoated wood-free and plantation businesses in Malaysia.

Through this structure, BILT addresses the following basic portfolio of businesses:

- Writing and printing paper – in India and Malaysia.
- Specialty paper.
- Rayon grade pulp.

Paper is a capital-intensive industry and BILT has always focused on catering to the market with a portfolio of products that is of the highest quality and produced by adopting newer technologies.

In line with market requirements, the Company had in the recent past made a series of major investments to augment and modernise capacity. Unfortunately, actual market

demand growth was slower than expectations; and the market in India also faced pressures from dumping by global players, who were affected by a major dip in demand in advanced markets. As a result, the Company has faced severe financial difficulties primarily arising out of the inability to generate incremental profits to service the debt raised for capital expansion.

As a result, during the Financial Year 2019-20, Corporate insolvency resolution process ("CIRP") of the BILT was initiated, consequent to the admission of the application made by Finquest Financial Solutions Private Limited ("FFSPL") under the provisions of the Insolvency and Bankruptcy Code, 2016 (the "Code"), by the Hon'ble National Company Law Tribunal, Mumbai bench ("NCLT"), vide its order dated January 17, 2020, ("Insolvency Commencement Order"). The powers of the erstwhile board of directors of the Company were suspended upon commencement of the CIRP of the Company (i.e. on and from the Insolvency Commencement Order).

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Industry Overview: Paper and Pulp Industry in India and Globally for FY 2023¹

Executive Summary

The fiscal year 2023 represented a dramatic shift in the operating landscape for the global paper and pulp sector, moving decisively away from the post-pandemic enthusiasm into a period defined by severe macroeconomic distress. Global operations faced acute pressure from persistently high inflation, which was intensely compounded by geopolitical instability. This instability triggered an unprecedented energy

¹Sources:

- IPMA (Indian Paper Manufacturers Association) annual report.
- CRISIL Research report on the Indian paper industry.
- Ministry of Commerce and Industry, Government of India statistics.

- Data from the Confederation of Indian Industry (CII).

- Data from the websites www.papermart.in & <https://www.cepi.org>

crisis, creating critical operational limitations, particularly for integrated producers within Europe. These powerful factors collectively fueled recessionary sentiments across major Western economies, leading to a material contraction in global demand and the rapid accumulation of a substantial surplus of finished paper and pulp products worldwide.

Global Industry Overview: Performance and Dynamics

Navigating Inflation, Energy Crises, and Recessionary Headwinds

The most profound financial difficulty originated from the extremity and volatility of global commodity markets. Fiber inputs, which are fundamental to manufacturing, experienced an extraordinary price surge, peaking severely during the middle of the year. This inflicted a debilitating cost burden on manufacturers across all geographies. Analysis of industry benchmarks highlights this inflationary peak: Kraft Pulp futures, representative of critical raw material costs, soared to an all-time high of 8660.00 CNY/T in September 2022. This exceptional spike in raw material expenditure severely compressed operational margins precisely during the peak operational period of the fiscal year.

The severe impact of the energy crisis was highly localized, disproportionately affecting European production. The severe operational costs incurred by the sector noticeably weakened the global competitiveness of European capacity. This vulnerability prompted the European industry to acknowledge the necessity for substantial, accelerated "green investments" to ensure long-term structural sustainability and economic viability. The simultaneous occurrence of these record-high raw material prices in September 2022 and the sudden onset of demand contraction due to rising recessionary pressures globally created a difficult dual crisis for the industry. This cost-and-demand squeeze forced integrated mills worldwide, particularly those burdened with new or recently expanded capacity, to maintain production levels despite softening domestic demand. The immediate strategic imperative became the offloading of high-cost inventory into export markets, with high-growth regions like India being the prime target, thereby initiating the global supply imbalance and subsequent dumping cycle. The severe impact of energy costs on European production provided a notable exogenous advantage to Asian producers. Mills in Asia, many of which operate with newer, highly efficient, and integrated pulp capacity, temporarily gained a decisive cost advantage, enabling them to flood key import markets, including India, with price-competitive goods.

High-Level Review of Sectoral Performance and Commodity Volatility

Despite the dramatic increase in input costs and volatility, the global paper and paperboard sector demonstrated only a marginal overall volume contraction. This comparative stability was the result of robust demand in packaging and household grades effectively counterbalancing the accelerating structural decline in graphic papers.

Total global paper and paperboard production reached 419.90 million tons in 2022, marking a minor 1.0% decrease compared to the 424.07 million tons produced in 2021. Total global pulp production followed a similar trajectory, declining

slightly by 0.5% to 181.76 million tons from 182.76 million tons in the prior year.

Analysis of Global Production and Consumption Volumes

The operational data confirms a slight global cooling across the entire value chain. Global apparent consumption of paper and paperboard totaled 423.83 million tons in 2022, reflecting a 1.2% year-on-year decrease from 428.99 million tons in 2021. Global per capita apparent consumption measured 53.6kg for the year.

Accelerating Structural Decline in Graphic Grades

The shift toward digitalization continued to erode demand for graphic papers. Printing and Writing paper production fell sharply by 4.1% year-on-year, reaching 79.16 million tons (18.9% of total production). Similarly, Newsprint suffered a significant contraction of 4.1%, totaling 11.87 million tons. The disproportionate decline in these graphic grades (negative 4.1%) relative to the overall market contraction (negative 1.0%) strongly confirms that the reduction in demand for these products is a permanent structural factor, not merely a transient cyclical effect. This necessitates that future capital allocation strategies must pivot overwhelmingly away from graphic capacity and focus heavily on sectors demonstrating long-term demand resilience, such as packaging and tissue.

Resilience and Growth in Consumer and Logistics Grades

Consumer-driven segments continued to demonstrate strong resilience. Household paper proved the most robust category, achieving 3.0% growth to reach 44.38 million tons. Other packaging paper and cardboard also posted growth, increasing 2.4% to 86.18 million tons. However, Corrugated materials production, a key proxy for logistics and e-commerce activity, experienced a moderate decline of 2.8%, reaching 188.77 million tons. This modest reduction in the market's largest segment suggests that the economic slowdown was sufficiently severe to begin affecting the otherwise robust logistics sector toward the latter half of the year.

In the supply chain, the specialty pulp and paper chemicals market provided stability, with its size estimated at USD 22.07 billion in 2022. Packaging remains the largest application segment, accounting for a 41.0% revenue-based share in the global specialty chemicals market.

Pulp Market Dynamics and Capacity Shifts

Total global pulp production declined slightly to 181.76 million tons. Chemical pulp production saw a 0.6% decrease (142.16 million tons), indicative of production restraint, while mechanical pulp (+0.5% to 25.33 million tons) and non-wood pulp (+1.2% to 9.06 million tons) showed marginal increases. North America remains a dominant pulp producer, accounting for 31.4% of total global pulp production. Asia and Europe maintained significant shares at 26.0% (47.34 million tons) and 24.0% (43.69 million tons), respectively.

A critical indicator for future market pricing is the global capacity overhang. Since the beginning of the COVID-19 pandemic, global pulp capacity has increased by approximately 10 million tonnes. Most notably, the commissioning of two major new pulp mills (Arauco and UPM), adding a combined capacity of around 4 million TPA, occurred

precisely as global pulp demand contracted by 3.5% due to emerging recessionary trends in Western countries. The simultaneous introduction of large-scale new capacity and a sharp contraction in global demand guarantees a severe market imbalance and significant price erosion that will intensify into the 2023 financial year. This capacity overhang ensures that the supply side will continue its aggressive search for high-growth, unprotected markets like India, thereby escalating the import and dumping issues already observed in FY 2022-23.

Indian Industry Performance (FY 2022-23):

Overview of India's Domestic Capacity and Utilization

India maintained its status as the fastest-growing major paper market globally. The domestic industry's volume growth was forecasted at approximately 7% in FY 2022-23. Based on the preceding fiscal year's detailed data (FY 2021-22), the industry demonstrated robust capacity utilization of 89.55% against an installed capacity of 4826 thousand tonnes per annum (TPA). This high utilization underscored the underlying strength of domestic demand prior to the acute pressures exerted by global trade distortion.

The long-term growth prospects for India remain compelling, anchored by one of the world's lowest per capita paper consumption rates, currently standing at 15 kg, significantly below the figures for the USA (320 kg) and the EU (129 kg). To fulfill this potential and meet projected demand increases, the country needs to add approximately 1 million TPA of integrated pulp, paper, and paperboard production capacity beyond existing levels.

Trade Dynamics: The FY 2022-23 Import Surge Crisis

The defining operational event of FY 2022-23 was the abrupt and highly destabilizing surge in paper and paperboard imports. This surge was fundamentally driven by the systematic redirection of international surplus capacity into the relatively unprotected, high-growth Indian market.

The financial magnitude of this influx was substantial. The total market value of paper and paperboard imports jumped 47% year-on-year, increasing from INR 7,839 crore in FY 2021-22 to INR 11,513 crore in FY 2022-23, according to data from the Directorate General of Commercial Intelligence & Statistics (DGCI&S). Volume followed suit, increasing 25.4%, from 1,145.8 thousand tonnes to 1,436.5 thousand tonnes over the same period.

This influx swiftly reversed India's positive trade position. While Indian exports (including newsprint) totaled 2.46 million tonnes, imports stood at 2.52 million tonnes in FY 2022-23.² This marked a quick erosion of the trade surplus achieved by the Indian industry in the 2020-22 period. This loss of export competitiveness is attributed to a combination of high domestic production costs—stemming from factors like logistics and the new 2.5% customs duty on recovered paper inputs—making Indian finished goods commercially less attractive relative to Asian competitors who were aggressively offloading global pulp/capacity overhang.

The significant divergence between the 47% value growth and the 25.4% volume growth demonstrates a critical cost

dynamic throughout the year. The higher value growth in the first half artificially inflated the total import bill due to elevated unit costs from global inflation and high freight rates. However, the subsequent accelerated volume spike confirms that low-priced, dumped material flooded the market in the second half, initiating the decline in domestic realization levels that began in the second quarter of FY 2023. This combination of high input costs followed by rapidly depressed pricing created a period of maximum operational margin pressure for domestic manufacturers.

C. Segmental Vulnerability and Origin Analysis

The import crisis impacted specific segments with disproportionate severity:

- **Uncoated Writing & Printing (W&P):** This grade was the most severely destabilized, recording a staggering 102% increase in import value over FY 2021-22. The primary origins of these imports were noted as Indonesia, Singapore, and China. Imports of this segment now represent nearly 20% of the total domestic writing and printing paper market requirement.
- **Coated Grades:** Imports of coated paper and board also registered a sharp surge of 51%, largely sourced from China, Japan, and South Korea.
- **Packaging Gaps:** Imports of high-strength kraft paper remained persistently high, estimated at 2.75 to 3 lakh TPA. This is primarily attributed to a deficit in domestic manufacturing capability to source the specific high-BF (Burst Factor) fiber required for these premium grades.

Strategic Drivers, Challenges, and Regulatory Environment (India)

Policy Intervention: Implementation and Scope of PIMS

The unprecedented rate of import growth prompted serious warnings from the Indian Paper Manufacturers Association (IPMA). IPMA asserted that the high growth in imports posed a direct threat to the financial stability of the domestic industry, jeopardizing employment generation and the rural livelihoods linked throughout the paper value chain.

In response to this critical situation, the Government of India mandated import registration under the Paper Import Monitoring System (PIMS). This system requires importers to provide advance online information regarding inbound shipments of 201 specified types of paper and paperboards, including handmade paper and glazed newsprint. While implemented during the fiscal year, the system's immediate role was observational. PIMS provides the necessary evidential foundation required under World Trade Organization (WTO) protocols for future trade defense actions. Its introduction represents a crucial strategic defensive pivot by the government, acknowledging the depth of the import threat and preparing the groundwork for data-driven identification of dumping sources and patterns (e.g., tracing W&P origin to specific Asian nations). The long-term value of PIMS lies in its ability to facilitate trade remedies, rather than acting as a short-term volume control mechanism.

Raw Material Security and Fiscal Policy Conflicts

The industry welcomed specific government policies aimed at promoting agroforestry (announced during the Union Budget

2022-23 context). This initiative is regarded as crucial for achieving long-term raw material security for wood-based pulp, thereby reducing India's vulnerability to highly volatile international wood pulp markets.

However, this positive initiative was countered by a detrimental fiscal policy change: the increase in basic customs duty on recovered paper, a fundamental raw material used by 70-75% of Indian paper and paperboard producers, from nil to 2.5 percent. This tax was viewed as a "dampener" by industry representatives. This duty creates a regulatory conflict: while the nation champions fiber security and sustainability, increasing the cost of recycled fiber input directly penalizes domestic mills utilizing this resource, thereby exacerbating the cost disadvantages faced when competing with large, integrated foreign mills. Despite this duty, wastepaper imports grew by 11.62% in quantity and 9.90% in value during FY 2022-23.

Financial Performance Headwinds: Realization Softening

While industry revenues benefited from demand recovery in the first half of the year, profit erosion became pronounced in the second half. Realizations in the dominant packaging paper segment began to decline significantly starting in the second quarter of FY 2023.

This realization decline occurred under conditions where global input prices were either still elevated or only just beginning to moderate, ensuring that operating margins for the second half of FY 2023 were under intense pressure. The extreme surge in imports, particularly in Uncoated Writing & Printing paper from specific Asian trade partners, strongly indicates that global surplus production is being routed through Free Trade Agreement (FTA) channels. This suggests potential circumvention of standard tariffs, possibly by exploiting rules-of-origin loopholes, to dump low-priced product into the domestic market. This structural vulnerability, where FTAs undermine domestic industrial protection, represents a fundamental threat that requires proactive high-level engagement and enforcement beyond conventional customs measures.

Outlook and Risk Assessment

Key Financial and Operational Risks for the Immediate Future

Sustained Import Dumping: The critical global pulp capacity overhang (including new 4 MTPA mills) combined with anticipated sustained low demand in Western economies ensures that low-priced imports will continue to target the high-growth Indian market aggressively. This sustained pressure will maintain depressed domestic realizations and hinder margin recovery across all key product segments.

Structural Raw Material Cost Disadvantage: The dual burden created by the new customs duty on recovered paper and high dependency on imported fiber sustains a structural cost disadvantage for Indian manufacturers relative to global competitors, negatively affecting price competitiveness.

Inflationary Impact on Investments: Crucial capital investments required for modernization and required green

initiatives face increased costs due to persistent global inflation and elevated interest rates. This financial constraint risks delaying essential long-term projects needed to enhance sector efficiency and competitiveness.

Fiscal Year 2022-23 was defined by exceptional global volatility and the abrupt, damaging reversal of India's positive trade trajectory. While core domestic demand remains fundamentally robust, the profitability of the industry was severely tested. This was due to the coincidence of high input costs in the initial half of the year and the rapid erosion of finished goods realizations in the latter half, driven by the aggressive dumping of global surplus materials. The core strategic focus for the immediate future must therefore shift entirely from managing organic capacity expansion toward establishing robust trade defense mechanisms and optimizing the core cost structure to safeguard the long-term viability and growth potential of the domestic paper and pulp sector.

BILT's Operations in India

BILT's writing and printing paper manufacturing operations under its stepdown subsidiary Bilt Paper B.V. has four production units across India. These are: Ballarpur (Maharashtra), Bhigwan (Maharashtra), Sewa (Odisha) and Ashti (Maharashtra).

Due to non-availability of the Statistical data relating to Manufacturing and related activities of the above said production units under Bilt Paper B.V. the New Management is not able to provide update on the same.

Operations In Malaysia

Operations at Sabah Forest Industries have been affected over the past years. Further, pursuant to local laws Liquidation proceedings have been initiated due non-servicing of the debt under take by Sabah Forest Industries.

Specialty paper Business

This business focuses on specialized product categories such as water marked bond paper, ledger paper, cartridge paper, envelope paper, super printing paper, matrix multipurpose paper and food packaging products (such as cup stock and paper straw). Assets of this business are directly under BILT at Unit Shree Gopal (Haryana).

The company has a wide range of product acceptability and demand across entire Indian subcontinent. BILT has mega brand such as BILT Royal Executive Bond, BILT Copy Power, BILT Image Copier and BILT Matrix.

Unit: Shree Gopal

Shree Gopal Unit is located at Yamunanagar, Haryana, is a fully integrated paper mill set up on ~ 173 acre of land with Plant spread across ~115 acres and two colonies on ~ 58 acres, thereby offering expansion opportunities. The mill has a capacity of 85,000 MT per annum and Co-generation capacity of 24 MW with 6 boilers for steam generation. The unit also has a fully equipped research and testing facility for pulp testing, paper testing and material testing. Further, the company has 2 agricultural lands totaling to 21.31 acres and a depot land of 1.09 acres in Yamunanagar.

Unit: Kamalapuram

The India-based pulp business operates out of the facility at Kamalapuram, in the district of Warangal in Telangana. Historically, this primarily produced rayon grade pulp for manufacture of viscose staple fibre (VSF) and viscose staple yarn (VSY).

Over the last five years, this market has been under severe pressure — which made the operation of this unit unviable. Consequently, the mill has been temporarily shut down since 2014. A representation was made to the Government of Telangana for granting subsidies on inputs and power to enable manufacturing activities to be restarted.

Kamalapuram Unit is located at Kamalapuram, Telangana is Rayon grade pulp mill set up on ~ 571.70 acres of land with factory area ~ 305.6 acres and township area of ~ 266 acres. The mill is located near Godavari river which provides water security as water is imperative at each stage of production. Telangana government has extended subsidy of approx. INR 45 cr per annum for 7 years and investment subsidy of INR 12.5 cr.

Apart from the above, the company has a freehold land of 590.64 acres at Choudwar, Odisha, and a residential flat at Prabhadevi, Mumbai.

Financial performance with respect to operational performance

BILT's consolidated financial performance for the financial year ended 31 March 2023 is given below.

(Rs.in crores)

Particulars	Consolidated	
	FY 2023	FY 2022
Revenue from Operations (Net of GST)	-	0.38
EBIDTA	(11)	(179)
Less: Finance Cost	563	550
Less: Depreciation	38	53
Profit/(Loss) before Exceptional Items and Taxes	(612)	(782)
Share of Profit/(Loss) in Associate and Joint Venture	234	12
Exceptional Items	4982	1248
Profit / (Loss) before Tax	4604	478
Less: Tax	-	-
Profit/(Loss) After Tax	4604	478
Profit/ (loss) from discontinued operations before tax	-	-
Less: Tax expense on discontinued operations	-	-
Net profit/ (loss) from discontinued operations after tax	-	-
Net profit/ (loss) after tax	4604	478

Insolvency Application has been moved against the Company and vide order dated January 17, 2020, the Company was admitted into CIRP under the provisions of Insolvency and Bankruptcy Code, 2016.

Internal Controls and their Adequacy

The new Board, having assumed its responsibilities pursuant to the resolution plan approved by the NCLT, it is not in a position to provide a detailed assessment of the internal controls and their adequacy for FY 2021-22 at this time. However, we want to assure you that the new Board is unwavering in its commitment to implementing and upholding stringent internal control practices. Our priority is to ensure that the highest standards of governance and accountability are adhered to, and we will be taking all necessary steps to evaluate and enhance our internal control systems moving forward.

Risks and Concerns

The New Board identifies the following risks and concerns for a paper manufacturing company like BILT:

1. Market Demand Fluctuations

Risk: Fluctuations in demand for paper products, especially printing and writing paper, can significantly impact revenue and profitability. The accelerated shift towards digital media due to the COVID-19 pandemic has reduced demand for these products.

Concern: Prolonged decline in demand for traditional paper products can affect the company's market position and financial stability.

2. Raw Material Supply and Cost Volatility

Risk: Ballarpur Industries Limited (BILT) relies heavily on raw materials such as wood pulp, recycled paper, and agro-residues. Supply disruptions, price volatility, and import restrictions can affect production and increase costs.

Concern: Inconsistent supply and rising costs of raw materials can squeeze profit margins and disrupt manufacturing operations.

3. Environmental Regulations and Sustainability

Risk: The paper industry faces stringent environmental regulations aimed at reducing pollution and promoting sustainable practices. Compliance with these regulations requires significant investment in eco-friendly technologies and processes.

Concern: Failure to meet environmental standards can result in legal penalties, damage to reputation, and increased operational costs.

4. Economic Conditions and Consumer Spending

Risk: Economic downturns and reduced consumer spending can adversely affect the demand for paper products, particularly in sectors like printing and publishing.

Concern: Economic instability can lead to reduced revenue and financial performance, impacting the company's growth prospects.

5. Technological Advancements and Innovation

Risk: Rapid advancements in technology require continuous investment in modernizing production facilities and adopting new manufacturing processes. Falling behind in technology can lead to inefficiencies and loss of competitive edge.

Concern: High capital expenditure on technological upgrades may strain financial resources, especially if the benefits are not realized in the short term.

Material developments in Human Resources / Industrial Relations front

As per the information made available to the New Board:

- The company had 26 employees as on March 31, 2023, out of which 1 is in Head office, 24 employees in Shree Gopal Unit and 1 employees in Kamalapuram Unit.
- There are several centralized functions, the services of which are availed by the group. Group level support is provided for the following functions:

Employee Category	HO	Shree Gopal	Kamalapuram	Total
Permanent	-	-	-	-
Management staff	1	14	-	15
Casual	-	1	-	1
Industrial Trainees	-	-	-	-
School employees	-	-	-	-
Contractual	-	5	-	5
Retainer	-	4	1	4
Total	1	24	1	26

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor

Following the assumption of responsibilities by the New Board pursuant to the Resolution Plan, we are presently unable to provide detailed explanations for these ratios for the FY 2023 at this juncture. Shareholders and stakeholders are advised to refer directly to the financial statements within this report for precise information on financial ratios. Rest assured, the new Board is steadfast in its commitment to enhancing transparency and governance practices as we rigorously strengthen our oversight and reporting mechanisms.

Details of any change in Return on Net Worth (RoNW) as compared to the immediately previous financial year along with a detailed explanation thereof

Following the assumption of responsibilities by the New Board pursuant to the Resolution Plan, we are presently unable to provide detailed explanations for the FY 2023 for the change in RoNW. Shareholders and stakeholders are encouraged to refer directly to the financial statements within this report for specific information on RoNW. The new Board remains committed to enhancing transparency and governance practices as we strengthen our oversight and reporting mechanisms.

For and on behalf of the Board of Directors

Sd/-

Hardik Bharat Patel

Whole-Time Director & Chief Financial Officer

DIN: 00590663

Date: April 16, 2025

Place: Mumbai

Dear Members,

The New Board has the pleasure in presenting the Board Report of Ballarpur Industries Limited ("**Company**"), along with the audited financial statements, for the financial year ended March 31, 2023 ("**Period under review**"). The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

Inherent Limitations and Inhibitions

Please note that specifically, and among other matters, the Company's financial statements for the financial years 2019-20, 2020-21, 2021-22 and 2022-23 have not been prepared, audited, approved and filed with the jurisdictional registrar of companies ("**ROC**"), as is required under the relevant provisions of the Companies Act, 2013 read with the rules and regulations framed thereunder ("**Companies Act**") and requisite documentation and information to enable preparation of the same were not made available to the New Board. At the time of handover of control, only the audited financial statements up to FY 2019 were handed over to the New Board.

It is the new management which incurred additional costs and took all efforts to prepare the consolidated financial statements up to FY 2024 and has successfully completed the statutory audit of the same along with standalone financial statements. However, the accounts of the Company for the financial year ending March 31, 2023 ("**Subject Accounts**"), which pertain to the period prior to the Closing Date (June 12, 2023 (As per terms of the Resolution Plan)), and the date of appointment of New Board (i.e. June 12, 2023 and September 08, 2023), are required to be adopted by the shareholders of the Company.

It is pertinent to note that this Board's Report and Subject Accounts are required to: (i) be approved, and signed by or on behalf of the New Board and KMPs; (ii) undergo statutory audit by the Company's auditors; (iii) approved by the Company's shareholders; (iv) filed with the ROC in order to (a) fulfill requisite compliance requirements, including under the Companies Act and (b) to cure/regularize the non-compliance of the Company with respect to its filing requirements under the Companies Act including to make its status 'Active Compliant' with the registrar of companies (and as reflected on the portal of Ministry of Corporate Affairs) in terms of and for the implementation of the Approved Resolution Plan. Accordingly, in fulfilling these compliance requirements certain inherent limitations and inhibitions are involved for the New Board and KMPs and management of the Company ("**Inherent Limitations and Inhibitions**"), as is set out below in further detail.

The Subject Accounts have been signed by Mr. Hardik B. Patel, the Chairman & Whole-Time Director, Mr. Parashiva Murthy B S, Director & Mr. Punit Bajaj, Company Secretary and this Board Report is being approved by the Company's New Board, only for the purpose of statutory compliance as set out in the

preceding paragraphs, subject to the following Inherent Limitations and Inhibitions:

- (i) the New Board and KMPs had no access to or role in relation to the affairs and or management Company for and during the financial year ending March 31, 2023 ("**Subject Period**");
- (ii) the New Board and KMPs have, in this regard, relied solely and exclusively on the books, papers, records and other information, documents, clarifications, representations, communications, notices and/or certifications (collectively, "**Books and Records**") furnished to them by or on behalf of the Resolution Professional and the records and details available with the staff of the Company. The New Board has approved this Board Report and Mr. Hardik B. Patel, Whole Time Director & Chief Financial Officer had signed the Subject Accounts on the basis that the available Books and Records believing that the same: (a) are genuine, correct and accurate; (b) have been prepared and maintained in accordance with the applicable accounting standards, policies and conventions, and the New Board and KMPs are not aware of any significant exercise of judgment which has not been disclosed to them in writing in this regard; and (c) are not in any way fraudulent or misleading;
- (iii) in addition to, and without prejudice to what is stated in paragraph (ii) above, the New Board and KMPs, without being under an obligation to do so, have ascertained that they don't have access to certain information and details for the Subject Period which may have a bearing on the Books and Records required for finalization and approval of this Board Report and the Subject Accounts (non-illustrative list):
 - a. Due to the Parent's status under Corporate Insolvency Resolution Process (CIRP) & the effects of COVID-19, there was a shortage of available employees. Consequently, the Parent's management did not conduct the physical count of inventories as at 31st March 2023. Accordingly, it is not possible to conclude whether the inventories are fairly stated in the consolidated financial statement.
 - b. The Company had carried forward deferred tax assets (net) of Rs. 11,924 lakhs from earlier years. During the year the company has not created any deferred tax liability/asset.
 - c. Bank reconciliation statements of the parent as at 31 March 2023 have not been prepared for 11 bank accounts having a carrying amount of Rs. 9.07 Lakhs since the bank statements were not available for these bank accounts. Also, no balance confirmation could be obtained from any of the banks.

- d. Bank reconciliation statements of the parent as at 31 March 2023 have not been prepared for 5 bank accounts related to unpaid dividend having a carrying amount of Rs. 27.59 Lakhs since the bank statements were not available for these bank accounts. Also, no balance confirmation could be obtained from any of the banks.
- e. Details of bank deposits of the parent with original maturity exceeding 3 months but less than 12 months as at 31 March 2023 are not available. Also, neither the balance confirmation certificate nor interest on bank deposit certificate could be obtained from bank.
- f. Confirmation of balances had not been received by the auditors of the Company in respect of certain loans and advances, balances with banks, borrowings (including interest accrued thereon), dues to/from related parties, trade and other payables. The impact of any change in the carrying amount of these balances on consolidated financial statements is unascertainable.
- g. The company has migrated its accounting system from Oracle to Tally Accounting system during the current Financial Year. A migration audit was not performed by the company, and therefore, the completeness and accuracy of the data could not be confirmed.
- h. The Financial Statements of 2 step down foreign subsidiaries (Mirabelle Trading Pte. Ltd. and Bilt Graphic Trading FZE) and 1 domestic subsidiary (Avantha Agritech Ltd) which have a total assets base of Rs. 67,542 lakhs and which are material to the group are unaudited. Since Financials statements of these companies were unavailable the asset bases of Mirabelle Trading Pte Ltd and Avantha Agritech Ltd as on March 31, 2020 and as on March 31, 2019 of Bilt General Trading FZE was considered for consolidation purpose.
- i. One of the foreign subsidiary Ballarpur Speciality Paper Holdings B.V. has fully written off its investment in BILT General Trading FZE, UAE ("BGT") as BGT does not carry on any operations and there is no intention to carry on the business in future also the license of BGT was expired.
- (iv) the New Board and KMPs do not take any responsibility or liability for the Books and Records not being in line with the matters stated in paragraph (ii) above, and for the matters that are not available as detailed in paragraph (iii) above. No statement, fact, information (whether current or historical) or opinion contained herein should be deemed or construed as a representation or warranty, confirmation, undertaking and / or assurance, whether express or implied, by the New Board and KMPs.
- (v) Additionally, and without prejudice to the above, the New Board and KMPs further disclaim all responsibility as to matters regarding: (a) recording, disclosing and dissemination of matters set out in, and record-keeping

and preservation of, the Books and Records; (b) matters that require specific disclosure in this Board Report and the Subject Accounts, including (without limitation) identification of related parties and related party transactions; and (c) matters concerning maintenance of internal controls, systems and processes;

- (vi) The New Board and KMPs believe and have relied upon the accounts and financial statements of all the subsidiaries, joint ventures and related parties, being duly and properly prepared, verified and approved in accordance with applicable laws including the relevant accounting standards, for the purpose of consolidation of such financial statements and preparation of this Board Report and the Subject Accounts.

For the reasons set out in the preceding paragraphs, the New Board and KMPs are submitting this Board Report (including for sake of clarity, the Director's Responsibility Statement set out herein) in compliance with the provisions of the Companies Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 and in good faith and strictly on a without liability basis; and no suit, prosecution or other legal proceeding shall lie against them, now or in future, in relation to or in connection with (in any manner whatsoever) this Board Report or any matter stated herein (including, for sake of clarity, the Director's Responsibility Statement set out herein) and the Subject Accounts.

Successful Implementation of Resolution Plan

The Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), vide its order dated March 31, 2023, approved the Resolution Plan submitted by Finquest Financial Solutions Private Limited under Section 31 of the Insolvency and Bankruptcy Code, 2016, and the plan was successfully implemented by Finquest Financial Solutions Private Limited. Upon successful implementation of the Resolution Plan, the following activities have been made in the Company:

- Reduction and extinguishment of issued Share Capital of the Company prior to approval of Resolution Plan,
- Allotment of securities pursuant to the Resolution Plan;
- Reconstitution of the Board of Directors of the Company and its Committees; and
- Revocation of Power of Attorney/Authorizations issued before and during CIRP by the Company.

Financial Performance

The financial performance of your Company for the financial year ended March 31, 2023, is given below:

(Rs. in Lakh)

Particulars	Standalone		Consolidated	
	2022-23	2021-22	2022-23	2021-22
Revenue from Operations	0	38	-	38
Other Income	26	8	13,295	12,323

Particulars	Standalone		Consolidated	
	2022-23	2021-22	2022-23	2021-22
Less: Expenses	(1,316)	(2,164)	(14,414)	(30,213)
EBIDTA	(1,290)	(2,118)	(1,119)	(17,852)
Less: Finance Cost	(47,882)	(47,761)	(56,315)	(55,050)
Less: Depreciation	(3,756)	(5,257)	(3,756)	(5,257)
Profit/(Loss) before Exceptional Items and Taxes	(52,928)	(55,136)	(61,190)	(78,159)
Share of Profit/(Loss) in Associate and Joint Venture	-	-	23,368	1,199
Exceptional Items	4,98,237	(1,37,710)	4,98,237	1,24,717
Profit / (Loss) before Tax	4,45,309	(1,92,846)	4,60,415	47,757
Less: Tax	-	-	-	-
Profit/(Loss) After Tax	4,45,309	(1,92,846)	4,60,415	47,757
Profit/ (loss) from discontinued operations before tax	-	-	-	-
Less: Tax expense on discontinued operations	-	-	-	-
Net profit/ (loss) from discontinued operations after tax	-	-	-	-
Net profit/ (loss) after tax	4,45,309	(1,92,846)	4,60,415	47,757

Operations

A detailed review of the operations and performance of the Company and its subsidiaries is provided in the chapter on Management Discussion and Analysis in this Annual Report.

Dividend

In view of the fact that the Company was undergoing Corporate Insolvency Resolution Process as at March 31, 2023 and no record / evidence recommending dividend by the erstwhile board was made available to the New Board, it is deemed fit that no dividend be recommended on the Equity Share Capital of the Company for the financial year ended 31st March 2023.

Particulars of loans, guarantees or investments

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

Transfer to Reserves and Share Capital

In view of the fact that the Company was undergoing Corporate Insolvency Resolution Process as at March 31, 2023, and no record / evidence recommending transfer of any amount to general reserve was made available to the New Board, it is deemed fit that no amount be transferred to reserves during the period under review.

Fixed Deposits

As per the information made available to the New Board, no amount of principal or interest on erstwhile fixed deposits was outstanding as on 31 March 2023. Further, the Company has not invited any fresh deposits.

Changes in the nature of business

As per the information made available to the New Board, the Company did not undergo any change in the nature of its business during the period under review.

Management's discussion and analysis

In terms of the provisions of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Management's discussion and analysis is separately set out in this Annual Report.

Board of Directors and Key Managerial Personnel

As on March 31, 2023, the Board of Directors of the Company comprised of the following directors:

1. Mr. Rajeev Ranjan Vederah – Independent Director (DIN: 00012252)
2. Dr. Padmakumar Nair – Independent Director (DIN: 03109973)
3. Ms. Yashashree Gurjar – Non-Executive Director (DIN: 02674807)

Appointments

As per the information made available to the New Board, there were no fresh appointments of directors during the Financial Year 2022-23.

Resignations

As per the information made available to the New Board, there were no resignation of Directors during the Financial Year 2022-23.

Nomination and Remuneration Policy

An excerpt of the Nomination and Remuneration Policy of the Company is annexed along with the Corporate Governance Report of the Company.

In view of commencement of CIRP during the year under review, the New Board does not have any evidentiary documents which show that erstwhile Management had carried out an annual evaluation of itself, its Committees, Independent Directors and its Directors in accordance with the criteria specified by the Nomination and Remuneration Committee.

Declaration by Independent Directors

The New Board has not been provided with any records evidencing declaration by Independent Directors as provided in Section 149(6) of The Companies Act, 2013 (the Act) and

Regulation 16(1)(b) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

Meetings of the Board

During the financial year, the company was undergoing the Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC). Pursuant to Regulation 15(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), the requirement to hold board meetings and comply with the provisions relating to the composition and roles of the Board of Directors was not applicable during the CIRP period.

Accordingly, no meetings of the Board of Directors were held during the CIRP period, and the powers of the Board were exercised by the Resolution Professional (RP) appointed under the IBC.

Promoter Group

The Company was a part of the Avantha Group, a global business conglomerate led by Mr. Gautam Thapar and the periodical disclosures of the Company provides for the details of its Promoter, Promoter Group and persons acting in concert in the shareholding pattern and other filings with the Stock Exchanges. It is pertinent to note that with effect from the approval of resolution plan, the Company is not a part of the Avantha Group.

Subsidiary Companies & Consolidation of Accounts

The Company has 1 Indian subsidiary, viz. Avantha Agritech Limited (AAL) which was formerly BILT Tree Tech Limited. In the last few years excess availability of wood in the market resulted in a substantial reduction of wood prices and consequently, the farmers have been shifting away from growing wood to other crops and horticulture plants. In view of the same AAL sold part of its Agroforestry Business.

The Company also has five foreign subsidiaries. Of these, three are based in The Netherlands: (i) Ballarpur International Holdings B.V. (BIH), (ii) BILT Paper B.V. (BPPV), and (iii) Ballarpur Speciality Paper Holdings B.V. (BSPH). One international subsidiary, namely, BILT General Trading (FZE) is based in the UAE, and another, namely, Mirabelle Trading Pte Ltd. is based in Singapore.

Ballarpur Paper Holdings B.V. (BPH B.V.), Bilt Graphic Paper Products Limited and Sabah Forest Industries are the associates of the Company.

The following updates are extremely important to be noted by the Members of the Company:

- a. The Financial Statements of 2 step down foreign subsidiaries (Mirabelle Trading Pte. Ltd. and Bilt Graphic Trading FZE) and 1 domestic subsidiary (Avantha Agritech Ltd) which have a total assets base of Rs. 67,542 lakhs and which are material to the group are unaudited.
- b. One of the foreign subsidiaries, Ballarpur Speciality Paper Holdings B.V. has fully written off its investment in BILT General Trading FZE, UAE ("BGT") in Financial Year 2019-20 as BGT does not carry on any operations and there is no intention to carry on the business in future

also the license of BGT has expired. However, the auditors were not provided with sufficient information and documents related to closure of business of BGT and therefore, the auditors were unable to comment upon the reasonableness of consolidation of BGT in the consolidated financial statement.

The performance and financial position of each subsidiary and joint venture are detailed in the 'Statement containing salient features of the financial statement of subsidiaries, associate companies/joint ventures in Form AOC-1, pursuant to Section 129 of the Act which is enclosed as Annexure-1 to this Board's Report. Material changes and commitments affecting financial position between the end of the financial year and date of the report.

Commencement of Corporate Insolvency Resolution Process (CIRP)

The National Company Law Tribunal (NCLT), Mumbai Bench, initiated the Corporate Insolvency Resolution Process (CIRP) against the Company on January 17, 2020, based on the application filed by Finquest Financial Solutions Private Limited ("FFSPL"). Mr. Divyesh Desai initially served as the Interim Resolution Professional. Later, Mr. Anuj Jain was appointed as the resolution professional (RP) by the NCLT on May 27, 2020. This process suspended the powers of the Company's erstwhile board of directors, mandating the IRP and RP to manage its affairs.

Approval and Implementation of the Resolution Plan

The NCLT approved the resolution plan submitted by FFSPL on March 31, 2023, marking a significant milestone in the Company's restructuring under the Insolvency and Bankruptcy Code. Pursuant to the Approved Resolution Plan, a monitoring committee oversaw the Company's operations and the plan's implementation until October 25, 2023. FFSPL acquired majority shareholding in the Company, leading to the appointment of a new board of directors on June 12, 2023, and September 08, 2023.

Current Governance Structure and Compliance

The New Board, led by Mr. Hardik B. Patel as the Chairman cum Whole-Time Director and Chief Financial Officer, comprises independent directors and key management personnel appointed in accordance with the Approved Resolution Plan and the NCLT Order. The plan is binding on all stakeholders, including employees, creditors, and government authorities. Mr. Punit A. Bajaj serves as the Company Secretary, ensuring compliance with regulatory requirements under the new governance framework established post-resolution.

Directors' Responsibility Statement

In accordance with Section 134(5) of the Companies Act, 2013, and subject to Inherent Limitations and Inhibitions as provided in the beginning of the Board's Report, the New Board is setting out this Director's Responsibility Statement in compliance with the provisions of the Companies Act and the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 and in good faith and strictly on a without liability basis; and no suit, prosecution or other legal proceeding shall lie against them, now or in future, in relation

to or in connection with (in any manner whatsoever) this Director's Responsibility Statement set out herein.

Subject to the above and based on the information provided to the New Board from time to time including the information made available during the CIRP of the Company by the Interim Resolution Professional / Resolution Professional, the New Board believes that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed and that there is no material departure;
- The accounting policies selected and applied ought to be consistently and judgments made and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for the financial year;
- Proper and sufficient care for maintenance of adequate accounting records as provided in the Companies Act, 2013, ought to have been taken for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- The annual accounts of the Company have been prepared on a "going concern" basis;
- Internal financial controls ought to have been followed by the Company and that such controls ought to be adequate and operated effectively; and
- Proper systems to ensure compliance with the provisions of all applicable laws ought to have been in place and that such systems were adequate and operating effectively.

Secretarial standards

The New Board has not been provided with any information pertaining to compliance with all the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government.

Listing on stock exchanges

The Company's shares are listed on BSE Limited and the National Stock Exchange of India Limited.

Auditors and Auditors' Reports

Statutory auditor

Pursuant to the terms of the approved resolution plan, the New Board had appointed M/s. Batliboi & Purohit, Chartered Accountants (Firm Registration No. 101048W) as the Statutory Auditors of the Company for a term of 5 years, who shall hold office from conclusion of Seventy Fifth Annual General Meeting till conclusion of Eightieth Annual General Meeting to be held in the year 2025, to audit the consolidated financial statements of the Company. M/s Batliboi & Purohit, have made disclaimer of opinion in their report on the consolidated financial statements of the Company for the financial year ended 31st March 2023.

The New Board is not in a position to provide any response to such disclaimer of opinion made by the Statutory Auditors of the Company, as the Board was constituted pursuant to the implementation of the Resolution Plan, approved by the National Company Law Tribunal.

Particulars of contracts or arrangements made with related parties

As per Note 38 of the audited financial statements of the company on standalone basis for the financial year 2022-23, all the transactions with related parties entered during the review period were in the ordinary course of business. The New Board, having recently assumed its responsibilities, is not in a position to confirm the same and therefore is relying on the disclosure in the audited financial statements of the company on standalone basis. The details of material contracts, arrangements or transactions with related parties which require disclosure in Form AOC-2, is annexed to this report as **Annexure-2**.

Secretarial auditor

The Board had appointed M/s Viral Sanghavi & Associates, Company Secretaries (Firm Registration No.: 3130), to conduct Secretarial Audit of the Company for the financial year 2022-23. The Secretarial Audit Report is annexed to this report as **Annexure-3**.

Cost Auditor

Bahadur Murao & Co., Cost Accountants, New Delhi (Firm Registration No. 000008) were appointed as the Cost Auditors of the Company, to carry out the cost audit of paper manufactured and pulp, if any, in relation to the financial year ending 31st March 2023.

Further, the Company is required to maintain cost records as required under Section 148(1) of the Companies Act, 2013 and the Cost Audit Report confirms that such accounts and records are being made and maintained by the Company.

Corporate Governance

The report on Corporate Governance together with the Compliance Certificate is attached and forms part of this Annual Report.

Adequacy of internal financial controls

The New Board, is not in a position to provide a detailed assessment of the internal financial controls and their adequacy for FY 2022-23 at this time, as it has assumed the responsibilities pursuant to approval of Resolution Plan. However, we want to assure you that the New Board is unwavering in its commitment to implementing and upholding stringent internal control practices. Our priority is to ensure that the highest standards of governance and accountability are adhered to, and we will be taking all necessary steps to evaluate and enhance our internal control systems moving forward.

Investor Education and Protection Fund (IEPF)

As per the information made available to the New Board, during the period under review the Company was not required to transfer any amount towards the fund.

Risk Management report

The New Board has not been provided with any information pertaining to risk management during the period under review.

Statutory Committees

The Corporate Governance Report may be referred for details on Statutory Committees.

Statutory Policies

In compliance of the various provisions of the Companies Act, 2013, and Listing Regulations, the Company has made the following policies which are available on its website: www.biltpaper.in

- Policy on materiality of and dealing with related party transactions.
- Policy for preservation of documents.
- Policy on determination of materiality of events.
- Policy on disclosure of unpublished price sensitive information.
- Whistle Blower Policy, covering all employees and Directors, for the vigil mechanism *inter alia* providing direct access to any whistle blower to the Chairman of the Audit Committee, as per said policy.
- Policy on Prevention of Sexual Harassment of Women at Workplace in line with the requirement of "The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013".

In view of the fact that no record / evidence is made available to the New Board, it is not prudent for the New Board to comment on the compliance with the provisions relating to constitution of Internal Complaints Committee under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The New Board was not made available with details of any complaints received during the period under review and hence the New Board could not confirm the same.

Significant/ Material Orders passed by Regulators

Commencement of Corporate Insolvency Resolution Process (CIRP)

The National Company Law Tribunal (NCLT), Mumbai Bench, initiated the Corporate Insolvency Resolution Process (CIRP) against the Company on January 17, 2020, based on the application filed by Finquest Financial Solutions Private Limited ("FFSPL"). Mr. Divyesh Desai was appointed as the Interim Resolution Professional. Later, Mr. Anuj Jain was appointed as the resolution professional (RP) by the NCLT on May 27, 2020. This process suspended the powers of the Company's erstwhile board of directors, mandating the IRP and RP to manage its affairs.

Approval and Implementation of the Resolution Plan

The NCLT approved the resolution plan submitted by FFSPL on March 31, 2023, marking a significant milestone in the Company's restructuring under the Insolvency and Bankruptcy Code. Pursuant to the Approved Resolution Plan, a monitoring committee oversaw the Company's operations and the plan's implementation until October 25, 2023. FFSPL acquired majority shareholding in the Company, leading to the appointment of a new board of directors on June 12, 2023, and September 08, 2023.

Particulars of employees

Information required under Section 197(12) of the Companies Act, 2013, read with Rule 5 of Companies (Appointment and

Remuneration of Managerial Personnel) Rules, 2014, as amended, is annexed with this Annual Report as **Annexure-4**.

Conservation of Energy, Research & Development, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars regarding foreign exchange earnings and outgo are not being provided to the New Board and it is informed that these figures are not material in nature due to the poor performance of the Company.

Corporate Social Responsibility (CSR)

As per the criteria mentioned in Sub-Section (1) of Section 135 of Companies Act, 2013, the Company is not required to constitute CSR committee. Also, provisions relating to formulation of CSR (Corporate Social Responsibility) Policy are not applicable to the Company. The Annual Report on CSR is annexed with this Annual Report as **Annexure-5**.

Business Responsibility and Sustainability Report (BRSR)

In accordance with Regulation 34(2)(f) of the Listing Regulations, only top one thousand listed entities based on market capitalization are mandated to prepare BRSR and accordingly, the same is not applicable to the Company.

Cautionary Statement

This Board's Report reflects the diligent efforts of the New Board to compile and analyze relevant data for the purpose of consumption of the Members of the Company. The New Board has relied on the best available data and records accessible to us at this time. Certain historical data and performance metrics may be based on estimates or assumptions due to incomplete or pending verification of records.

Members are advised to exercise caution when interpreting the financial and operational analyses presented in this Report. The New Board assumes no liability for any inaccuracies or omissions that may arise from the transition and lack of historical records. We are committed to enhancing our internal controls and information systems to ensure more robust and reliable reporting in future periods.

We appreciate your understanding and support as we navigate this transition and work towards restoring comprehensive reporting for Ballarpur Industries Limited.

For and on behalf of the Board of Directors

Sd/-
Hardik Bharat Patel
Whole-Time Director & Chief Financial Officer
DIN: 00590663

Date: April 16, 2025

Place: Mumbai

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Annexure-1

Form No. AOC-1

**STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF
SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES (PURSUANT TO FIRST PROVISIO TO SUB-SECTION
(3) OF SECTION 129 READ WITH RULE 5 OF COMPANIES (ACCOUNTS) RULES, 2014)**

Part "A": Subsidiaries

(Figure in Lakhs)

Name of the subsidiary	Ballarpur International Holdings B.V.	BILT Paper B.V.	Avantha Agritech Limited (Formerly known as BILT Tree Tech Limited)	Ballarpur Speciality Paper Holdings B.V.	BILT General Trading (FZE)	Mirabelle Trading Pte Ltd.
Financial Year of the Subsidiary ended on	March 31, 2023	March 31, 2023	March 31, 2023	March 31, 2023	March 31, 2023	March 31, 2023
Reporting Currency	US Dollar	US Dollar	Indian Rupees	US Dollar	US Dollar	Singapore dollar
Closing Exchange Rate	82.17	82.17	1	82.17	NA	NA
Average Exchange Rate	80.32	80.32	1	80.32	NA	NA
Equity Share capital	73,204	5,418	108	13	27	3,989
Reserves & surplus	(1,24,582)	2,95,851	(1,018)	(378)	123	(4,268)
Total Assets	1,44,552	4,66,704	671	0	283	66,587
Total Liabilities	1,95,930	165,435	1581	365	133	66,867
Investments	1,19,146	4,28,372	-	-	-	-
Turnover (including other income)	387	12,882	-	0	-	-
Profit before taxation	(8,084)	(139)	-	(39)	-	-
Provision for taxation	-	-	-	-	-	-
- Current Tax	-	-	-	-	-	-
- MAT Entitlement Credit	-	-	-	-	-	-
- Deferred Tax	-	-	-	-	-	-
- Excess provision relating to earlier years	-	-	-	-	-	-

Name of the subsidiary	Ballarpur International Holdings B.V.	BILT Paper B.V.	Avantha Agritech Limited (Formerly known as BILT Tree Tech Limited)	Ballarpur Speciality Paper Holdings B.V.	BILT General Trading (FZE)	Mirabelle Trading Pte Ltd.
Profit after taxation	(8,084)	(139)	-	(39)	-	-
Proposed Dividend	-	-	-	-	-	-
% of shareholding	100	62.21 (a)	91.67 (e)	100	100 (d) & (e)	100 (a)&(e)

Notes:

- Held through Ballarpur International Holdings B.V.
- Held through BILT Paper B.V.
- Held through Ballarpur Paper Holdings B.V.
- One of the foreign subsidiary Ballarpur Speciality Paper Holdings B.V. has fully written off its investment in BILT General Trading FZE, UAE ("BGT") as BGT does not carry on any operations and there is no intention to carry on the business in future also the license of BGT was expired.
- The closing balances of these subsidiaries is being carried forwarded from previous year due to absence of audited/management certified financial statements.
- "0" represents amount less than Rs. 50,000/-.

Part "B": Associates and Joint Ventures

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

Name of Associates / Joint Ventures	Latest audited Balance Sheet Date	No. of Shares	Amount of Investment in Joint Venture/ Associate (Rs. in Lakhs)	Extent of Holding (%)	Net Worth attributable to shareholding as per latest Audited Balance Sheet (Rs. in Lakhs)	Considered in Consolidation (Rs. in Lakhs)	Not considered in Consolidation (Rs. in Lakhs)	Description of how there is significant influence	Reason why the joint venture is not consolidated
Ballarpur Paper Holdings B.V. (BPH B.V.)	Not Audited	12,51,92,483	4,49,745	30% (through step down subsidiary BPBV)	(71,215)	(71,215)	NA	Group Shareholding	NA
Bilt Graphic Paper Products Limited	31 st March 2023	-	-	29.24% (Group Shareholding)	(31,812)	(31,812)	NA	Group Shareholding	NA
Sabah Forest Industries	Not Audited	-	-	29.04% (Group Shareholding)	180	180	NA	Group Shareholding	NA

**For Batliboi & Purohit
Chartered Accountants
Firm Registration No.: 101048W**

For Ballarpur Industries Limited

**Sd/-
Parag Hangekar
Partner
Membership No.: 110096**

**Sd/-
Punit Bajaj
Company Secretary
Memb. No.: A-58392**

**Sd/-
Parashiva Murthy B S
Director
DIN: 00011584**

**Sd/-
Hardik B. Patel
Whole- Time Director &
Chief Financial Officer
DIN: 00590663**

**Date: April 16, 2025
Place: Mumbai**

**Date: April 16, 2025
Place: Mumbai**

Annexure-2

Form No. AOC-2

(PURSUANT TO CLAUSE (H) OF SUB-SECTION (3) OF SECTION 134 OF THE ACT AND RULE 8(2) OF THE COMPANIES (ACCOUNTS) RULES, 2014)

FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS UNDER THIRD PROVISO THERETO

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

Not applicable. During the financial year 2022-23, all related party transactions entered into by the Company were in the ordinary course of business and on an arm's length basis and were approved by the Resolution Professional of the company.

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

Sr. No.	Particulars	Details
1	Name(s) of the related party and nature of relationship:	Bilt Graphic Paper Products Limited (Subsidiary of Associate entity – Ballarpur Paper Holdings B.V.)
2	Nature of contracts/ arrangements/ transactions:	Leasing/ renting of Plant and Machinery and buildings
3	Salient terms of the contracts or arrangements or transactions:	During the year 2020-21, the company had entered into a rent agreement with related party i.e. BGPPL, pursuant the approval taken by the Resolution Professional from the Committee of Creditors. The said Rent Agreement is not available with the new management.
4	Duration of the contracts/ arrangements/ transactions:	
5	Date(s) of approval by the Board, if any:	
6	Transaction Value:	Rental Expenses: 8 Lakhs

For Ballarpur Industries Limited

**Sd/-
Hardik B. Patel
Whole- Time Director & Chief Financial Officer
DIN: 00590663**

**Sd/-
Parashiva Murthy B S
Director
DIN: 00011584**

**Date: April 16, 2025
Place: Mumbai**

**Date: April 16, 2025
Place: Mumbai**

Annexure-3

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

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Ballarpur Industries Limited
L21010MH1945PLC010337
602, Boston House, 6th Floor, Suren Road,
Andheri East, Mumbai, Maharashtra, India, 400093

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BALLARPUR INDUSTRIES LIMITED** having CIN: L21010MH1945PLC010337 (hereinafter called 'the Company') for the financial year ended March 31, 2023. 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.

The corporate insolvency resolution process ("**CIRP**") of the Ballarpur Industries Limited ("**Company**") was initiated, consequent to the admission of the application made by Finquest Financial Solutions Private Limited ("**FFSPL**") under the provisions of the Insolvency and Bankruptcy Code, 2016 (the "**Code**"), by the Hon'ble National Company Law Tribunal, Mumbai bench ("**NCLT**"), vide its order dated January 17, 2020, ("**Insolvency Commencement Order**"). The powers of the erstwhile board of directors of the Company were suspended upon commencement of the CIRP of the Company (i.e. on and from the Insolvency Commencement Order).

Sri Divyesh Desai having IP Registration No. IBBI/IPA-001/IP-P00169/2017-18/10338 was appointed as an interim resolution professional ("**IRP**") to manage affairs and assets of the Company in accordance with the provisions of the Code. Subsequently, the hon'ble NCLT vide its order dated May 27, 2020 had appointed Sri Anuj Jain having IP Registration No. IBBI/IPA-001/IP-P00142/2017-18/10306 as the resolution professional ("**Resolution Professional**") of the Company to take charge of the affairs and assets of the Company in accordance with the provisions of the Code.

Prior to the date of the Insolvency Commencement Order, the erstwhile board of directors of the Company managed the business operations, affairs and assets of the Company. However, in accordance with the terms of the Code, the powers of the erstwhile board of directors continued to remain suspended for the entire period to which this Board Report pertains to. During the CIRP, the IRP and Resolution Professional were entrusted with the management of the affairs of the Company.

Subsequently, the Hon'ble NCLT, Mumbai Bench vide its order dated March 31, 2023 ("**Approval Order**") approved the Resolution Plan of M/s Finquest Financial Solutions Private Limited ("**SRA**") in the CIRP of the Company. Pursuant to the Approval Order, the Implementation and Monitoring Committee ("**IMC**") was constituted on for effective implementation of the Resolution plan for defined period i.e. 150 days from the NCLT Approval Date as stated in Resolution Plan, comprising of 1 (One) representative of the Secured Financial Creditors, 1 (One) representatives of the Resolution Applicants and the Erstwhile Resolution Professional managed the affairs of the Company as a going concern and supervised the implementation of the Resolution Plan. The powers of the Board of Directors continued to remain suspended during the defined period as all the decisions relating to the implementation of the Resolution Plan were taken by IMC. Subsequent to dissolution of the IMC, the effective control of the Company was handed over to the reconstituted Board of Directors of the Company ("**New Board**").

I have been informed by the New Board that certain information including the Minutes of meeting of Committee of Creditors ("**CoC**") and the outcome of certain procedures carried out as a part of the CIRP are confidential in nature and could not be shared with anyone other than Committee of Creditors and NCLT. In view of this, my verification and/or examination of the Board process and compliance, Secretarial Standards as well as related relevant Minutes Books, papers and documents, etc. are restricted during the year under review and wherever applicable herein after in this Secretarial Audit Report.

The Company has informed me that they are unable to provide me the access to the Company's books, papers, minute books, forms and other internal records for the audit period, as the same was not made available to the New Board at the time of handover of control. Accordingly, my verification has been limited to the information and documents available in the public domain, including the e-forms and returns filed by the Company with the Ministry of Corporate Affairs, stock exchanges and such other publicly accessible sources.

This report is therefore based solely on the examination of these publicly available filings and does not cover a detailed verification of the Company's internal records or the actual functioning of its management and compliance mechanisms during the CIRP period, since the same is not made available to the New Board at the time of handover of control.

Subject to the above limitation, my/our observations and opinion on the compliance by the Company of the applicable laws are reported hereinafter.

I have examined the forms and returns filed and other records available in the public domain for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **[Applicable only 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not applicable during Audit Period]**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **[Not applicable as the Company does not have any Employee Stock Option Scheme and Employee Stock Purchase Scheme]**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **[Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review];**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **[Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.]**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **[Not Applicable as there was no reportable event during the period under review];**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India under the Companies Act, 2013.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") except the Provisions as specified in regulations 17, 18, 19, 20 and 21 which were not applicable during the Insolvency Resolution Process period, which started from order dated January 17, 2020 and was still continued till year end, in respect of a listed entity which was undergoing Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code

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

1. Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 requires the submission of Standalone and Consolidated Audited Financial Results for the year ended March 31, 2022 should have been disclosed before 60 days from end of year, but the Standalone Audited Financial Results & the Consolidated Audited Financial Results for the year ended March 31, 2022 were not filed during year under consideration. Also, the quarterly and year-to-date results for the quarter ended on 30th June 2022, 30th September 2022 and 31st December 2022 were not submitted with stock exchange during period under consideration.
2. Regulation 47 SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, requires publication of financial results in newspapers within 48 hours of Board approval, but the same has not be done.

3. Regulation 34 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 requires the submission of Annual Report for FY ending of 31st March 2020, with stock exchange not later than the day of commencement of dispatch to its Shareholders, the same was not submitted.
4. Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires disclosure of Related Party Transactions every six months within 15 days from the date of publication of its standalone and consolidated financial results, but the same was not submitted.
5. Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, requires the Company to submit a Reconciliation of Share Capital Audit Report duly certified by a qualified Chartered Accountant or a practicing Company Secretary or a practicing Cost Accountant on quarterly basis, but the same was not submitted.
6. Regulations 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 require the Company to maintain a Structured Digital Database (SDD) of persons with whom unpublished price sensitive information is shared and to obtain and submit the compliance certificate with stock exchange, but the same was not submitted.
7. Regulations 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (applicable in case of Secured Listed Non-Convertible Debt Securities), required the Company to prepare and submit un-audited or audited quarterly and year to date standalone financial results on a quarterly basis in the format as specified by the Board within forty- five days from the end of the quarter, other than last quarter, to the recognised stock exchange and also to submit the copy to Debenture Trustees on the same day. Further, the annual audited standalone and consolidated financial results for the financial year shall be submitted to the stock exchange(s) within sixty days from the end of the financial year along with the audit report. However company was in violation of the said regulation.
8. Regulation 53 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires the listed entity to submit to the stock exchange and the debenture trustee and publish on its website a copy of the annual report sent to the shareholders along with the notice of the annual general meeting, not later than the date of commencement of dispatch to its shareholders, however company has was in violation of the said regulation.
9. Regulations 54(2) & 56 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (applicable in case of Secured Listed Non-Convertible Debt Securities) requires that the listed entity shall disclose to the stock exchange in quarterly, half-yearly, year to-date and annual financial statements, as applicable, the extent and nature of security created and maintained with respect to its secured listed non-convertible debt securities. Also, The listed entity shall forward, to the debenture trustee promptly, a half-yearly certificate regarding maintenance of hundred percent security cover or higher security cover, as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of listed non convertible debt securities, by the statutory auditor, along with the financial results, but the company has failed to do the same.
10. Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 – Certificate on Dematerialisation / Rematerialisation requires every Company issuer or its Registrar & Transfer Agent to submit to the stock exchange, within fifteen days of the end of each quarter, a certificate from a practising Company Secretary / Compliance Officer confirming that the securities received for dematerialisation have been forwarded to the depository participants within the prescribed time, the securities have been dematerialised/rematerialised as per requests and any delays have been disclosed with reasons, the said certificate was not filed for the year under review.
11. Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires a listed entity to obtain from a practising Company Secretary and submit to the stock exchange, within one month from the end of each half-year, a certificate confirming that all share transfer / transmission / transposition requests have been processed within the stipulated time and that a proper share transfer facility is maintained, but the same was not filed during year under review.

12. Regulation 7(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires a listed entity, to submit to the stock exchange within 30 days from the end of each half-year, a compliance certificate jointly signed by the Company and its Registrar & Share Transfer Agent confirming that the share transfer facility is maintained either in-house or by a SEBI-registered RTA. No certificate was filed during year under review.
13. Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires the Company to submit its quarterly shareholding pattern to the stock exchanges within 21 days from the end of each quarter. However, company has not filed the same for period under review.
14. **Regulation 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular SEBI / HO/ CFD/ CMD1/ CIR/ P/ 2019/ 140 dated 21st November 2019** requires every listed entity which has listed debt securities to promptly disclose to the stock exchanges any default on payment of interest or repayment of principal on loans from banks/financial institutions or on unlisted debt securities, within twenty-four hours from the occurrence of such default, in the prescribed format. Further, a consolidated disclosure of all such defaults, if any, is required to be made to the stock exchange(s) within seven days from the end of each quarter.

During the financial year under review, it has been observed that the Company did not make disclosures of defaults in repayment of debt obligations as required under the aforesaid Regulation and Circular. Accordingly, the Company was in non-compliance with the disclosure requirements mandated under Regulation 51 read with the SEBI circular for the said financial year.

15. Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates filing of the Annual Secretarial Compliance Report within 60 days from the end of the financial year, but the Company has not submitted the same with stock exchange during year under review.

I further report that during the year under review: -

- Adequate notice is generally given by Company Secretary to Resolution Professional to schedule the Meetings of Resolution Professional to manage the affairs of the Company. Agenda and detailed notes on agenda were generally sent at least seven days in advance and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.
- All the decisions to manage the affairs of the Company are carried out by Resolution Professional. These functions are performed by the Resolution Professional only to the limited extent of discharging the powers of the Board of Directors of the Company (suspended during CIRP) which have been conferred upon him in terms of provisions of Section 17 of the Code.

I further report that based on limited information available from the Company and review of the existing compliance mechanism established by the Company, I am of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

- 1) Pursuant to Section 96 of the Companies Act, 2013, the Annual General Meeting ("AGM") of the members of the Company for the year 2021-22 which was required to be held on or before September 30, 2022 (and as extended by the Registrar of Companies) but was not held during the year under review and is in violation of Section 96. Also all related filing viz AOC-4 XBRL & MGT-7, were also not made during the year under review.
- 2) As reported in the secretarial audit report, pertaining to FY 2019-20, the Company has not appointed CFO as required u/s 203(1) of the Companies Act 2013 and Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and in the current year under audit review also, the company has not appointed the CFO as required by the said section.

3) Section 148(3) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 requires every company engaged in specified industries, including paper and paper products, to appoint a Cost Auditor within the prescribed time and to file the intimation of such appointment in Form CRA-2 with the Central Government, and thereafter to ensure submission of the Cost Audit Report in Form CRA-4 within 180 days from the end of the financial year. For the financial year 2022-23, the Company was required to appoint a Cost Auditor; however, it has been observed that no Cost Auditor was appointed and consequently, no filings under Form CRA-2 or CRA-4 were made. Accordingly, the Company has not complied with the requirements of Section 148(3) of the Act read with the applicable Rules.

**For, Viral Sanghavi & Associates
Practicing Company Secretaries
Firm Reg No : 3130**

**Sd/-
CS Viral Sanghavi
Proprietor**

**Signed on 16th April, 2025 at Jamnagar
UDIN: F010331G000141165**

**M No. FCS 10331 CP 9035
Peer Review No: 2531/2022**

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

ANNEXURE A TO SECRETARIAL AUDITORS' REPORT

To,
The Members,
Ballarpur Industries Limited
L21010MH1945PLC010337
602, Boston House, 6th Floor, Suren Road,
Andheri East, Mumbai, Maharashtra, India, 400093

Our Secretarial Review Report of even date, for the financial year ended March 31, 2023, is to be read along with this letter.

Management's Responsibility

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.

Auditor's Responsibility

1. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of 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 my opinion.
2. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
3. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of Corporate, Specific and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

Disclaimer

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

**For, Viral Sanghavi & Associates
Practicing Company Secretaries
Firm Reg No: 3130**

**Sd/-
CS Viral Sanghavi
Proprietor**

**Signed on 16th April, 2025 at Jamnagar
UDIN: F010331G000141165**

**M No. FCS 10331 CP 9035
Peer Review No: 2531/2022**

Annexure-4

REMUNERATION AND OTHER DETAILS IN TERMS OF SUB-SECTION 12 OF SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Note: The information provided below is on standalone basis for the Company.

1. Ratio of the remuneration of each director to the median remuneration of all the employees of the Company for the financial year;

S. No.	Name of Director	Ratio of Remuneration to Median Remuneration of all Employees
1.	Mr. R. R. Vederah	Nil
2.	Mr. Padmakumar Nair	Nil
3.	Ms. Yashashree Padmakar Gurjar	Nil

Based on the information made available to the New Board, the above mentioned Directors have not drawn any remuneration for the financial year 2022-23.

2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

As per the information made available to the New Board, there is no increase in remuneration to Directors as the remuneration for the financial year 2022-23. Further, the information with respect to remuneration of CFO, CEO, CS or Manager, if any, adequate information is not made available to the New Board to compute the percentage increase in their remuneration.

3. The percentage increase in the median remuneration of employees in the financial year 2022-23:

Nil

4. The number of permanent employees on the rolls of Company as on 31 March 2023:

Adequate data not made available to the New Board.

5. Average percentile Increase in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

Nil

6. The remuneration is as per Remuneration Policy of the Company.

Adequate data not made available to the New Board.

7. (i) Details of top ten employees of the Company in terms of remuneration drawn:

Adequate data not made available to the New Board. However, as per the information on salaries processed for the month of March 2023, the following are the top ten employees of the Company in terms of remuneration drawn:

S.No.	Name	Designation	Remuneration Received (INR)	Qualification	Experience (Years)	Date of commencement of employment	Age (Years)
1	Atul Sharma	General Manager	33,00,000.00	Dip. In Mech. Engineering	33	15.11.2010	54
2	Ranjan Thapar	Manager	17,43,676.00	B.Com	28	06.06.1995	48
3	Rajesh Kumar Sharma	Deputy Manager	16,84,703.00	Dip. In Mech. Engineering	38	24.07.1984	60
4	Ashok Kumar Chaubey	Deputy Manager	9,88,553.00	Dip. In Mech. Engineering	32	17.12.2007	57
5	Sanjiv Vohra	Deputy Manager	9,40,094.00	Dip. In Electrical	38	05.07.1999	60
6	Vikas Saini	Assistant Manager	8,42,318.00	M.B.A	22	18.09.2000	46
7	Sandeep Kumar	Deputy Manager	8,33,629.00	M.B.A	24	14.08.2008	46
8	Ashu Chibber	Assistant Manager	4,78,871.00	B.A	26	03.04.2001	49
9	Rajni Prakash Vashisth	Assistant Manager	4,63,816.00	B.TECH	14	04.11.2008	40
10	Mangal Chand	Assistant Manager	4,16,658.00	Dip. in History	21	12.12.2011	45

The New Board is not provided with adequate information to ascertain the last employment and designation of the aforementioned employees, held before joining the Company.

(ii) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;

Nil

(iii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month;

Nil

(iv) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-Time Director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company:

Nil

Cautionary Statement: This annexure has been prepared based on the best information made available to the New Board. Due to the historical nature of the data and the circumstances of the company's acquisition under the Corporate Insolvency Resolution Process (CIRP), some information may be incomplete. Members are advised to exercise caution when interpreting the details furnished in this annexure. Neither the undersigned nor the New Board assumes liability for any inaccuracies or omissions that may arise

from the transition and lack of historical records. We are committed to enhancing our internal controls and information systems to ensure more robust and reliable reporting in future periods.

For and on behalf of the Board of Directors

Sd/-

Hardik Bharat Patel

Whole-Time Director & Chief Financial Officer

DIN: 00590663

Date: April 16, 2025

Place: Mumbai

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES FOR FY 2022-23

1. A brief outline of the Company's CSR policy and a reference to the web- link to the CSR policy and projects or programs.

As per the information made available to the New Board, CSR at BILT has been operational long before the New Companies Act, 2013 came into force. CSR initiatives at BILT are carried out at the manufacturing units through partnerships with Non-Governmental Organisations (NGOs). The Company conducts its CSR activities based on the philosophy of sustainable development & inclusive growth.

At BILT CSR is taken up with a commitment for the communities & environment. BILT uses CSR to integrate economic, environmental and social objectives with the Company's operations and growth.

The Company has been implementing CSR with a dedicated team and its CSR initiatives are part of the Company's well defined CSR policy.

Excerpt of CSR Policy

As per the information made available to the New Board, BILT is committed to its stakeholders to conduct its business in a responsible manner that creates a sustained positive impact on society. At BILT, CSR is envisaged as a long-term engagement with key stakeholders. Focused programmes are implemented to enable the disadvantaged communities to improve the quality of their life and preserve the ecosystem that supports the communities and the Company.

2. Composition of the CSR Committee:

As per the criteria mentioned in Sub-Section (1) of Section 135 of Companies Act, 2013, the Company is not required to constitute CSR committee. Also, provisions relating to formulation of CSR (Corporate Social Responsibility) Policy are not applicable to the Company.

3. Average net profit/(loss) of the Company for last three financial years:

INR (55,180) Lakhs *(Due to inadequate information available with the New Board, the average net profit/ (loss) is computed based on profit before tax and exceptional items)*

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

Nil

5. Details of CSR spent during the financial year:

- a. Total amount to be spent for the financial year 2023: Nil
- b. Actual amount spent for the financial year 2023: Nil
- c. Amount unspent, if any: N.A.
- d. Manner in which the amount spent during the financial year: N.A.

Details of CSR: Not Applicable

Amount in Rs.

Sl. No.	CSR project or activity Identified	Sector in Which the Project is Covered	Projects or programs (1) local area or Other (2) specify the State and district Where projects Or programs was Undertaken	Amount Outlay (budget Project Program Wise)	Amount spent on The projects or Programs sub-heads: (1) direct expenditure on projects or Programs (2) Overheads	Cumulative Expenditure Upto to the Reporting Period	Amount Spent: direct Or through Implementing Agency
1				N.A.			
2				N.A.			

6. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report:

Not Applicable.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company:

Not Applicable

CORPORATE GOVERNANCE PHILOSOPHY

Ballarpur Industries Limited ('the Company' or 'BILT') has adopted sustainable business practices to deliver long term value to all its principal stakeholders, shareholders, customers, partners, employees and society at large. The Company's corporate governance systems provide the fundamental framework for business execution in line with the overall business ethos.

The corporate governance philosophy at BILT is based on principles governed by focused adherence to value systems, integrity and fairness in all dealings and a strong commitment to objectivity in decision making. These values are firmly established across the organisation by observing high degree of transparency in disclosures and regular engagement with all stakeholders.

The underlying corporate governance systems are anchored by a strong and independent Board of Directors that provides governance, oversight and strategic counsel to the Company. Firmly established systems and procedures ensure that the Board of Directors remains well-informed and well-equipped to fulfil its governance responsibilities and provide management with strategic direction for sustainable value creation.

The corporate secretarial department and the internal audit function of the Company remains committed to adopting best-in-class practices of corporate governance and internal controls. In FY 2022-23, as BILT focused on executing its business plans, it remained focused on regular monitoring of strategic issues and risk management, which included both evaluation and mitigation.

In India, corporate governance standards for listed companies are regulated by the Securities and Exchange Board of India (SEBI) through Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, henceforth referred to as the 'Listing Regulations'. BILT remains committed to maintaining strict compliance with the letter and spirit of these Listing Regulations.

Note: *The above philosophy on Corporate Governance is replicated from the disclosure made in the Annual Report of the Company for the Financial Year 2019 and accordingly, the New Board do not confirm any of the above. However, the New Board is fully committed to ensure that best corporate governance framework is*

being adopted with transparency, accountability, integrity, and sustainable practices, aimed at enhancing long-term value creation and maintaining trust with our stakeholders.

ROLE OF THE BOARD OF DIRECTORS

The primary role of the Board is that of trusteeship – to protect and enhance shareholder value. As trustees, the Board has a fiduciary responsibility to ensure that the Company has clear goals aligned to shareholder value and its growth. Further, the Board is also responsible for:

- Exercising appropriate control to ensure that the Company is managed efficiently to fulfil stakeholders' aspirations and societal expectations.
- Monitoring the effectiveness of the Company's governance practices and making changes as necessary.
- Providing strategic guidance to the Company and ensuring effective monitoring of the Management.
- Exercising independent judgment on corporate affairs.
- Assigning a sufficient number of non-executive members of the Board to tasks where there is a potential for conflict of interest, to exercise independent judgment.
- Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans, setting performance objectives, monitoring implementation and corporate performance, and overseeing major capital expenditures, acquisitions and divestments.

However, it is pertinent to note that during the Corporate Insolvency Resolution Process (CIRP), the requirements relating to the composition and functioning of the Board of Directors, as prescribed under Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, were not applicable to the Company as per Regulation 15(2A). Accordingly, the powers and responsibilities of the Board were exercised by the Resolution Professional in accordance with the Insolvency and Bankruptcy Code, 2016.

A report on compliance with the principles of Corporate Governance as prescribed under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) is given below:

BOARD OF DIRECTORS

COMPOSITION

As on 31 March 2023, the Board of Directors of the Company comprised as follows:

S. No.	Name	Designation
1	Mr. Rajeev Ranjan Vederah	Independent Director
2	Mr. Padmakumar Nair	Independent Director
3	Ms. Yashashree Padmakar Gurjar	Non- Executive Director

As per the information made available to the New Board, none of the Directors of the Company are related to each other.

However, it may be noted that during the period the Company was under the Corporate Insolvency Resolution Process (CIRP), the requirements relating to the composition of the Board and the applicability of Regulation 17 were not applicable pursuant to Regulation 15(2A) of the Listing Regulations. Accordingly, during the CIRP period, the powers and functions of the Board were exercised by the Resolution Professional, and the Board was not constituted in the manner prescribed under the Listing Regulations.

BOARD MEETINGS

During the financial year, the company was undergoing the Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC). Pursuant to Regulation 15(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), the requirement to hold board meetings and comply with the provisions relating to the composition and roles of the Board of Directors was not applicable during the CIRP period.

Accordingly, no meetings of the Board of Directors were held during the CIRP period, and the powers of the Board were exercised by the Resolution Professional (RP) appointed under the IBC.

DIRECTORS' REMUNERATION

As per the information made available to the New Board, none of the directors have received any salary, perquisites, provident fund, superannuation fund, commission or any sitting fees.

TABLE 1: NAMES OF THE LISTED COMPANIES WHERE THE DIRECTORS OF THE COMPANY ARE DIRECTORS AND THE CATEGORY OF THEIR RESPECTIVE DIRECTORSHIPS:

Sr. No.	Name of the Director of the Company	Name of the listed companies in which the Director of the Company is a Director	Category of Directorship in the listed companies
1.	Mr. Rajeev Ranjan Vederah	-	-
2.	Dr. Padmakumar Nair	-	-
3.	Ms. Yashashree Gurjar	-	-

Note: The above details are provided only with respect to the Directors as on March 31, 2023, based on the information available from the MCA portal.

NON-EXECUTIVE DIRECTORS' SHAREHOLDING AND PECUNIARY RELATIONSHIP

As on 31 March 2023, Non-Executive Director shareholding is Nil. The Company has not issued any convertible instrument to any Non-Executive Director. The New Board was informed that there are no pecuniary relationship or transactions of the non-executive Directors vis-a-vis the listed entity during the period under review.

COMMITTEES OF THE BOARD

Table 2 gives the composition of BILT's Board-level Committees in FY 2023.

TABLE 2: COMPOSITION OF BOARD-LEVEL COMMITTEES

Name of the Directors	Category	Audit Committee	Stakeholders Relationship Committee	Corporate Social Responsibility Committee	Nomination and Remuneration Committee	Risk Management Committee
Mr. R. R. Vederah	Independent	Chairman	Chairman	Chairman	Chairman	Chairman
Mr. Padma	Independent	Member	Member	Member	Member	Member

Name of the Directors	Category	Audit Committee	Stakeholders Relationship Committee	Corporate Social Responsibility Committee	Nomination and Remuneration Committee	Risk Management Committee
kumar Nair	Director					
Ms. Yashas hree Padma kar Gurjar	Non-Executive Director	Member	Member	Member	Member	Member

The composition of BILT's Audit, Nomination and Remuneration, Stakeholders Relationship, Corporate Social Responsibility and Risk Management Committees as on 31 March 2023 is given in Table 2. Apart from these, BILT also has other Board level committees to manage the day-to-day decisions pertaining to operations / business of the Company.

However, it may be noted that during the period the Company was under the Corporate Insolvency Resolution Process (CIRP), the provisions relating to the constitution and functioning of these committees were not applicable in terms of Regulation 15(2B) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, all functions and responsibilities ordinarily discharged by these Committees were exercised by the Resolution Professional, in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016.

AUDIT COMMITTEE

During the financial year 2022-23, the Company remained under the Corporate Insolvency Resolution Process (CIRP) pursuant to the order of the Hon'ble National Company Law Tribunal, Mumbai Bench, dated 17th January 2020.

In view of the ongoing CIRP, the provisions relating to the constitution and functioning of the Audit Committee, as prescribed under Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Regulation 15(2B), were not applicable during this period.

Accordingly, the Audit Committee was not reconstituted or operational during FY 2022-23, and all responsibilities and functions ordinarily discharged by the Committee were exercised by the Resolution Professional in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016

As per the information made available to the New Board, all members of the Audit Committee have accounting and financial management expertise. The Committee generally acts as a link between the Management, Auditors and the Board of Directors of the Company and has full access to financial information. The Company Secretary acts as the Secretary to the Committee. The Chief Executive Officer, Head of Internal Audit, other relevant officials of the Company and the representatives of the Statutory Auditors attended the meeting(s) as invitees, whenever required.

The Audit Committee reviews the financial results of the Company for each quarter and for the year, internal audits and internal control systems, applicability and compliance of various laws, legal cases, related party transactions, the appointment and remuneration of statutory auditors / branch auditors / cost auditors, cost accounting systems and audit reports. Further, the Committee also oversees the vigil mechanism, as required by the provisions of the Companies Act, 2013. Affirmed that no personnel have been denied access to the Committee.

The Audit Committee also reviews adequacy of disclosures and compliance with all relevant laws. Additionally, in compliance with requirements of Regulation 24 of the SEBI Listing Regulations, the Audit Committee reviews operations of Subsidiary Companies viz. its financial statements, significant related party transactions, statement of investments and minutes of meetings of its Board and Committees.

TERM OF REFERENCE

The Terms of reference and role of the Audit Committee are as per Regulation 18 and Schedule II Part C of the SEBI Listing Regulations and Section 177 of the Act. The Committee meets periodically and inter alia:

- Reviews Accounting and financial reporting process of the Company;
- Reviews Audited and Un-audited financial results;
- Reviews Internal Audit reports, risk management policies and reports on internal control system;
- Discusses the larger issues that are of vital concern to the Company including adequacy of internal controls, reliability of financial statements/ other management information, adequacy of provisions for liabilities and whether the audit tests are appropriate and scientifically carried out in accordance with Company's current business and size of operations;
- Reviews and approves transactions proposed to be entered into by the Company with related parties including any subsequent modifications thereto;
- Reviews functioning of Whistle Blower & Vigil Mechanism Policy; and

- Recommends proposals for appointment and remuneration payable to the Statutory Auditor and Internal Auditor and approves the appointment of Chief Financial Officer.

Note: Pursuant to Regulation 15(2A) of the SEBI Listing Regulations, the provisions of Regulation 18 relating to the Audit Committee were not applicable during the period the Company was undergoing the Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016. During such period, the powers of the Board and its committees were exercised by the Resolution Professional. Accordingly, the Audit Committee was not functional during FY 2022-23.

NOMINATION AND REMUNERATION COMMITTEE

The composition of the Committee is provided in Table 3. Constituted with a mandate that is in compliance with the requirements of the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations, the Committee has formulated criteria and policy for the identification / appointment of Directors, key managerial personnel and senior management, their remuneration and evaluation.

TERM OF REFERENCE

The terms of reference of the Nomination and Remuneration Committee include:

- Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
- Formulate the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
- Ensure the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- Ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- Formulate policy with regard to remuneration to Directors, Key Managerial Personnel and Senior Management involving a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

Note: Pursuant to Regulation 15(2B) of the SEBI Listing Regulations, the provisions of Regulation 19 related to the Nomination and Remuneration Committee were not

applicable during the period in which the Company was undergoing the Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016. During this period, the powers of the Board and its committees stood suspended and were vested in the Resolution Professional. Accordingly, the Nomination and Remuneration Committee was not operational during FY 2022-23.

PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS

The New Board has not been provided with any records evidencing evaluation of performance of the Independent Directors.

RISK MANAGEMENT COMMITTEE

The Board has constituted the Committee to understand and assess various kinds of risks associated with the running of business, suggest ways and means for minimizing such risks and review management control procedures and tools used for risk mitigation.

Note: Pursuant to Regulation 15(2B) of the SEBI Listing Regulations, the provisions of Regulation 21 related to the Risk Management Committee, were not applicable during the period in which the Company was undergoing the Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016. During this period, the powers of the Board and its committees stood suspended and were vested in the Resolution Professional. Accordingly, the Risk Management Committee was not operational during FY 2022-23.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with Section 178 of the Act.

The composition of the Stakeholders Relationship Committee is provided in Table 2.

TERMS OF REFERENCE

The terms of reference of Stakeholders Relationship Committee include satisfactory redressal of investors grievances / complaints; review measures taken for effective exercise of voting rights; review adherence of service standards by Company and RTA and recommends measures for overall improvement in the quality of investor services. The Committee has delegated the power of approving requests for transfer, transmission, rematerialisation, and dematerialization, etc. of shares of the Company to the Company Secretary of the Company.

Note: Pursuant to Regulation 15(2B) of the SEBI Listing Regulations, the provisions of Regulation 20 related to the Stakeholders' Relationship Committee, were not applicable during the period in which the Company was undergoing the Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016. During this period, the powers of the Board and its committees stood suspended and were vested in the Resolution Professional. Accordingly, the Stakeholders' Relationship Committee was not operational during FY 2022-23.

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The composition of the CSR Committee is provided in Table 2.

CODE OF CONDUCT

The New Board is informed that the Company has a Code of Conduct for its Directors and Senior Management Personnel which is available on the website of the Company (www.biltpaper.in) and that all Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct for FY 2022-23.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This is given as a separate chapter in the Annual Report.

DISCLOSURES OF MATERIAL TRANSACTIONS

As per the information made available to the New Board, there were no related party transactions of a materially significant nature in terms of the Listing Regulations that could have a potential conflict with the interests of the Company at large. Other related party transactions, which were in ordinary course of business and at arm's length basis, are disclosed in the Notes to the Financial Statements.

ACCOUNTING POLICIES

As per the information made available to the New Board, the Company has adopted accounting treatments which are in conformity with those prescribed by the applicable Accounting Standards.

INSIDER TRADING

In compliance with the SEBI regulations on prevention of insider trading, the New Board was informed that the Company has a Code of Conduct to regulate, monitor and report trading by Insiders (the 'Code'). The Code lays down guidelines which provide procedures to be followed and disclosures to be made, while dealing in securities of the Company by all persons governed by it.

COMMUNICATION TO SHAREHOLDERS

Full and complete disclosure of information regarding the Company's financial situation and performance is

an important part of BILT's Corporate Governance ethics. The Company sends its Annual Report by email to those shareholders whose e-mail addresses are registered with the Company / their depository participants. However, in case Shareholders wish to receive a physical copy of the Annual Report, the Company is happy to provide the same upon request.

GENERAL MEETINGS

Table 3 gives the details of General Meetings held in the last three years. No Special Resolution was taken up in the previous three AGMs except for Appointment of Mr.Yeddala Kesava Reddy (DIN:10586100) as Whole Time Director, Appointment of Mr.Kulandaipaian Thangaraju (DIN: 10721302) as an Independent Director, Appointment of Mr.Panchapakesan Swaminathan (DIN:00901560) as an Independent Director and Change of Registered Office outside the local limits but within the same jurisdiction of Registrar of Companies. All these special resolutions were passed in the Seventy Fifth AGM of the Company which was held on September 10, 2024.

TABLE 3: DETAILS OF GENERAL MEETINGS HELD FOR THE LAST THREE FINANCIAL YEARS

FY	Category	Place	Date & Time
2017-18	AGM	P.O. Ballarpur Paper Mills – 442901, Distt. Chandrapur, Maharashtra	25 September 2018 11.00 A.M.
2018-19	AGM	P.O. Ballarpur Paper Mills – 442901, Distt. Chandrapur, Maharashtra	26 September 2019 12.00 Noon
2019-20	AGM	Virtually through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	10 September 2024 11:00 A.M.

Note: AGM for the FY 2020-21 is scheduled to be held on 03 November 2025 at 2:00 P.M., and AGM for the FY 2021-22 is scheduled to be held on 03 November 2025 at 03:00 P.M., i.e., on the same date as the date of AGM for the FY 2022-23.

POSTAL BALLOT

No resolution through postal ballot was passed during the year under review.

CAPITAL MARKET COMPLIANCE

The New Board, having assumed its responsibilities pursuant to approval of Resolution Plan under CIRP, cannot comment on the compliance of the requirements of the Listing Regulations as well as other applicable regulations and guidelines prescribed by SEBI. However, reliance is placed on the Annual Secretarial Compliance Report prepared by M/s. Viral Sanghavi & Associates, Company Secretaries, which is enclosed to this Report.

TRANSFER OF SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to provisions of Section 124(6) of the Companies Act, 2013 ('The Act'), read with relevant Rules, the Company is required to transfer the shares for which dividend has not been paid or claimed for 7 consecutive years or more to IEPF.

As per the information made available to the New Board, the Company had sent individual communication to Members whose shares were liable to be transferred under the Rules at their registered address, informing them of the above and for taking appropriate action and the Company has transferred the equity shares in respect of which dividend up to December, 2013 has not been claimed or paid for a period of seven consecutive years or more to the IEPF.

The details are also available on our website at www.biltpaper.in and www.iepf.gov.in.

No claim shall lie against the Company in respect of unclaimed dividend amounts and the corresponding shares transferred to IEPF, pursuant to relevant Rules. Shareholders should note that both the unclaimed dividend and the shares transferred to IEPF can be claimed back by them from IEPF.

GOVERNANCE OF SUBSIDIARIES

During the Corporate Insolvency Resolution Process (CIRP), the management and control of the affairs of the Company, including oversight of its subsidiaries, vested with the Resolution Professional in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016. The New Board, having assumed charge post-approval of the Resolution Plan, does not have access to detailed records or proceedings relating to the governance of subsidiaries during the CIRP period. Accordingly, the New Board is unable to comment on the governance or operations of the subsidiaries for that period.

CEO/CFO CERTIFICATION

In accordance with the provisions of Regulation 15(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance

requirements under Regulation 17(8), including CEO/CFO certification, are not applicable to listed entities that are undergoing Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016.

Accordingly, for the financial year ended 31 March 2023, during which the Company was under CIRP, the requirements relating to CEO/CFO certification under Regulation 17(8) do not apply. The affairs of the Company during this period were managed by the Resolution Professional (RP) under the authority of the Hon'ble NCLT.

CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained a certificate from M/s. Viral Sanghavi & Associates, Company Secretaries, regarding compliance of conditions of Corporate Governance for FY 2022-23, as prescribed by Schedule V of Listing Regulations, which is attached herewith.

GENERAL SHAREHOLDER INFORMATION ANNUAL GENERAL MEETING

Date: 03 November 2025

Time: 04.00 P.M.

Venue: Virtually through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

FINANCIAL YEAR

Financial Year (FY) 2021-22 is from 1 April 2022 to 31 March 2023.

BOOK CLOSURE

The dates of book closure are from 24 October 2025 to 03 November 2025, both days inclusive.

LISTING DETAILS

At present, Equity Shares of the Company are listed on the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) in India. As per information available, the annual listing fee for the financial year 2022-23 has been paid to both the Stock Exchanges.

The Company's stock codes at various exchanges are given in Table 4.

TABLE 4: BILT'S STOCK CODES

ISIN	INE731U01028
BSE	500102
NSE	BALLARPUR

SHARE PRICE AND VOLUMES TRADED

Table 5 gives the details of monthly price and volumes traded of BILT's shares at the BSE and the NSE, and

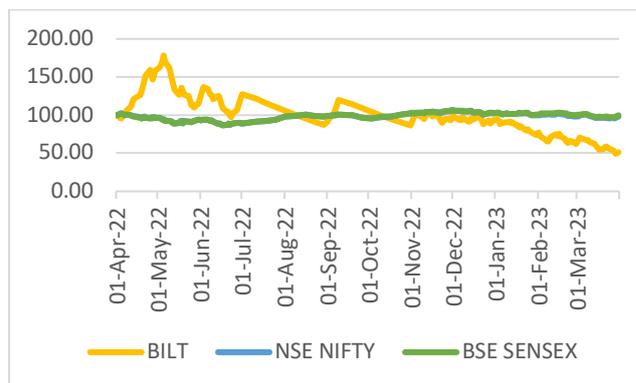
Charts A and B compares the price movements of BILT's shares with respect to the BSE SENSEX and the NSE NIFTY, respectively.

TABLE 5: MONTHLY PRICE AND VOLUMES OF BILT'S SHARES FOR FY 2023 AT THE BSE AND THE NSE

Month	BSE Limited			
	High (Rs.)	Low (Rs.)	Volume	Sensex (Close)
Apr-22	2	1.11	8,39,06,942	57,060.87
May-22	2.14	1.3	4,26,02,131	55,566.41
June-22	1.7	1.15	1,73,46,621	53,018.94
July-22	1.54	1.33	26,61,290	57,570.25
Aug-22	1.27	1.05	21,67,949	59,537.07
Sep-22	1.44	1.1	99,15,517	57,426.92
Oct-22	1.25	1.04	12,39,181	60,746.59
Nov-22	1.3	1.05	1,28,58,525	63,099.65
Dec-22	1.26	1.02	1,90,05,254	60,840.74
Jan-23	1.15	0.85	1,59,80,942	59,549.90
Feb-23	0.95	0.74	1,17,18,390	58,962.12
Mar-23	0.85	0.57	1,53,93,322	58,991.52

Month	National Stock Exchange of India Limited			
	High (Rs.)	Low (Rs.)	Volume	Nifty (Close)
Apr-22	1.8	1.1	3,62,49,815	17,102.50
May-22	2	1.35	2,54,15,933	16,584.50
June-22	1.65	1.15	1,94,12,907	15,780.20
July-22	1.45	1.3	23,70,833	17,158.20
Aug-22	1.25	1.05	39,38,682	17,759.30
Sep-22	1.4	1.1	47,21,258	17,094.30
Oct-22	1.25	1.05	21,49,343	18,012.20
Nov-22	1.3	1.05	2,67,29,759	18,758.30
Dec-22	1.25	1	2,46,82,412	18,105.30
Jan-23	1.15	0.85	2,47,49,424	17,662.20
Feb-23	0.95	0.7	2,58,27,214	17,304.00
Mar-23	0.85	0.55	2,46,69,913	17,359.80

DAILY SHARE PRICE MOVEMENT, BILT VS. BSE SENSEX AND NIFTY 50



Note: BILT's share price at BSE and SENSEX / NIFTY 50 have been indexed to 100 as on 1 April 2022.

DISTRIBUTION OF SHAREHOLDINGS

Tables 6 and 7 give the shareholding pattern according to size and ownership as on 31 March 2023.

TABLE 6: SHAREHOLDING PATTERN BY SIZE AS ON 31 MARCH, 2023

No. of Equity Shares Held	No. of Share-holders	% of Share-holders	Number of Shares	% of Share-holding
1 – 5,000	89,025	75.70	4,87,36,268	3.77
5,001 – 10,000	10,519	8.94	4,25,98,963	3.29
10,001 – 20,000	7,345	6.25	6,11,35,759	4.73
20,001 – 30,000	2,417	2.06	3,09,66,431	2.39
30,001 – 50,000	2,872	2.44	5,95,73,758	4.61
50,001 & above	5,421	4.61	105,03,54,877	81.21
Total	1,17,599	100.00	129,34,55,756	100.00

TABLE 7: SHAREHOLDING PATTERN BY OWNERSHIP AS ON 31 MARCH, 2023

Category	No. of Share-holders	% of Share-holders	No. of Shares Held	% of Share-holding
Promoter & Promoter Group	5	0.00	13,21,648	0.10
FIs and FFIs	8	0.01	33,750	0.00
Mutual Funds	6	0.01	13,779	0.00
Central Govt/State Govt.	1	0.00	1,500	0.00
Foreign Portfolio Investors	2	0.00	80,86,000	0.63

Category	No. of Share-holders	% of Share-holders	No. of Shares Held	% of Share-holding
Financial Institutions/Banks	26	0.02	17,88,64,892	13.83
Insurance Companies	2	0.00	8,60,90,701	6.66
NBFCs registered with RBI	2	0.00	21,135	0.00
NRIs	1,079	0.92	2,47,12,895	1.91
Bodies Corporate	590	0.50	7,44,60,843	5.76
Individuals and Others	1,15,877	98.54	91,98,48,613	71.12
Total	1,17,598	100.00	1,29,34,55,756	100.00

NON-CONVERTIBLE DEBENTURES (NCDs)

The Company raised 150 crores by private placement of secured redeemable non-convertible debentures (NCDs) of face value of 10 Lakh each in 2014. These NCDs are in dematerialised form and listed on BSE Limited.

The details of debenture trustee are as follows:

IDBI Trusteeship Services Limited
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400 001.

Note: It is pertinent to note that the aforementioned NCDs were settled pursuant to the terms of the approved resolution plan.

REGISTRAR AND SHARE TRANSFER AGENT

The Registrar and Share Transfer Agent for the securities, both in physical and electronic form of the Company, is:

M/s. RCMC Share Registry (P) Limited
B-25/1, First Floor, Okhla Industrial Area, Phase II, New Delhi-110020
Phone 011 26387320 / 21
Fax 011 26387322
Email: investor.services@rcmcdelhi.com

SHARE TRANSFER SYSTEM

Share transfers are processed within 15 days, from the receipt of complete documents.

DEMATERIALISATION OF SHARES

Equity Shares of the Company are compulsorily traded in dematerialised form on the Stock Exchanges and are available for holding in the depository systems of National Securities Depository Limited and Central Depository Services (India) Limited, which provides adequate liquidity. As on 31 March 2023, 99.39% of the total Equity Shares of the Company were held in dematerialised form.

REGISTERED OFFICE

Ballarpur Industries Limited
602, 6th Floor, Boston House, Suren Road,
Andheri East, Mumbai, Maharashtra - 400 093, India.
Tel +91 7172 240262 / 200
Extn. 234 / 339
Fax +91 7172 240548
Email sectdiv@biltpaper.in

PLANT LOCATIONS

Unit Shree Gopal

P.O. Yamunanagar, Distt. Yamunanagar, Haryana – 135001

Unit Kamalapuram

Mangapet Mandal, Distt. Warangal – 506172, Telangana

ADDRESS FOR CORRESPONDENCE

The address for correspondence for share transfer, dematerialisation of shares, payment of dividend and any other related queries of analysts, FII, institutions, mutual funds and banks is:

Corporate Secretarial Department, Ballarpur Industries Limited, 602, Boston House, Chakala, Andheri (E), Mumbai – 400 053, Maharashtra, India
Tel +91 022 4000 2600
Email: sectdiv@biltpaper.in;

OTHER MANDATORY COMPLIANCES:

A chart or a matrix setting out the skills/expertise/competence of the board of directors specifying the list of core skills / expertise / competencies identified by the board of directors as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the board:

The New Board has not been provided with this information. The best available information with respect to the profile of the directors appointed during the financial year has been provided as part of this report and the same may be referred to.

Confirmation that in the opinion of the board, the independent directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regulations and are independent of the management:

The New Board, having assumed its responsibilities recently, is not in a position to form any opinion as to whether the independent directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

Detailed reasons for the resignation of an independent director who resigns before the expiry of his / her tenure along with a confirmation by such director that there are no other material reasons other than those provided:

No such instance during the period under review. Further, the New Board has not been provided with any such relevant information and therefore, the New Board, having assumed its responsibilities recently is not in a position to provide this disclosure.

Means of communication

(a) quarterly results: On the website of the company as well as on the websites of the stock exchanges

(b) newspapers wherein results normally published: Information not made available to the New Board

(c) any website, where displayed: <https://biltpaper.in/>

(d) whether it also displays official news releases: Yes

(e) presentations made to institutional investors or to the analysts: On the website of the company as well as on the websites of the stock exchanges

Dividend payment date:

Not Applicable

Commodity price risk or foreign exchange risk and hedging activities:

Information not made available to the New Board.

Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

It is pertinent to note that in accordance with the terms of the Resolution Plan all the penalties, strictures etc. imposed by the stock exchanges due to several non-compliances by the company have been duly waived by both the stock exchanges.

Details of establishment of vigil mechanism whistle blower policy, and affirmation that no personnel has been denied access to the audit committee:

As per the information made available to the new board, the audit committee the Committee oversees the vigil mechanism, as required by the provisions of the Companies Act, 2013 and it was affirmed to the New Board that no personnel have been denied access to the Committee

Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

As already informed in this report, all efforts are put by the New Board to ensure that mandatory requirements

are adequately reported in this Annual Report. However, the New Board is not in a position to adopt non-mandatory requirements.

Web link where policy for determining 'material' subsidiaries and on dealing with related party transactions is disclosed

<https://biltpaper.in/>

Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

Not Applicable

A certificate from a company secretary in practice that none 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.

Enclosed to this report.

Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof.

Information not made available to the New Board.

Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

INR 26 Lakhs

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

As already reported in this report and as per the information made available to the New Board:

a. number of complaints filed during the financial year: 0

b. number of complaints disposed of during the financial year: 0

c. number of complaints pending as on end of the financial year: 0

The extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted.

As already informed in this report, all efforts are put by the New Board to ensure that mandatory requirements are adequately reported in this Annual Report. However, the New Board is not in a position to adopt non-mandatory requirements.

ANNEXURE TO CORPORATE GOVERNANCE REPORT

EXCERPT OF NOMINATION & REMUNERATION POLICY

The Policy has been formulated in compliance with Section 178 of the Companies Act, 2013 (read with applicable rules thereto) and Regulation 19 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations). The Policy provides for appointment / removal / remuneration of Directors, Key Managerial Personnel & Senior Management and Board diversity.

I. APPOINTMENT OF DIRECTOR, KMP AND SENIOR MANAGEMENT

Nomination and Remuneration Committee (NRC) plays an important role in the appointment of Directors, KMPs and Senior Management, review of evaluation processes and senior management's compensation.

NRC shall identify and ascertain the qualification, expertise and experience of the persons being considered for appointment as a Director, KMP or at Senior Management level and recommend the appointment to the Board.

At the time of appointment of an Independent Director, the Committee shall ensure that the appointee shall meet with the requirements of the Companies Act, 2013, Regulation 25 of Listing Regulations and conditions stipulated in the Policy from time to time, for determining independence of a director. Further, the continuity of such Independent Director shall be on the basis of a yearly review process.

II. REMUNERATION OF DIRECTORS, KMP AND OTHER EMPLOYEES

A. Remuneration to Non-Executive Directors (Including Independent Directors)

The remuneration / sitting fee / commission payable to directors shall be in accordance with the statutory provisions of the Companies Act, 2013, and the Rules made thereunder for the time being in force. Review of remuneration of executive directors shall be made by NRC and shall be recommended to the Board for approval, if required. Further, the Board shall apportion the commission amongst the Non-Executive Directors out of available profits in compliance with statutory provisions, on the basis of their involvement and role played for the Company's initiatives and strategic direction. An Independent Director shall not be entitled to any stock option of the Company.

B. CEO and Executive Director

The remuneration of the CEO / Whole-time director / Managing Director (including revisions) are in line with the HR Policy of the Company and recommended by the NRC and approved by the Board in accordance with the applicable statutory provisions of the Companies Act, 2013, and the Rules made thereunder for the time being in force. The remuneration is on the basis of the Company's overall performance, individual's contribution towards Company's performance and trends in the industry in general and comprises a fixed salary, allowances / reimbursements / perquisites, performance incentive.

C. Key Managerial Personnel, Senior Management and other executives

Remuneration comprises fixed salary, allowances / reimbursements / perquisites, performance incentive as per HR policy of the Company and is also subject to NRC / Board approval wherever required statutorily. The remuneration is related to the desired skill set, experience, expertise and long-term relationships.

D. Workmen

Workmen will be paid wages in accordance with the settlement with the recognized union of the workers as per industry practice, as applicable. Where there is no union, workmen wages are as per the industry practice and applicable law. All remuneration components would be in accordance with applicable statutory compliances.

III. LOANS AND ADVANCES TO EMPLOYEES

Any loan and advance are governed by the applicable HR policies, Rules of Procedure for Management and applicable provisions of the Companies Act, 2013, and Rules made thereunder.

IV. DEVIATIONS FROM THIS POLICY

Deviations from the Policy, in extraordinary circumstances, are possible in the interests of the Company if there are specific reasons to do so in an individual case.

V. EXTERNAL ASSISTANCE

NRC may, at its sole discretion, seek advice of external experts / consultants to discharge its duties and responsibilities.

Note: The New Board relied on the excerpt of the policy provided by the erstwhile board of directors of the Company in the Annual Report of the Company for the Financial Year 2018-19. The New Board is currently working on revising all the existing policies of the Company to align them with the new vision and strategic direction.

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

The Members of Ballarpur Industries Limited,

This is to certify that the New Board has affirmed compliance with the 'Code of Conduct for Directors and Senior Management'.

For and on behalf of the Board of Directors

Sd/-

Hardik Bharat Patel

Whole-Time Director & Chief Financial Officer

DIN: 00590663

Date: April 16, 2025

Place: Mumbai

COMPLIANCE CERTIFICATE BY CEO & CFO

In accordance with the provisions of Regulation 15(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance requirements under Regulation 17(8), including CEO/CFO certification, are **not applicable** to listed entities that are undergoing Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016.

Accordingly, for the financial year ended 31 March 2023, during which the Company was under CIRP, the requirements relating to CEO/CFO certification under Regulation 17(8) do not apply. The affairs of the Company during this period were managed by the Resolution Professional (RP) under the authority of the Hon'ble NCLT.

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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
Ballarpur Industries Limited
P O Ballarpur Paper Mills Chandrapur,
Ballarpur, Maharashtra - 442901

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ballarpur Industries Limited and having CIN L21010MH1945PLC010337 and having registered office at 602, Boston House, 6th Floor, Suren Road, Andheri East, Mumbai – 400093 (hereinafter referred to as ‘the Company’), produced before 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 our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, or the Ministry of Corporate Affairs or any such other statutory authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Mr. Rajeev Ranjan Vederah	00012252	28/03/2019
2	Mr. Padmakumar Nair	03109973	15/10/2019
3	Ms. Yashashree Gurjar	02674807	15/10/2019

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.

For Viral Sanghavi & Associates
Company Secretaries
FRN: 3130

Sd/-
Viral Sanghavi
Proprietor
Membership No. F10331
Certificate of Practice No. 9035
UDIN: F010331G000141088
PR Certificate No. 2531/2022

Date: April 16, 2025
Place: Jamnagar

CERTIFICATE ON CORPORATE GOVERNANCE

The Members of Ballarpur Industries Limited,

We have examined the compliance of conditions of Corporate Governance by M/s Ballarpur Industries Limited, (the “Company”), for the year ended 31 March, 2023, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’).

The company was under Corporate Insolvency Resolution Process (“CIRP”) in terms of the provisions of the Insolvency & Bankruptcy Code, 2016 (“Insolvency Code”) vide order dated January 17, 2020 passed by the Hon’ble National Company Law Tribunal (NCLT), Mumbai Bench in the matter of Finquest Financial Solution Private Limited Vs Ballarpur Industries Ltd'. As per Section 20 of the Insolvency Code, management & operations of the Company was managed by Interim Resolution Professional (IRP) Mr. Divyesh Desai from January 17, 2020 to May 27, 2020. Subsequently, the management and operations were managed by Resolution Professional (RP) Mr. Anuj Jain from May 27, 2020 until March 31, 2023. Further the Hon’ble National Company Law Tribunal (NCLT), vide its order dated 31.03.2023 has approved the approved the Resolution Plan.

As per regulations 15(2A) and 15(2B) of Listing Regulations, regulations 17, 18, 19, 20 and 21 of Listing Regulations which are related to Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee respectively, shall not be applicable during the Insolvency Resolution Process. During this period, the roles and responsibilities of Board of Directors and above mentioned committees as specified in regulations 17, 18, 19, 20 and 21 of Listing Regulations are fulfilled by IRP.

The compliance of conditions of Corporate Governance is the responsibility of the Company’s Management. Our examination was limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance to the extent applicable, as stipulated in the Listing Regulations.

We 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.

For Viral Sanghavi & Associates

Company Secretaries

FRN: 3130

Sd/-

Viral Sanghavi

Proprietor

Membership No. F10331

Certificate of Practice No. 9035

UDIN: F010331G000141121

PR Certificate No. 2531/2022

Date: April 16, 2025

Place: Jamnagar

INDEPENDENT AUDITORS' REPORT

To the members of **BALLARPUR INDUSTRIES LIMITED**

Report on the audit of the Standalone Financial Statements

Disclaimer of opinion

We were engaged to audit the accompanying **standalone financial statements ("SFS") of Ballarpur Industries Limited ("the Company")**, which comprise the standalone Balance Sheet as at March 31, 2023, and the standalone Statement of Profit and Loss (Including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year ended March 31, 2023, and notes to the Standalone Financial Statements including summary of significant accounting policies and other explanatory information (hereinafter referred to as "the SFS").

In accordance with the Insolvency and Bankruptcy Code, 2016 ("the Code"), the Hon'ble National Company Law Tribunal, Mumbai bench ("NCLT") admitted a petition for corporate insolvency resolution process ("CIRP") filed by M/s. Finquest Financial Solutions Private Limited against the Company. Mr. Divyesh Desai (IBBI/PA-001/IP-P00169/2017-2018/10338) was appointed as an Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of the Code. Subsequently, Hon'ble NCLT vide its Order dated 27 May, 2020 had appointed Mr. Anuj Jain (IBBI/PA-001/IP-P00142/2017-2018/10306) as Resolution Professional ("RP") of the Company. Pursuant to the Insolvency Commencement Order and in line with the provisions of the Code, the powers of the Board of Directors were suspended and the same were exercised by IRP/RP. The resolution plan submitted by M/s. Finquest Financial Solutions Private Limited, the Resolution Applicant, was approved by the NCLT through an order dated March 31, 2023.

We do not express an opinion on the accompanying SFS of the Company. Because of the significance of the matters discussed in the Basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the SFS.

Basis for Disclaimer of Opinion

1. Even though the resolution plan has been approved by the Hon'ble National Company Law Tribunal, Mumbai on March 31 2023, but still there exists a material uncertainty that casts significant doubt on the Company's ability to continue as a going concern as we are unable to obtain sufficient appropriate audit evidence to conclude on the appropriateness of the use of going concern assumption in the preparation of the SFS. (Refer note 31 and note 32 to the SFS)
2. We are appointed as auditors of the Company on September 10, 2024 and therefore we are unable to satisfy ourselves by performing alternative procedures regarding the inventory quantities held and its valuation as at March 31 2023, as per SA 501 'Audit Evidence - Specific Consideration for Selected Items'. Therefore, we are unable to conclude whether inventories of Rs. 1,668 lakhs are fairly stated as at March 31 2023, in the SFS. (refer note 8 to the SFS)
3. The Company has carried forward deferred tax assets (net) of Rs. 11,924 lakhs from earlier years. The company suffered continuous losses and there is no assessment by the management regarding reversal of deferred tax assets in the subsequent year. During the year, Company has not created any deferred tax asset or liability. As per Ind AS 12 "Income Taxes" an entity shall create deferred tax asset only if there will be sufficient taxable profits in the future years. In the absence of the management's assessment, we are not able to satisfy ourselves about the future taxable profits of the



BRANCHES :

NAVI MUMBAI : 302 / 304 Arenja Corner, Sector 17, Vashi, Navi Mumbai - 400 703. • Tel. : +91-22-2766 6478
DELHI : 505, Nirmal Tower, 26, Barakhamba Road, New Delhi -110 001. • Tel. : +91-11-4019 0200

Company and hence we are unable to comment upon the carrying value of deferred tax assets in the SFS. (Refer note 6 to the SFS)

4. Input Tax Credit (ITC) of Goods and Services Tax available as per books of accounts for Corporate Office is Rs. 1,211 Lakhs, the new Management is under the process of reconciling the balance of ITC as per books and ITC as per electronic credit ledger. In absence of requisite information, we are also unable to comment on the appropriateness of balance of ITC in the books.
5. We have not been provided with the bank statements for 11 bank accounts maintained by the Company having a carrying amount of Rs. 9.07 Lakhs as at March 31, 2023. Also, the balance confirmation certificate has not been provided for any bank account maintained. Therefore, the consequential impact of balance confirmation and reconciliation, if any, on the SFS is not ascertainable. (refer note 10 to the SFS)
6. We have not been provided with the bank statements for 5 bank accounts maintained by the Company relating to unpaid dividend having a carrying amount of Rs. 27.59 Lakhs as at March 31, 2023. Also, the balance confirmation certificate has not been provided for any of the accounts maintained. Therefore, the consequential impact of balance confirmation and reconciliation, if any, on the SFS is not ascertainable. (Refer note 11(a) to the SFS)
7. We have not been provided with the details of bank deposits with original maturity exceeding 3 Months as at March 31, 2023. Also, neither the balance confirmation certificate nor Interest Certificate has been provided for any of the Bank Deposits. Therefore, the consequential impact of balance confirmation and reconciliation, if any, on the SFS is not ascertainable. (refer note 11(b) to the SFS)
8. The Company has migrated its accounting system from previously used Oracle system to Tally accounting system during the current financial year. In the new accounting system, we have observed that the Company has not been able to identify and transfer the individual balances of its trade receivables and trade payables from Oracle system. Also, individual party ledgers are not available with the Company, as a result, details regarding MSME vendors have not been maintained. Consequently, disclosure regarding amounts payable to MSME vendors and amount of trade receivable has not been made, therefore we are unable to ascertain its impact on the SFS. (Refer note 9, 48, and 20 to the SFS).
9. The Company had paid Rs. 124 Lakhs as salary during the year, we were not provided with the relevant supporting and explanations so as to confirm the authenticity of these expenses.
10. Based on our review of the Annual Information System (AIS) of the Company for F.Y. 2022-23, we have observed interest income on Fixed Deposits of Rs. 2 lakhs but the corresponding Fixed Deposits are not recorded in the books of accounts. We have not been provided with the interest certificate nor with Fixed Deposit receipts. Also, we could not obtain the confirmation from the Banks. Due to non-availability of required details of FDs, we are unable to confirm the reliability and authenticity of these balances.



11. The company has taken Office Building on rent from one of its subsidiary BGPPL. The rent agreement is not available with the new Management. Hence, we are unable to verify compliance with the requirements of Ind AS 116 "Leases". (Refer note 38 (e) (iv) to the SFS)
12. The company didn't maintain Customer-wise accounting in the books of account due to data migration from Oracle to Tally. Based on the copies of ledger & communication received from one of its debtors, the company has reconciled and ascertained an amount of Rs. 583 Lakhs receivable from them as on March 31, 2023 and accordingly accounted this amount under trade receivables. (Refer note 9 to the SFS)
13. Based on the information and explanation provided, due to Company's involvement in the Corporate Insolvency Resolution Plan Process (CIRP), disclosure in accordance with IND AS 108 "Operating Segments" poses significant challenges. Additionally, the absence of the Chief Financial Officer (CFO) further compounds these constraints. As a result, New Management of the company is not able to provide comprehensive disclosure regarding Operating Segments as required under IND AS 108. In absence of required information, we are unable to comment upon appropriateness of such disclosure. (Refer note 40 to the SFS)
14. The company has not filed its Tax Audit Reports since Assessment Year 2016-17 and its Income Tax Returns (ITR) since Assessment Year 2021-22. Due to the absence of these tax filings, we were unable to obtain sufficient and appropriate audit evidence regarding the company's compliance with tax regulations, and any related financial impacts thereof.
15. The company has not filed its quarterly financial results with the stock exchanges for the current financial year as required under regulation 33 and 52 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Material Uncertainty Relating to Going Concern

We draw attention to Note 32 of the accompanying SFS which contains conditions along with other matters which indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

- Company's net worth is negative as on the reporting date and it continues to incur heavy losses. There is persistent severe strain on the working capital and this has resulted in considerable decline in the level of operations of the Company.
- As stated in note 31 to the SFS pursuant to commencement of CIRP, the Board of Directors of the Company stood suspended and the management of the Company vested with the Resolution Professional (RP). The RP was expected to make every endeavor to protect and preserve the value of the property of the Company and manage the operations of the Company as a going concern.

Even though the Resolution Plan has been approved by the Hon'ble National Company Law Tribunal, Mumbai on the March 31, 2023, but still there exists Material Uncertainty relating to Going concern of the company as we are unable to obtain sufficient and appropriate audit evidence to conclude on the appropriateness of use of going concern assumption in the preparation of the SFS.

Our opinion is not modified in respect of this Matter.



Management's and Board of Directors/Resolution Professional responsibility for the SFS

In accordance with the Insolvency & Bankruptcy Code, 2016 the Hon'ble National Company Law Tribunal, Mumbai ("NCLT") on January 17 2020, admitted Corporate Insolvency Resolution Process application against the Company and appointed an Interim Resolution Professional. Subsequently, Resolution Professional was appointed by the NCLT on May 27 2020. The Resolution Plan was approved by the Hon'ble National Company Law Tribunal, Mumbai ("NCLT") on March 31 2023. During the period from May 27 2020, till March 31 2023, the power and responsibilities of the Board of Directors were suspended and vested with the Resolution Professional ("RP") under the provisions of the Code. Post approval and implementation of the Resolution Plan, new management has taken over the powers and responsibilities of the Board of Directors.

The Company's management & Board of Directors/RP are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these SFS 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 Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's responsibility for the audit of the SFS

Our responsibility is to conduct an audit of the SFS in accordance with Standards on Auditing (SA) and to issue an auditor's report thereon.

However, because of the matter described in the Basis for Disclaimer of Opinion section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these SFS.

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 SFS under the provisions of the Act and the Rules made thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

Report on the 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 sub-section (11) of section 143 of the Companies Act, 2013, and except for the possible effects, of the matter described in the Basis for Disclaimer of Opinion section, we give in "**Annexure A**" a statement on the matters specified in paragraph 3 and 4 of the said Order, to the extent applicable.

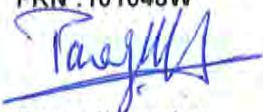


- 2) As required by section 143(3) of the Act, based on our audit we report to the extent applicable that:
- a) As described in Basis for Disclaimer of Opinion paragraph above, we are unable to obtain all the information and explanations which to the best of our knowledge and belief are necessary for the purposes of our audit.
 - b) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account;
 - d) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the aforesaid SFS comply with the Indian Accounting Standards notified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e) The powers of the board of directors were suspended from May 27, 2020 to March 31, 2023 pursuant to CIRP and accordingly, commenting on whether any of the director is disqualified from being appointed as a director under section 164(2) of the Act is not applicable to the Company.
 - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; Our report expresses disclaimer of opinion on the Company's internal financial controls over financial reporting for the reasons stated therein.
 - g) with respect to the other matters to be included in the auditor's report in accordance with the requirements of section 197(16) of the Act (as amended); in our opinion and to the best of our information and according to the explanations given to us, since the RP had superseded the Board of Directors, there were no Directors during the financial year 2022-23 and accordingly there was no remuneration paid to its directors during the year; and
 - h) with respect to the other matters to be included in the auditor's report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the Company has appropriately disclosed the impact of pending litigation on its financial position. (Refer note 35 to the SFS);
 - ii) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the Company have any long-term contracts including derivative contracts for which there were any material foreseeable losses;



- iii) We were not provided with the sufficient details regarding transfer of amount to Investor Education and Protection Fund (IEPF), therefore we are unable to satisfy ourself that whether there has been any delay in transferring amounts required to be transferred to the by the Company during the year.
- iv)
- a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- b) The Management has represented, that, to the best of it's knowledge and belief, as disclosed in the notes to accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the representation of the Company under sub clause (a) and (b) above, does not contain any material misstatement.
- v) Due to the possible effects of the matter described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether The Company has not declared any dividend during the current financial year ended March 31, 2023.

For Batliboi & Purohit
Chartered Accountants
FRN :101048W



Parag Hangekar
Partner
Membership No. 110096
Place: Mumbai
Date: 25th October, 2024
UDIN: 24110096BKCXRU3319



Annexure A referred to in Independent Auditors' Report to the members of the company on the SFS for the year ended March 31, 2023 we report that:

(Refer para 1 of Report on other legal and regulatory requirements of our report of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of accounts and the records examined by us in the normal course of audit and except for the possible effects, of the matter described in the basis for disclaimer of opinion section, we state that:

- i.
 - a) A. The Company is not maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
B. The Company has not maintained proper records showing full particulars of intangible assets.
 - b) The company has not physically verified fixed assets of the company during the year.
 - c) We were not provided with the required details of title deeds of immovable properties of the company; Therefore, we are unable to comment in accordance with the requirements of clause 3(i)(c) of the order.
 - d) The Company has not revalued its Property, Plant and Equipment and intangible assets during the year. However, the same was revalued in FY 2021-22.
 - e) Based on the information provided to us by the management and audit procedure performed by us, no proceedings have been initiated or are pending against the company as at the March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. The company has not physically verified inventories during the year.
- iii. Because of the matters described in Basis for Disclaimer of Opinion section of our report and since we were not provided with the required details regarding the loans to related parties, we are unable to comment in accordance with the requirement of clause 3(iii) of the order.
- iv. Because of the matters described in Basis for Disclaimer of Opinion section of our report and since we were not provided with the required details regarding the loans, investments, guarantees and security, we are unable to comment in accordance with the requirements of clause 3(iv) of the order.
- v. Because of the matters described in the Basis for Disclaimer of Opinion section of our report and since we were not provided with the required details regarding deposits, we are unable to comment in accordance with the clause 3(v) of the order.
- vi. The central government has specified maintenance of cost records under section 148(1) of the Act read with the Companies (Cost Records and Audit) Rules, 2014 (as amended) for the operations of the Company. However, we are not provided with cost records by the company, Therefore, we are unable to comment in accordance with the clause 3(vi) of the order.
- vii.
 - (a) Based on the information provided, the company has not been consistent in depositing statutory dues. As of March 31, 2023, Because of the matters described in the basis for



- disclaimer of opinion section of our report, we are unable to determine the exact amounts payable for PF, pension fund, labor welfare fund & TDS due to the unavailability of complete details and challans.
- (b) Since the company was undergoing Corporate Insolvency Resolution Process (CIRP), it is not possible to accurately determine the details regarding income tax, goods & service tax, customs duty, excise duty, and value-added tax as of March 31, 2023. This is because these amounts have not been deposited with the statutory authorities due to ongoing disputes. Additionally, since the National Company Law Tribunal (NCLT) supersedes all other acts in India, no further claims can be made beyond the CIRP costs.
- viii. The Company has not filed its income tax return for the year; accordingly, we are unable to comment whether any transaction relating to previously unrecorded income have been surrendered or disclosed in the income tax assessments under the Income Tax Act, 1961 during the period.
- ix. The Company has defaulted in repayment of loans and borrowing to banks, financial institutions and debenture holders. During the financial year 2020-21 the Company has been admitted into CIRP and the Company has accrued liability of Rs. 27,945 Lakhs representing the difference between the borrowings (including interest accrued) claims of the financial creditors admitted by the RP and the borrowings including interest accrued) in the books as at March 31 2023 (refer note 17(e) to the SFS). Details of loan wise period of default is not made available to us and accordingly we are unable to report on the requirements of paragraph 3(ix) of the Order (Refer note 17(d) to the SFS for the lender wise break up of borrowings outstanding as at March 31, 2023).
- x. Because of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the Company has raised any money by way of initial public offer or further public offer (including debt instruments) however due to unavailability of data we are unable to comment whether the company has raised any money by way of term loans during the year.
- xi.
- a) During the course of our examination of the books & records of the company, carried out in accordance with generally accepted auditing practices in India and according to the information and explanation given to us, we have neither come across any instances of material fraud by the Company or on the Company by its officers or employees noticed or reported during the year nor have we been informed of any such case by the Management.
- b) As there are no frauds, hence sub para (b) of clause (xi) of the order is not applicable to the company.
- c) Based on the management representations and information provided to us, the Company has not received any whistle-blower complaints during the year; accordingly, reporting under this clause is not applicable.
- xii. The Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. We were not provided with the required details regarding the transactions with related parties; therefore, we are unable to comment in accordance with the clause 3(xiii) of the order.
- xiv. The Company did not have any internal audit system for the period under audit.



- xv. The Company has not entered into any non-cash transactions with directors or persons connected with them during the year. Accordingly, paragraph 3(xv) of the order is not applicable to the company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause 3(xvi) of the order are not applicable to the company.
- xvii. The Company has incurred a cash loss amounting to Rs. 49,172 lakhs (Rs. 48,879 lakhs during previous financial year) during the current financial year.
- xviii. The Statutory Auditor was not appointed during the year since the company was not NCLT, hence the said clause (xviii) of the order is not applicable.
- xix. According to the information and explanation given to us including the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, and on the basis of 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 material uncertainty exists as on the date of the audit report indicating that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the explanation given to us and based on our scrutiny of the books of accounts, Section 135 of the Companies Act 2013 is not applicable for the financial year 2022-23 and hence the said clause of the order is not applicable to the Company.

For Batliboi & Purohit
Chartered Accountants
FRN :101048W



Parag Hangekar
Partner
Membership No. 110096
Place: Mumbai
Date: 25th October, 2024
UDIN: 24110096BKCXRU3319



Annexure - B to the Independent Auditors' Report on the SFS of Ballarpur Industries Limited for the year ended March 31, 2023

Report on the Internal Financial Controls with reference to the aforesaid SFS under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(i) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We were engaged to audit the internal financial controls over financial reporting of Ballarpur Industries Limited ("the Company") as at March 31, 2023 in conjunction with our audit of the SFS of the Company as of and for the year ended on that date.

Disclaimer of opinion

Due to the possible effects of the matters described in the "Basis for Disclaimer of Opinion" paragraph above, we were unable to obtain sufficient and appropriate audit evidence to provide a basis for our opinion on whether the Company had adequate internal financial controls over financial reporting with reference to these Ind AS financial statements as at March 31, 2023. Further, the system of internal financial controls over financial reporting was not made available to us, and hence we were unable to determine whether the Company had established adequate internal financial controls over financial reporting and whether such controls were operating effectively as at March 31, 2023.

Basis for Disclaimer of Opinion

Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion paragraph in our main audit report, we are unable to obtain sufficient and appropriate evidence to provide a basis for our opinion on whether the company has adequate internal financial controls over financial reporting with reference to IND AS financial statements as at March 31, 2023 & whether such internal financial controls were operating effectively.

Accordingly, we do not express an opinion on the internal financial controls over financial reporting with reference to the SFS of the company.

We have considered the disclaimer reported above in determining the nature, timing and extent of audit tests applied in our audit of the SFS of the Company, and the disclaimer has affected our opinion on the SFS of the Company and we have issued a disclaimer of opinion on the SFS (refer "Basis for Disclaimer of Opinion" paragraph in our audit report of even date).

Management's/ Resolution Professional's responsibility for internal financial controls

The Company's Management & Board of Directors/ Resolution Professional 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 ("the Guidance Note") 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 over financial reporting based on our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under section 143(10) of the Act, 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 whether such controls operated effectively in all material respects.

Because of the matter described in disclaimer of opinion paragraph above, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial control over financial reporting of the Company.

Meaning of internal financial controls over financial reporting

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

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

For Batliboi & Purohit
Chartered Accountants
FRN:101048W

Parag Hangekar
Partner
Membership No. 110096
Place: Mumbai
Date: 25th October, 2024
UDIN: 24110096BKXRU3319



BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
STANDALONE BALANCE SHEET AS AT 31ST MARCH 2023

₹ In Lakhs

Particulars	Note No.	As at 31 March 2023	As at 31 March 2022
ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	3	60,455	1,23,161
(b) Capital work-in-progress		-	-
(c) Other intangible assets		-	-
(d) Financial assets			
(i) Investments	4	5	5
(ii) Loans		-	-
(iii) Others	5	538	538
(e) Deferred tax assets (net)	6	11,924	11,924
(f) Other non-current assets	7	29	29
(2) Current Assets			
(a) Inventories	8	1,668	1,669
(b) Financial assets			
(i) Trade receivables	9	583	583
(ii) Cash and cash equivalents	10	45	48
(iii) Bank balances other than (ii) above	11	46	46
(iv) Loans	12	-	1,31,984
(v) Others	13	345	341
(c) Other current assets	14	1,229	4,256
(d) Assets classified as held for sale	43	58,950	-
Total Assets		1,35,817	2,74,584
EQUITY AND LIABILITIES			
Equity			
(1) Equity share capital	15	25,871	25,871
(2) Other equity	16	46,914	(3,98,396)
Liabilities			
(1) Non-Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	17	-	-
(ii) Other financial liabilities	18	-	96,631
(b) Provisions	19	-	2,344
(c) Other non-current liabilities		-	-
(2) Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	17	53,248	3,27,690
(ii) Trade payables	20		
a) Total outstanding dues of micro and small enterprises		-	-
b) Total outstanding dues of creditors other than micro and small enterprises		8,802	20,926
(iii) Other financial liabilities	21	949	1,79,750
(b) Other current liabilities	22	33	11,350
(c) Provisions	23	-	2,402
(d) Current tax liabilities(net)	24	-	6,015
Total Equity and Liabilities		1,35,817	2,74,584

"0" represent amount below ₹ 50,000/-

Significant Accounting Policies and Notes accompanying Standalone Ind AS Financial Statements 1-54

As per our report of even date attached

For Batliboi and Purohit
Chartered Accountants
Firm's Registration No.101048W

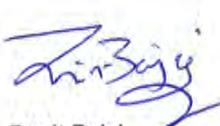


Parag Hangekar
Partner
Membership No. 110096

Place: Mumbai
Date: October 25, 2024



For Ballarpur Industries Limited



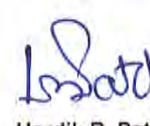
Punit Bajaj
Company Secretary
Mem. No.: A- 58392

Place: Mumbai
Date: October 25, 2024



Parashiva Murthy B S
Director
Din: 00011584





Hardik B. Patel
Whole- Time Director &
Chief Financial Officer
Din: 00590663

BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
STATEMENT OF STANDALONE PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

₹ In Lakhs

Particulars	Note No.	2022-23	2021-22
Revenue from operations	25	0	38
Other income	26	26	8
Total Income		26	46
Expenses			
Cost of materials consumed		-	-
Purchase of stock in trade		-	-
Changes in inventories of finished goods, work- in-progress and stock-in -trade	27	-	-
Employee benefits expense	28	136	630
Finance costs	29	47,882	47,761
Depreciation and amortisation expense	3	3,756	5,257
Other expenses	30	1,180	1,534
Total Expenses		52,954	55,182
Profit/ (loss) before exceptional items and tax		(52,928)	(55,136)
Exceptional items	33	4,98,237	(1,37,710)
Profit/ (loss) before tax		4,45,309	(1,92,846)
Tax expense:			
(1) Current tax	41	-	-
(2) Deferred tax	6	-	-
Profit/ (loss) for the year		4,45,309	(1,92,846)
Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax on the above		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax on the above		-	-
Other comprehensive income for the year			
Total comprehensive Income for the year		4,45,309	(1,92,846)
Earnings per equity share	39		
(1) Basic (₹)		34.43	(14.91)
(2) Diluted (₹)		34.43	(14.91)

"0" represent amount below ₹ 50,000/-

Significant Accounting Policies and Notes accompanying Standalone Ind AS Financial Statements 1-54

As per our report of even date attached

For **Batliboi and Purohit**
Chartered Accountants
Firm's Registration No.101048W



Parag Hangekar
Partner
Membership No. 110096

Place: Mumbai
Date: October 25, 2024



For **Ballarpur Industries Limited**

Punit Bajaj
Company Secretary
Meb. No.: A- 58392

Parashiva Murthy B S
Director
Din: 00011584

Place: Mumbai
Date: October 25, 2024





Hardik B. Patel
Whole- Time Director & Chief
Financial Officer
Din: 00590663

BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2023

₹ in Lakhs

Particulars	2022-23	2021-22
Cashflow from operating activities		
Profit/(Loss) before tax	4,45,309	(1,92,846)
Adjustment for:		
Depreciation and amortization expense	3,756	5,257
Finance costs (net)	47,882	47,761
Interest income	(2)	(2)
Unrealised gain on foreign exchange (net) as other income	-	-
Bad debts and other balances written off / Allowances for doubtful debts & advances	-	51
Unspent liabilities and excess provision of earlier years written back	-	-
Inventory written off	1	1
Exceptional items	4,98,237	1,37,710
Write off of Capital Work in progress	-	-
Gain on cancellation of Lease Agreement	-	-
(Profit) / Loss on sale of property plant and equipment	-	-
Operating profit before working capital changes	9,95,183	(2,068)
Adjustment for working capital		
(Increase)/decrease in trade receivable	-	45
(Increase)/decrease in loans, advances and other current assets	1,35,008	-
(Increase)/decrease in inventory	(0)	(20)
Increase/(decrease) in liabilities and provisions	(7,08,896)	49,360
Cash generated from / (used in) operations	4,21,294	47,317
Direct taxes (paid) / refund (net)	-	-
Net cash generated from / (used in) operating activities of continuing operations	4,21,294	47,317
Net cash generated from / (used in) operating activities of discontinued operations	-	-
Net cash generated from / (used in) operating activities	4,21,294	47,317
Cashflow from investing activities		
Payment for acquisition of property, plant and equipment and intangible assets	-	-
Proceeds on disposal of property, plant and equipment	-	-
Interest received	2	2
(Increase) / Decrease in other bank balances [Refer note (c) below]	-	-
Proceeds from sale of investment	-	-
Insurance Claim Received	-	-
Net cash generated from / (used in) investing activities of continuing operations	2	2
Net cash generated from / (used in) investing activities of discontinued operations	-	-
Net cash generated from / (used in) investing activities	2	2
Cashflow from financing activities		
Proceeds from / (Repayment of) borrowings (net)	(3,73,417)	421
Receipt/(Payment) for buy back (optional/convertible)	-	-
Payment of Lease liabilities including interest	-	-
Interest paid (net)	(47,882)	(47,761)
Dividend paid (including payment to investor education and protection fund)	-	-
Net cash generated from / (used in) financing activities of continuing operations	(4,21,299)	(47,340)
Net cash generated from / (used in) financing activities of discontinued operations	-	-
Net cash generated from / (used in) financing activities	(4,21,299)	(47,340)
Net increase / (decrease) in cash and cash equivalents	(3)	(20)
Cash and cash equivalents at the beginning of the year	48	68
Cash and cash equivalents at the end of the year	45	48

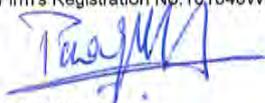
Notes:

- The statement of cashflows has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cashflows'.
- Payment for acquisition of property, plant and equipment and intangible assets includes movement in capital work-in-progress, intangible assets under development, capital advances and liability toward capital purchases.
- Other bank balances represent bank balances earmarked for specific purpose and deposits with banks having a maturity exceeding 3 months (Note 5 and 11).
- Cash and cash equivalents include cash and bank balances. Refer note 10 for components of cash and cash equivalents.
- Figures in brackets indicate cash outgo.
- "0" represent amount below ₹ 50,000/-

Significant Accounting Policies and Notes accompanying Standalone Ind AS Financial Statements 1-54

As per our report of even date attached

For Batliboi and Purohit
Chartered Accountants
Firm's Registration No.101048W

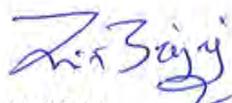


Parag Hangekar
Partner
Membership No. 110096

Place: Mumbai
Date: October 25, 2024



For Ballarpur Industries Limited



Punit Bajaj
Company Secretary
Mem. No.: A- 58392

Place: Mumbai
Date: October 25, 2024



Parashiva Murthy B S
Director
Din: 00011584

Place: Mumbai
Date: October 25, 2024





Hardik B. Patel
Whole- Time Director &
Din: 00590663

Place: Mumbai
Date: October 25, 2024

BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2023

A. EQUITY SHARE CAPITAL

Particulars	₹ in Lakhs	
	Balance at the beginning of the year	Balance at the end of the year
For the year ended 31 March 2022	25,871	25,871
For the year ended 31 March 2023	25,871	25,871

B. OTHER EQUITY

Particulars	Capital Reserve	Securities Premium Account	Preference Share Capital Redemption Reserve	Debt Redemption Reserve	General Reserve	Retained Earnings	Other Comprehensive Income			Total
							Re-measurement of the net defined benefit Plans	Gain/(Loss) on Equity Instruments	Gain/(Loss) on Debt Instruments	
Balance as at 1st April 2021	1,515	1,15,833	7,385	2,101	80,809	(4,03,436)	(708)	(748)	(8,300)	(2,05,549)
Profit/(Loss) for the year	-	-	-	-	-	(1,92,846)	-	-	-	(1,92,846)
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2022	1,515	1,15,833	7,385	2,101	80,809	(5,96,283)	(708)	(748)	(8,300)	(3,98,396)
Profit/(Loss) for the year	-	-	-	-	-	4,45,309	-	-	-	4,45,309
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-
Internal Reconstruction transfer	4,98,237	-	-	-	-	(4,98,237)	-	-	-	-
Balance as at 31 March 2023	4,99,752	1,15,833	7,385	2,101	80,809	(6,49,210)	(708)	(748)	(8,300)	46,914

"0" represent amount below ₹ 50,000/-

Significant Accounting Policies and Notes to Standalone Ind AS Financial Statements 1-54

As per our report of even date attached

For **Battiboi and Purohit**
Chartered Accountants
Firm's Registration No. 101048W


Parag Harigekar
Partner
Membership No. 110096

Place: Mumbai
Date: October 25, 2024

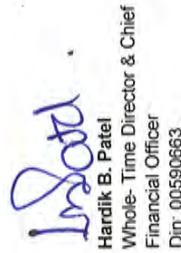


For **Ballarpur Industries Limited**


Punit Bajaj
Company Secretary
Mem. No. A- 58392

Place: Mumbai
Date: October 25, 2024


Parashiva Murthy B S
Director
Dir: 00011584


Hardik B. Patel
Whole-Time Director & Chief
Financial Officer
Dir: 00590663



1. Company overview

Ballarpur Industries Limited ("BILT" or the company) is a public Limited Company incorporated and domiciled in India with its registered office in Ballarpur, Maharashtra, India. The Company is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) and is engaged in the business of manufacturing and selling of writing and printing paper. The manufacturing operations of the Company are spread over two units namely Shreegopal (Haryana) and Kamalapuram (Telangana).

The functional and presentation currency of the Company is Indian rupee (INR) which is the currency of the primary economic environment in which the company operates.

2. Significant accounting policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise stated.

2.1 Statement of Compliance

The standalone financial statements have been prepared in accordance with the provisions of Companies Act, 2013 and the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and amendments thereof issued by Ministry of Corporate Affairs in exercise of the powers conferred by Section 133 of the Companies Act, 2013. In addition, the guidance notes/announcements issued by the Institute of Chartered Accountants of India ("ICAI") are also applied except where compliance with other statutory promulgations require a different treatment. These standalone financial statements have been approved for issue by the Board of Directors at its meeting held on 25th October, 2024.

2.2 Basis for accounting

The Company maintains its accounts on accrual basis following historical cost convention, except certain assets and liabilities that are measured at fair value in accordance with Ind AS.

Fair value measurements are categorised as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date
- Level 2 inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices), and
- Level 3 inputs are unobservable inputs for the valuation of assets or liabilities.

The above levels of the fair value hierarchy are applied consistently, and generally, there are no transfers between the levels of the fair value hierarchy unless the circumstances change warranting such transfer.

2.3 Presentation of standalone financial statements

The Balance Sheet, Statement of Profit and Loss and the Statement of Changes in Equity are prepared and presented in the format prescribed in Schedule III to the



Companies Act, 2013 ("the Act"). The statement of Cash flows has been prepared and presented as per the requirement of Ind AS 7 "Statement of Cash Flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in schedule III of the Act, are presented by way of notes forming part of the standalone financial statements along with the other notes required to be disclosed under notified Accounting Standards and the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, as amended.

Amounts in the standalone financial statements are presented in Indian Rupees in Lakhs as permitted by Schedule III to the Companies Act, 2013. Per share data are presented in India Rupees to two decimal places.

2.4 Current and non-current classification

All Assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

An asset is classified as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realised within twelve months after the reporting period, or
- 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 current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period, or
- 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.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.5. Use of estimates and critical accounting judgements

The preparation of financial statements in conformity with Ind AS requires that the management of the Company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions made by management are explained under respective policies. Revisions to accounting estimates include useful lives of property, plant and equipment & intangible assets, allowance for expected credit loss, future obligations in respect of retirement benefit plans, fair value/recoverable amount measurement, etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.



2.6. Property, Plant and Equipment (PPE)

PPE is recognized when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

PPE is stated at the original cost net of tax/ duty credits availed, if any, less accumulated depreciation and cumulative impairment, if any. All directly attributable costs related to the acquisition of PPE and borrowing costs in case of qualifying assets are capitalised in accordance with the Company's accounting policy.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably.

PPE not ready for the intended use on the date of the Balance Sheet is disclosed as "capital work-in-progress".

PPE is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognized in the statement of profit and loss in the same period.

2.7. Intangible Assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/ duty credits availed, if any, less accumulated amortisation and cumulative impairment. All directly attributable costs and other administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets.

Intangible assets are stated at original cost of acquisition net of tax/duty credits availed, less accumulated amortization and accumulated impairment losses, if any.

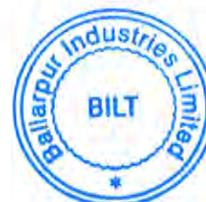
Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "intangible assets under development".

2.8. Research and Development Costs

Expenditure on research activities is recognised as an expense in the year in which it is incurred.

Development expenditure on new products is capitalized as intangible asset, if all of the following can be demonstrated:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale;
- The Company has the intention to complete the intangible asset and use or sell it;
- The Company has the ability to use or sell the asset;
- The manner in which the probable future economic benefits will be generated, including the existence of a market for the output of the intangible asset or intangible asset itself or, if it is to be used internally, the usefulness of intangible assets;
- The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- The Company has the ability to reliably measure the expenditure attributable to the intangible asset during its development;



Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred.

2.9. Depreciation and amortization of PPE and intangible assets

Depreciation/amortization is recognized using straight-line method so as to write off the cost of property plant and equipment and intangible assets (other than freehold land, capital work-in-progress and intangibles under development) to their residual values over their useful lives. The depreciation/amortization is charged from the dates the assets are available for their intended use and are spread over their estimated useful lives or, in the case of leased assets, over the lease period, if shorter. The estimated useful lives for main categories of property plant and equipment and intangible assets are;

Categories of Assets	Estimated useful life (in years)
Lease hold land	upto 29
Buildings -Factory and Office buildings including RCC frame structures	30 to 60 *
Plant & Machinery	7 to 30 *
Railway Sidings	14
Furniture, Fixtures and Office equipment	
Computer equipment	3-5
Office equipment	5-30
Furniture and fixtures	4-10
Vehicles	7- 16
Computer software	
New product development	3-5

The depreciation/ amortization charge for impaired assets is adjusted in future periods in such a manner that the revised carrying amount of the asset is allocated over its remaining useful life.

The depreciation/ amortization method is reviewed at each financial year end to reflect the expected pattern of consumption of the future economic benefits embodies in the asset. The estimated useful life and residual values are also reviewed at each financial year-end, and the effect of any change in the estimates of useful life/ residual value is accounted for on a prospective basis.

Where the cost of a part of the assets ("asset components") is significant to the total cost of the asset and the useful life of that part is different from the useful life of the remaining asset, the useful life of that significant part is determined separately, and such asset components is depreciated over its separate useful life.

*Note: For this class of assets, based on internal assessment and independent technical evaluation carried out by chartered engineers, the Company believes that useful lives, as given above, represent the period over which the Company expects to use these assets. Hence, the useful lives for these assets are different from the useful lives prescribed under Schedule II.



2.10. Impairment of assets

As at the end of each accounting year, carrying amounts of PPE, intangible assets and investments in subsidiary companies are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, PPE, intangible assets and investments are tested for impairment so as to determine the impairment loss, if any.

Impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is determined:

- (i) in the case of an individual asset, at the higher of the fair value less costs to sell and the value in use; and
- (ii) in the case of a cash-generating unit (smallest identifiable group of assets that generates independent cash flows), at the higher of the cash-generating unit's fair value less costs to sell and the value in use.

The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the company suitably adjusted for risks specified to the estimated cash flows of the asset.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, such deficit is recognized immediately in the statement of profit and loss. As impairment loss and the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount.

When an impairment loss subsequently reverses, the carrying value of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, such that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

2.11. Discontinued operations and non-current assets held for sale

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operation, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit or loss.

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.



Non-current assets (including that are part of disposal group) are not depreciated or amortised while they are classified as held for sale. Non-current assets classified as held for sale and the assets of a disposal group as held for sale are presented separately from the other assets in the balance sheet. The liabilities of disposal group classified as held for sale are presented separately from other liabilities in the Balance Sheet.

2.12. Leases

Leases are accounted as per Ind AS 116 which has become mandatory from April 1, 2019.

Assets taken on lease are accounted as right-of-use assets, and the corresponding lease liability is recognized at the lease commencement date.

Initially, the right-of-use asset is measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, as reduced by any lease incentives received.

The lease liability is initially measured at the present value of the lease payments, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or a rate, or a change in the estimate of the guaranteed residual value, or a change in the assessment of purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in the Statement of Profit and Loss if the carrying amount of the right-of-use asset has been reduced to zero.

The right-of-use asset is measured by applying the cost model i.e. right-of-use asset at cost less accumulated depreciation and cumulative impairment, if any. The right-of-use asset is depreciated using the straight-line method from the commencement date to the end of the lease term or useful life of the underlying asset, whichever is earlier. The carrying amount of lease liability is increased by interest on the lease liability and reduced by lease payments made.

Lease payments associated with the following leases are recognised as expenses on straight-line basis:

- (i) Low value leases; and
- (ii) Leases which are short-term.

Assets given on lease are classified either as operating lease or as finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Asset under a finance lease is initially recognised in the balance sheet and presented as receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on Company's net investment in the lease. A lease which is not classified as a finance lease is an operating lease.

The Company recognises lease payments in case of assets given on operating leases as income on a straight-line basis. The Company presents underlying assets subject to operating lease in its balance sheet under the respective class of asset.



2.13. Investment in subsidiaries, joint ventures and associates

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 investment is assessed and an impairment loss is recognised immediately in the statement of profit and loss. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognised in the statement of profit and loss.

2.14. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the company becomes a party to a contract embodying the related financial instruments.

Initial recognition and measurement

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 and deducted from the fair value measured on the initial recognition of the financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of the Profit and Loss.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial instrument of allocating interest income or expense over the relevant period. The effective interest rate is a rate that exactly discounts the future cash receipts or payments through the expected life of the instrument, or where appropriate, a shorter period.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in two broad categories:

- Financial assets at amortised cost
- Financial assets at fair value

2.14.1. Financial assets

➤ Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



➤ **Financial assets at fair value**

Financial assets are measured at fair value through other comprehensive income if such financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell such financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company in respect of equity investments (other than in subsidiaries, associates and joint ventures) which are not held for trading has made an irrevocable election to present in other comprehensive income subsequent changes in the value of such equity instruments. Such an election as made by the company on an instrument-by-instrument basis at the time of initial recognition of equity instruments. These investments are held for medium- or long-term strategic purpose.

The Company has chosen to designate these investments in equity instruments as fair value through other comprehensive income as the management believe this provides a more meaningful presentation for medium- or long-term strategic investments, than reflecting changes in fair value immediately in the statement of profit and loss.

Financial asset not measured at amortised cost or fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

➤ **Impairment of financial assets**

The Company recognises impairment loss on trade receivables and certain other financial assets using expected credit loss (ECL) model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted by Ind AS 109.

Other financial assets measured at amortized cost and financial assets measured at fair value through OCI are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit loss on such assets is assessed and allowance recognized if the credit quality of the financial asset has deteriorated significantly since initial recognition.

➤ **De-recognition**

The Company de-recognises a financial asset (or, where applicable, a part of financial asset or a part of a group of similar financial assets) when;

- The rights to receive cash flows from the assets have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under 'pass through' arrangement and either the company has;
 - a) transferred all the risks and rewards of the asset to another entity; or,
 - b) not retained substantially all the risks and rewards of the asset but has transferred control of the asset.



When the company has transferred its right to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset the company continues to recognize the transferred asset to the extent of company's continuing involvement. In that case, the company also recognizes an associated liability. The transferred asset and associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset the maximum amount of consideration that the company could be required to repay.

On derecognition of a financial asset in its entirety, the difference between the carrying amount measured at the date of derecognition and the consideration received is recognised in Profit or Loss.

2.14.2. Financial liabilities and equity instruments

➤ **Classification as debt or equity**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

➤ **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

➤ **Financial liabilities**

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

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Interest bearing bank loans, overdrafts and issued debt are initially measured at fair value and subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement and redemption of borrowings is recognised over the term of the borrowings in the statement of profit and loss.

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit and loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.



Gains/ losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied.

De-recognition of financial liabilities

The Company de-recognises financial liabilities when, and only when, the Company's obligation is discharged, cancelled or they expire.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange and modification is treated as the de-recognition of the original liability and the recognition of the new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

2.14.3. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.14.4. Compound financial instruments

The liability component of a compound financial instrument is recognised initially at fair value of a similar liability that does not have an equity component. The equity component is recognised initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and the equity components, if material, in proportion to their initial carrying amounts.

Subsequent to the initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method.

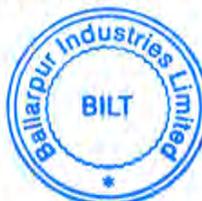
The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

2.15. Cash and bank balances

Cash and bank balances consist of:

i) Cash and cash equivalents

Cash and cash equivalents which includes cash in hand, deposits held at call with banks, and other short-term deposits which are readily convertible into known amounts of cash, subject to an insignificant risk of changes in value and have maturities of less than three months from the reporting date are held for the purpose of meeting short-term cash commitments.



The balances with banks are unrestricted for withdrawal and usage.
For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

ii) Other Bank balances

Other bank balances include (a) deposits with banks having maturing of more than 3 months and (b) balances and deposits with banks that are restricted for withdrawal and usage.

2.16. Employee benefits

(i) Short term employee benefits

Employee benefits such as salaries, wages, bonus, short-term compensated absences, performance incentives, etc., falling due wholly within the twelve months of rendering service are classified as short-term employee benefits and are expensed in the period in which the employee renders the related service.

(ii) Post employment benefits:

A. Defined contribution plans

The Company's contributions to defined contribution plans i.e., superannuation scheme, provident fund and pension scheme, are recognized in statement of profit or loss in the period to which the employee provides the related service.

B. Defined benefit plans

The Company's obligation towards gratuity is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, done by a qualified actuary, using the Projected Unit Credit Method.

The obligation towards defined benefit plans is measured at the present value of the estimated future cash flows using a discount rate based on the market yield on Government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligation at the Balance Sheet date.

Re-measurements, comprising actuarial gains and losses, the return on plan assets (excluding net interest on the net defined benefit liability or asset) and any change in the effect of asset ceiling (if applicable) are recognized in other comprehensive income and are reflected in retained earnings and the same is not eligible to be reclassified to profit or loss.

Defined benefit costs comprising current service cost, past service cost and gains or loss on settlements are recognized in the statement of profit or loss as employee benefits expense. Interest cost implicit in defined benefit cost is recognized in the statement of profit or loss under finance cost. Gains or losses on settlement of any defined benefit plan are recognized when the settlement occurs. Past service cost is recognized as an expense at the earlier of the plan amendment or curtailment and when the Company recognizes related restructuring costs or termination benefits.



(iii) Long term employee benefits

The obligation recognized in respect of long-term employee benefits such as long-term compensated absences is measured at present value of estimated future cash flows expected to be made by the Company and is measured in a similar manner as in the case of a defined benefit plan as above.

Long-term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognized in the statement of profit or loss as employee benefits expense. Interest cost implicit in long-term employee benefit cost is recognized in the statement of profit or loss under finance cost.

(iv) Termination benefits

Termination benefits are recognized as expenses in the period in which they are incurred.

2.17. Inventories

Inventories are valued after providing for obsolescence, as under:

Inventories comprise Raw Materials, Stores & Spares, Chemicals, Work in progress and finished goods.

- (i) Raw materials, stores and spares, chemicals and packing materials at lower of weighted average cost and net realisable value. However, these items are considered to be realisable at cost if the finished products in which they will be used are expected to be sold at or above cost.
- (ii) Work-in-progress at lower of weighted average cost including related overheads and net realisable value.
- (iii) Finished goods at lower of weighted average cost and net realisable value. Cost includes costs of purchases, costs of conversion and other costs incurred in bringing the inventories to their present location.

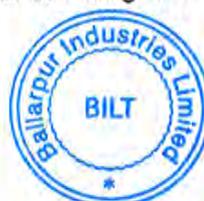
Assessment of net realisable value is made at each reporting period end, and when the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to the extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.

2.18. Provisions, Contingent Liabilities and Contingent Assets

i) Provisions

Provisions are recognised only when:

- (a) the Company has a present obligation (legal or constructive) as a result of a past event; and
- (b) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- (c) a reliable estimate can be made of the amount of the obligation



Provision is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, the carrying amount of the provision is the present value of those cash flows. Reimbursements expected in respect of expenditure required to settle a provision is recognized only when it is virtually certain that the reimbursement will be received.

ii) Contingent Liabilities

Contingent liability is disclosed in the case of:

- (a) A present obligation rising from past events when it is not probable that an outflow of resources will be required to settle the obligation; and
- (b) A present obligation arising from past events when no reliable estimate is possible.

iii) Contingent Assets

Contingent assets are disclosed where an inflow of economic benefits is probable.

Provisions, contingent liabilities and assets are reviewed at each balance sheet date.

iv) Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

- a. estimated number and amount of contracts remaining to be executed on capital account and not provided for;
- b. uncalled liability on shares and other investments partly paid;
- c. funding related commitment to subsidiary, associate and joint venture companies; and
- d. other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of the management.

Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

2.19. Government grants

Government grants with a condition to purchase, construct or otherwise acquire long-term assets are recognised when there is a reasonable assurance that the Company will comply with the conditions attached to that and the grants will be received and are initially measured based on grant receivable under the scheme. Such grants are recognised in the Statement of Profit and Loss on a systematic basis over the useful life of the asset. Amount of benefits receivable in excess of grant income accrued based on usage of the assets is accounted as Government grant received in advance. Changes in estimates are recognised prospectively over the remaining life of the assets. Government revenue grants relating to costs are deferred and recognised in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate.

2.20. Taxes on income

Tax expense for the period comprises current and deferred tax.



(i) Current tax

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act 1961 and using estimates and judgements based on the expected outcome of assessments/appeals and the relevant ruling in the areas of allowance and disallowances.

(ii) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Company's financial statements and the corresponding tax bases used in the computation of taxable profit and quantified using the tax rates as per laws enacted or substantially enacted as on the Balance Sheet date.

Deferred tax liabilities are recognized for all taxable temporary differences.

Deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Deferred tax assets are recognized for the carry forward and unused tax credits and any unused tax losses only to the extent that the entity has sufficient taxable temporary differences or convincing other evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised.

The carrying value of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there is legally enforceable right to set off current tax assets against current tax liabilities; within that jurisdiction.

Deferred tax expense is recognised in statement of profit and loss except when they relate to items recognized in other comprehensive income or directly in equity, in which case, the income tax expense is also recognized in other comprehensive income or directly in equity, as the case may be.

2.21. Revenue recognition

Revenue from contracts with customers is recognized when a performance obligation is satisfied by the transfer of promised goods and services to a customer.

For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation.

The Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognises revenue over a period of time if one of the following criteria is met:

- (a) the customer simultaneously consumes the benefit of the Company's performance
or



- (b) the customer controls the asset as it is being created/enhanced by the Company's performance or
- (c) there is no alternative use of the asset, and the Company has either explicit or implicit right of payment considering legal precedents,

In all other cases, performance obligation is considered as satisfied at a point in time.

The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party.

(i) Sale of goods

Revenue from the sale of manufactured and traded goods is recognised when the control of the same is transferred to the customer, and it is probable that the Company will collect the consideration to which it is entitled for the exchanged goods.

(ii) Rendering of service

Revenue from rendering of services is recognised over time as the customer receives the benefit of the company's performance and the Company has an enforceable right to payment for services transferred.

(iii) Other operating income

(a) Incentives

Incentives on exports and other Government incentives are recognised when it is probable that the economic benefits associated with the incentives will flow to the entity, the revenue can be measured reliably, and there is no significant uncertainty about the ultimate realization of the incentive.

(b) Rental income

Lease rental income from an operating lease is recognized on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for lessor's expected inflationary cost increases.

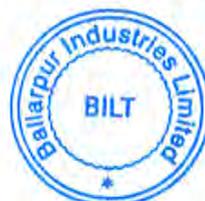
(iv) Other income

(a) Interest income

Interest income is recognised on a time proportion basis using the effective interest method.

(b) Dividends

Dividends is recognised when the Company's right to receive the payment arises and it is probable that the economic benefits will flow to the Company.



(c) Other items of income

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Company and the amount of the income can be measured reliably.

2.22. Foreign currency transactions

- (i) The functional currency and presentation currency of the Company is Indian Rupee
- (ii) Transactions in currencies other than the Company's functional currency are recorded on initial recognition are recorded using the exchange rate at the transaction date. At each Balance Sheet date, foreign currency monetary items are reported at the closing spot rate. Non-monetary items that are measured in terms of historical cost in foreign currency are not translated. Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing spot rate are recognized in the statement of profit and loss in the period in which they arise.
- (iii) Exchange rate as of the date on which the non-monetary asset or non-monetary liability is recognized on payment or receipt of advance consideration is used for initial recognition of related asset, expense or income.

2.23. Borrowing costs

Borrowing costs include finance costs calculated using effective interest method, finance charges in respect of assets acquired on leases and other costs that the Company incurs in connection with the borrowing of funds.

Borrowing costs net of any investment income from the temporary investment of related borrowings that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

All other borrowing costs are expensed in the period in which they are incurred.

2.24. Earnings per share (EPS)

Basic earnings per share is computed by dividing the net profit or loss for the year attributable to the shareholders' by weighted average number of equity shares outstanding during the year.

Diluted earnings per share are computed using the weighted average number of equity shares and dilutive potential shares except where the result would be anti-dilutive.

2.25. Segment Reporting

Operating segments are those components of the business whose operating results are regularly reviewed by the chief operating decision making body in the Company to make decisions for performance assessment and resource allocation.

The reporting of segment information is the same as provided to the management for the purpose of the performance assessment and resource allocation to the segments.



Segment accounting policies are in line with the accounting policies of the Company. In addition, the following specific accounting policies have been followed for segment reporting:

- (i) Segment revenue includes sales and other operational revenue directly identifiable with/allocable to the segment including inter segment revenue.
- (ii) Expenses that are directly identifiable with/allocable to segments are considered for determining the segment result.
- (iii) Most of the common costs are allocated to segments mainly on the basis of the respective segment revenue estimated at the beginning of the reporting period.
- (iv) Income which relates to the Company as a whole and not allocable to segments is included in "unallocable corporate income/ (expenditure) (net)".
- (v) Segment result represents profit before interest and tax and includes margins on inter-segment sales/ transfer, which are reduced in arriving at the profit before tax of the Company.
- (vi) Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable corporate assets and liabilities represent the assets and liabilities that relate to the Company as a whole.

2.26. Statement of cashflows

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method, adjusting the profit before tax excluding exceptional items for the effects of:

- (i) changes during the period in inventories and operating receivables and payables, transactions of a non-cash nature;
- (ii) non-cash items such as depreciation, provisions, unrealised foreign currency gains and losses; and
- (iii) all other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents shown in the Statement of Cash Flows exclude items which are not available for general use as at the date of Balance Sheet.

2.27. Exceptional items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the financial statements.



3 Property, Plant and Equipment

Particulars	₹ in Lakhs										
	Leasehold land	Freehold land	Buildings	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipment	Computers	Railway Sidings	Any other assets	Total
Gross Block											
As at 1 April 2021	9	1,10,936	32,877	1,96,363	1,048	248	101	12	62	-	3,41,656
Additions	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-
Adjustment	-	-	-	-	-	-	-	-	-	-	-
Transfer to unit	-	-	-	-	-	-	-	-	-	-	-
Transfer from unit	-	-	-	-	-	-	-	-	-	-	-
Re-classified from Asset held for sale	-	-	-	-	-	-	-	-	-	-	-
Re-classified to Asset held for sale	-	-	-	-	-	-	-	-	-	-	-
As at 31 March 2022	9	1,10,936	32,877	1,96,363	1,048	248	101	12	62	-	3,41,656
Additions	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-	-	-	-
Transfer to unit	-	-	-	-	-	-	-	-	-	-	-
Transfer from unit	-	-	-	-	-	-	-	-	-	-	-
Re-classified to Asset held for sale	9	57,318	6,471	20,743	14	5	62	4	-	-	84,627
As at 31 March 2023	0	53,618	26,406	1,75,620	1,034	243	39	8	62	-	2,57,029
Accumulated depreciation											
Upto 31 March 2021	3	5,000	18,981	1,43,112	1,028	208	99	11	46	-	1,68,489
Depreciation for the year	0	-	584	4,659	2	9	0	0	2	-	5,257
Impairment for the year	-	-	8,931	35,819	-	-	-	-	-	-	44,749
On disposals	-	-	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-	-	-	-
Transfer to unit	-	-	-	-	-	-	-	-	-	-	-
Transfer from unit	-	-	-	-	-	-	-	-	-	-	-
Re-classified to Asset held for sale	-	-	-	-	-	-	-	-	-	-	-
Upto 31 March 2022	4	5,000	28,496	1,83,590	1,030	217	99	11	47	-	2,18,495
Depreciation for the year	0	-	367	3,376	2	9	0	0	2	-	3,756
Impairment for the year	-	-	-	-	-	-	-	-	-	-	-
On disposals	-	-	-	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-	-	-	-
Transfer to Unit	-	-	-	-	-	-	-	-	-	-	-
Transfer from Unit	-	-	-	-	-	-	-	-	-	-	-
Re-classified to Asset held for sale	4	244	6,049	19,295	14	5	62	4	-	-	25,677
As at 31 March 2023	(0)	4,756	22,813	1,67,671	1,018	222	37	7	49	-	1,96,574
Net carrying value											
As at 31 March 2022	6	1,05,936	4,381	12,773	18	31	2	1	15	-	1,23,161
As at 31 March 2023	0	48,862	3,593	7,949	15	21	2	1	13	-	60,455

(a) Freehold land includes 590.36 acres of land at Choudwar, acquired from the Government of Odisha during the year 1990-91 under a scheme approved by the BIFR. The Company is in the process of resolving the inconsistencies identified in the title documents. The land is pledged as security against the facility availed by Bilt Graphic Paper Products Limited (BGPPPL), subsidiary of associate entity.

(b) The Lease agreement in respect of 13.19 acres of land in possession of the company is yet to be executed in favour of the company.

(c) The Company has leased certain Plant & Equipment & Buildings on operating leases for which lease rental of Rs. 18.02 lacs is recognised in the statement of profit & loss (refer note 42(a)).

(d) During the year, Property Plant and Equipment have not been tested for impairment the same has been tested for impairment in the financial year 2021-22.



BALLARPUR INDUSTRIES LIMITED

CIN: L21010MH1945PLC010337

Notes accompanying the financial statements

4 Non-current investments

Particulars	Face Value Per Share	As at 31 March 2023		As at 31 March 2022	
		No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
Unquoted investments					
A Investments measured at cost					
(a) Investments in fully paid equity shares of Group Companies					
(i) Avantha Agritech Limited	₹ 10.00	9,90,000	40	9,90,000	40
(ii) Ballarpur International Holdings B.V.	€ 0.65	16,86,79,093	76,048	16,86,79,093	76,048
(iii) Bilt Graphic Paper Products Limited	₹ 10.00	50,000	5	50,000	5
(iv) Ballarpur Speciality Paper Holdings B.V.	€ 1.00	18,000	12	18,000	12
Less: Provision for impairment in value of investment			76,100		76,100
			5		5

B Investments designated as measured at fair value through OCI

(a) Investment in fully paid equity shares of other companies

(i) Blue Horizon Investments Limited ₹ 10.00

5,000

3

5,000

3

Less: Provision for impairment in value of investment

3

3

C Investments measured at fair value through OCI

(a) Investment in debt instruments of subsidiaries

(i) Zero coupon convertible notes (ZCCN)

issued by Ballarpur International Holdings B.V.

141

16,857

141

16,857

(141 ZCCN at \$ 65,789.5 and premium of \$ 214,912.25)

Less: Provision for impairment in value of investment

16,857

16,857

i) Details of unquoted investments

Particulars	As at 31 March 2023		As at 31 March 2022	
	No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
(a) Aggregate amount of unquoted investments Book value	5	92,960	5	92,960
(b) Aggregate amount of impairment in value of investments				
	5		5	



5 Other financial assets - Non current

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Unsecured, considered good		
Security Deposits	48	48
Bank deposits with maturity period more than 12 months [Refer note (a) below]	490	490
	538	538

(a) Bank Deposits includes deposits held as security against guarantees given by the Company of ₹ 157 Lakhs (Previous year ₹ 157 Lakhs).

6 Deferred tax assets / (liabilities) (net)

(a) Major components of deferred tax assets and liabilities are as follows:

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
A Deferred tax assets		
(i) Expenses allowable on payment basis (Section 43B of Income Tax Act, 1961)	17,560	17,560
(ii) Unabsorbed tax depreciation	2,504	2,504
(iii) Unused tax losses (Business losses)	-	-
	20,064	20,064
B Deferred tax liabilities		
(i) Difference between written down value of property, plant and equipment (PPE) and intangible assets as per books of account and as per Income Tax Act 1961.	8,140	8,140
	8,140	8,140
Net deferred tax assets / (liabilities)	11,924	11,924



6 Deferred tax assets / (liabilities) (net) (Contd.)

(b) Movement in deferred tax assets and liabilities

			₹ in Lakhs
2022-23			
Particulars	Opening Balance	Recognized in profit or loss	Closing Balance
(i) Expenses allowable on payment basis (Section 43B of Income Tax Act, 1961)	17,560	-	17,560
(ii) Unabsorbed tax depreciation	2,504	-	2,504
(iii) Unused tax losses (Business losses)	-	-	-
(iv) Difference between written down value of PPE and intangible assets as per books of account and as per Income Tax Act, 1961	(8,140)	-	(8,140)
	11,924	-	11,924

			₹ in Lakhs
2021-22			
Particulars	Opening Balance	Recognized in profit or loss	Closing Balance
(i) Expenses allowable on payment basis (Section 43B of Income Tax Act, 1961)	17,560	-	17,560
(ii) Unabsorbed tax depreciation	2,504	-	2,504
(iii) Unused tax losses (Business losses)	-	-	-
(iv) Difference between written down value of PPE and intangible assets as per books of account and as per Income Tax Act, 1961	(8,140)	-	(8,140)
	11,924	-	11,924

(c) Items for which no deferred tax asset is recognised in the balance sheet :

			₹ in Lakhs
Particulars	As at 31 March 2022		
	Base amount	Deferred tax	Expiry date
a) Tax losses (revenue in nature) (business loss on which no deferred tax asset is created)			
AY 2017-18	19,231	6,720	AY 2025-26
AY 2018-19	1,121	392	AY 2026-27
AY 2019-20	-	-	
b) Tax losses (revenue in nature) (unabsorbed depreciation loss on which no deferred tax asset is created)	16,879	5,898	Not Applicable

(d) Since CIRP was in progress as at 31 March 2023, the certainty as to the realization of deferred tax assets cannot be ascertained at this stage. Consequently, adjustments to deferred tax (net) available have not been given effect to, during the year. No additional deferred tax assets have been recognized during the year.



7 Other non current assets

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Balances with government authorities	29	29
	<u>29</u>	<u>29</u>

8 Inventories

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Raw materials	1	1
Stores and spares	1,647	1,648
Chemicals	14	14
Work in progress	3	3
Finished goods	3	3
	<u>1,668</u>	<u>1,669</u>

- (a) During the year, Rs.1 Lakh (Previous year Rs.1 Lakh) was recognised as expense towards write down of inventories (Refer note 30).
- (b) Due to the Company's status under Corporate Insolvency Resolution Process (CIRP), there was a shortage of available employees. Consequently the management did not conduct the physical count of inventories as at 31.03.2023.
- (c) Inventories are valued at cost or NRV whichever is lower.



9 Trade receivables

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Considered Good		
Due from others	-	-
Considered Doubtful		
Due from others [Refer note (b) below]	583	583
Less : Allowance for expected credit loss	-	-
	583	583
	583	583

- (a) The trade receivables are unsecured.
- (b) The company has not maintained Customer Wise accounts in the books of account due to data migration from Oracle to Tally (refer note no 48). Based on the copies of ledger & communication received from one of its debtors, the company has ascertained the amount of ₹ 658 lakhs receivable from them as on 31.03.21 & has received ₹ 76 Lakhs during FY 2021-22, hence balance receivable as on 31.03.22 is ₹ 583 Lakhs & accordingly accounted this amount under trade receivables. The said debtor has informed the company through a letter dated 15.06.23 about their shortage of funds to pay. They have requested the company to adjust the stock held by the company on behalf of such debtor against the outstanding due. This adjustment will be done in the subsequent financial years.
- (c) The new Management of the Company has transferred the books of accounts of the Company from the erstwhile Oracle Software to Tally software. As the Company has not been able to retrieve the detailed books of accounts from the Oracle Software hence, it is not feasible for the Company to compile and provide the ageing analysis of trade receivables, as only the Control General Ledgers (GLs) were accessible from Oracle and transferred to Tally. Additionally, the necessary provision entries, adjustments, and ledger-wise accounting were not recorded in their original form.

10 Cash and cash equivalents

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Balances with Banks :		
- in current accounts [Refer note (a) below]	44	47
Cash on hand	1	1
	45	48

- (a) Bank reconciliation statements as at 31 March 2023 have not been prepared for 11 bank accounts having a carrying amount of ₹ 9.07 Lakhs since the bank statements were not available for these bank accounts. Also, no balance confirmation could be obtained from any of the banks.

11 Other bank balances

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Earmarked balance with banks in unpaid dividend Account	28	28
Bank deposits with original maturity exceeding three months but less than twelve months	19	19
	46	46

- (a) Bank reconciliation statements as at 31 March 2023 have not been prepared for 5 bank accounts related to unpaid dividend having a carrying amount of ₹ 27.59 Lakhs since the bank statements were not available for these bank accounts. Also, no balance confirmation could be obtained from any of the banks.
- (b) Details of bank deposits with original maturity exceeding 3 months but less than 12 months as at 31 March 2023 are not available. Also, neither the balance confirmation certificate nor interest on bank deposit certificate could be obtained from bank.

12 Financial Assets : Loans - Current

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Unsecured, considered good		
Loan to related parties [Refer note no. 21 (a)]	-	1,74,195
Less: Allowance for expected credit loss	-	42,211
	-	1,31,984
	-	1,31,984

13 Other financial assets - Current

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Security Deposits	274	274
Others	58	58
Less: Allowance for expected credit loss	12	12
	46	46
Interest accrued on deposits	25	21
	345	341

14 Other current assets

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Prepaid expenses	18	18
Advances to employees	-	66
Advances to trade creditors	-	2,997
Less: Allowance for doubtful advances	-	-
	-	2,997
Balance with government authorities [(Refer Note (a) below)]	1,211	1,175
	1,229	4,256

- (a) The balances with government authorities includes Input Tax Credits related to Goods & Services Tax, the management is under the process of reconciling these balances.



15 Equity share capital

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Authorised share capital		
1,500,000,000 (31 March 2022: 1,500,000,000) equity shares of ₹ 2/- each	30,000	30,000
10,000,000 (31 March 2022: 10,000,000) preference shares of ₹ 100/- each	10,000	10,000
	40,000	40,000
Issued share capital		
1,293,455,756 (31st March 2022: 1,293,455,756) equity shares of ₹ 2/- each	25,871	25,871
Subscribed and paid-up share capital		
1,293,455,756 (31st March 2022: 1,293,455,756) equity shares of ₹ 2/- each	25,871	25,871
	25,871	25,871

(a) Reconciliation of number of shares

Particulars	As at 31st March 2023		As at 31st March 2022	
	Nos	₹ in Lakhs	Nos	₹ in Lakhs
At the beginning of the year	1,29,34,55,756	25,871	1,29,34,55,756	25,871
Add: Issued during the year	-	-	-	-
At the end of the year	1,29,34,55,756	25,871	1,29,34,55,756	25,871

(b) Terms and Rights attached to Equity Shares

The Company has one class of equity shares having a par value of 2 per share. Each shareholder is eligible for one vote per share held. There are no restrictions attached to any specific shareholder. They entitle the holders to participate in dividends and to share in the proceeds of winding up the company in proportion to number of shares and amounts paid on the shares held.

(c) The Company does not have Holding Company / ultimate Holding Company. The subsidiaries of the Company does not hold any shares in the Company.

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

Particulars	As at 31st March 2023		As at 31st March 2022	
	Nos	Holding %	Nos	Holding %
(i) Avantha Holdings Limited	31,19,32,718	24.12%	31,19,32,718	24.12%
(ii) Life Insurance Corporation of India	8,55,50,701	6.61%	8,55,50,701	6.61%
(iii) ICICI Bank Limited	15,54,69,351	12.02%	15,54,69,351	12.02%



15 Equity share capital (Contd.)

(e) Others

- (i) The Company has not reserved any shares for issue under options as at 31 March 2023 (As at 31 March 2022 : Nil shares)
- (ii) The Company has not allotted any bonus shares in the immediately preceding five year ended 31 March 2023. (previous period of five years ended 31 March 2022: Nil shares)
- (iii) The Company has not issued any shares for consideration other than cash during the period of five years immediately preceding the reporting date.
- (iv) The aggregate number of equity shares bought back in immediately preceding five years ended 31 March 2023 is Nil. (previous period of five years ended 31 March 2022 - Nil)
- (v) Calls unpaid as at 31 March 2023 - ₹ Nil. (31 March 2022 : ₹ Nil)

16 Other equity

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Capital reserve	4,99,752	1,515
Securities premium reserve	1,15,833	1,15,833
Preference share capital redemption reserve	7,385	7,385
Debenture redemption reserve	2,101	2,101
General reserve	80,809	80,809
Retained earnings	(6,49,210)	(5,96,283)
Items of Other Comprehensive Income (OCI)		
Re-measurement of the net defined benefit plans	(708)	(708)
Equity instruments through OCI	(748)	(748)
Debt instruments through OCI	(8,300)	(8,300)
	46,914	(3,98,396)

(a) Refer statement of changes in equity for detailed movement in components of other equity.

(b) Nature and purpose of reserves

(i) **Capital reserve**

Capital reserve represents the difference between value of the net assets transferred to the Company in the course of business combinations and the consideration paid for such combinations.

(ii) **Securities premium reserve**

The amount received in excess of face value of the equity shares is recognised in securities premium. The reserve can be utilised in accordance with the provisions of Companies Act 2013 and are not available for distribution to the share holders.

(iii) **Preference share capital redemption reserve**

Preference Share Capital Redemption Reserve represents the statutory reserve created. The said capital redemption reserve account may be applied by the Company, in paying up unissued shares of the Company to be issued to shareholders of the Company as fully paid bonus shares.



16 Other equity (Contd.)

(b) Nature and purpose of reserves (Contd.)

(iv) Debenture redemption reserve

The Ministry of Corporate Affairs vide notification dated August 16, 2019, amended the Companies (Share capital and Debenture) Rules, 2014 by which the Company is no longer required to create DRR towards the debentures issued. Earlier to this amendment, the Company was required to maintain a DRR of 25% of the value of debentures issued, either by a public issue or on a private placement basis and the amounts credited to the DRR was not to be utilised by the Company except to redeem debentures. The above amount represents the DRR created out of profits of the Company prior to the said notification.

(v) General reserve

The Company created a general reserve in earlier years pursuant to the provisions of the Companies Act wherein certain percentage of profits were required to be transferred to general reserve before declaring dividends. As per Companies Act 2013, the requirement to transfer profits to general reserve is not mandatory. General reserve is a free reserve available to the Company.

(vi) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

(vii) Re-measurement of the net defined benefit plans

Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in 'Other comprehensive income' and subsequently not reclassified to the statement of profit or loss.

(viii) Equity instruments through OCI

The fair value change of equity instruments designated as measured at fair value through other comprehensive income is recognised in equity instruments through other comprehensive income and are not subsequently reclassified to statement of profit or loss. Upon derecognition, the cumulative fair value changes on the said instruments are reclassified to retained earnings directly.

(ix) Debt instruments through OCI

The fair value change of debt instruments as measured at fair value through other comprehensive income is recognised in debt instruments through other comprehensive income and are subsequently reclassified to statement of profit or loss. Upon derecognition, the cumulative fair value changes on the said instruments are reclassified from equity to Profit & Loss.

(c) Other comprehensive income accumulated in other equity, net of tax

(i) Items that will not be subsequently reclassified to statement of profit or loss

₹ in Lakhs

Particulars	Remeasurement of net defined benefit plans	Equity instruments through OCI	Total
As at 1 April 2021	(708)	(748)	(1,456)
Remeasurement gain/(loss) on net defined benefit plans	-	-	-
Gain/(loss) on changes in fair value of equity instruments designated at fair value through other comprehensive income	-	-	-
Income tax effect	-	-	-
As at 31 March 2022	(708)	(748)	(1,456)
Remeasurement gain/(loss) on net defined benefit plans	-	-	-
Income tax effect	-	-	-
As at 31 March 2023	(708)	(748)	(1,456)

(ii) Items that will be subsequently reclassified to statement of profit or loss

₹ in Lakhs

Particulars	Debt instruments through OCI	Total
As at 1 April 2021	(8,300)	(8,300)
Gain/(loss) on changes in fair value of debt instruments at fair value through other comprehensive income	-	-
Income tax effect	-	-
As at 31 March 2022	(8,300)	(8,300)
Gain/(loss) on changes in fair value of debt instruments at fair value through other comprehensive income	-	-
Income tax effect	-	-
As at 31 March 2023	(8,300)	(8,300)



17 Borrowings

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Current borrowings		
Borrowings (Refer note C)	53,248	3,27,690
	53,248	3,27,690
	53,248	3,27,690

- (a) Segregation of Borrowings into Secured, Unsecured, Working Capital is not available with new management. Hence, bifurcation of the same has not been given.
- (b) **Events Occurring after the Balance Sheet Date:**
 During the financial year 2022-23, the Company was undergoing Corporate Insolvency Resolution Process (CIRP), and the final resolution plan was approved by the Hon'ble National Company Law Tribunal, Mumbai (NCLT) on 31st March 2023. The resolution plan provided settlement of financial creditors amounting to ₹556.53 crores in a combination of equity shares of 4.13 crores, 7% Non-Convertible Debentures (NCDs) of ₹ 393.25 crores, and 0.01% Cumulative Redeemable Preference Shares (CRPS) of ₹ 49.87 crores. The plan further allowed an option for financial creditors to opt for upfront cash in exchange for the equity shares, CRPS, and NCDs (upfront cash against CRPS and NCDs shall be at an amount calculated at discount rate of 20%). Subsequent to the reporting date, in FY 2023-24, some of the financial creditors exercised this option, resulting in a lower settlement payout of ₹532.48 crores. As per Ind AS 10, this event provides additional evidence of conditions existing at 31st March 2023, confirming that the liability recorded as at 31st March 2023 should be revised. Therefore, the company has adjusted the financial liability to ₹ 532.48 crores as of 31st March 2023.
- (c) The Company had accrued finance costs in accordance with the terms of the agreement during the financial year. However, in accordance with the resolution plan approved by the Hon'ble NCLT, Mumbai Bench, on 31st March 2023, the liability has been extinguished to the extent of the claim payable, and this adjustment is reflected under exceptional items (refer note 33).
- (d) Pursuant to the commencement of CIRP, the following claims from financial creditors have been admitted by the Resolution Professional ("RP") (Also refer note 35):

S. No	Name of Bank / Financial Institution	Amount admitted (31 March 2023)	Amount admitted (31 March 2022)
1	IDBI Bank Ltd.	-	85,015
2	Suraksha Asset Reconstruction Company Limited (SARC)	-	46,275
3	Orbit Investment Securities Plc	-	32,890
4	Axis Bank Limited	-	20,780
5	Varanium India Opportunity	-	18,756
6	Finquest Financial Solutions Pvt. Ltd.	-	17,474
7	Kotak Mahindra Bank Ltd	-	14,657
8	Punjab National Bank (E-OBC)	-	13,883
9	LIC of India	-	12,523
10	Phoenix ARC Pvt. Ltd.	-	9,168
11	HDFC Bank Ltd.	-	8,850
12	Exim Bank	-	8,128
13	DBS Bank Ltd	-	7,009
14	Deutsche Bank	-	6,356
15	Indusind Bank Ltd.	-	6,193
16	The Hongkong and Shanghai Banking Corporation Ltd.	-	4,849
17	Federal Bank	-	4,465
18	Citi Bank	-	203
		-	3,17,474

- (ii) Apart from the above, the following claims also have been lodged:

- (a) The company had issued a corporate guarantee of ₹ 13,380 Lakhs to Edelweiss Assets Reconstruction Company Limited (EARC) on account of loan taken by one of the step down subsidiary, Bilt Graphics Paper Products Limited (BGPPL). EARC has a charge over industrial land admeasuring 590.36 acres situated in Choudwar, Orissa. EARC has claimed this corporate guarantee with the resolution professional under CIRP, RP has admitted the claim of EARC at a nominal value of ₹ 1/- under the "Other creditors/secured creditors". However, EARC has filed an application with the Hon'ble NCLT Mumbai to pass necessary order allowing EARC to enforce its exclusive charged security interest in immovable asset outside the CIRP of Corporate Debtor. The same application has been disposed off by the Hon'ble NCLT. Further, EARC filed an appeal at NCLAT on 19th April 2023 against the NCLT order seeking directions to Respondents to reject the revised Resolution Plan submitted by Finquest, being ineligible u/s 29A & prohibit the sale of the Immovable Asset exclusively charged in favor of the Appellant. Further, allow the Appellant to enforce the said charged security interest on the Immovable Asset outside the CIRP., the Hon'ble NCLAT declined to pass any interim order as prayed for by EARC on 04.07.23. Further, EARC filed an appeal at Supreme Court of India, the matter is still pending at Supreme Court.



BALLARPUR INDUSTRIES LIMITED

CIN: L21010MH1945PLC010337

Notes accompanying the financial statements

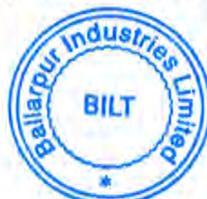
- (b) The company had issued a corporate guarantee dated 28 March 2016 of ₹ 15,000 Lakhs to Indusind Bank as a security for Term Loan Facility availed by one of the related parties i.e. Avantha Realty Limited. The said corporate guarantee was invoked during August 2020 and an amount of ₹ 11,152 Lakhs has been additionally claimed by Indusind Bank through the revised claim filed by the Indusind Bank, with the resolution professional under CIRP. Since, as on insolvency commencement date i.e. 17 January 2020, there was no default vis-a-vis corporate guarantee issued by the company as a security for term Loan Facility availed by Avantha Realty Limited, therefore, the RP has rejected the said additional claim of ₹ 11,152 Lakhs in accordance with the provisions of Insolvency and Bankruptcy Code 2016 and the rules framed thereunder. Further, Indusind bank has filed an application before the Hon'ble NCLT, Mumbai with respect to rejection of additional claim amount of ₹ 11,152 lakhs. Pending outcome of the application filed by Indusind Bank, the said claim was disclosed as a contingent liability as at 31 March 2020. Subsequently, the said application has been disposed off by the Hon'ble NCLT in favour of the Company.
- (c) Borrowings From Banks and Financial Institutions based on the claims as per the books of accounts as part of CIRP is as follows:

(i) As at 31 March 2021

S. No.	Name of Bank / Financial Institution	As at 31st March, 2023	As at 31st March, 2022
1	IDBI Bank Ltd.	21,949	87,704
2	Suraksha Asset Reconstruction Company Limited (SARC)	18,727	48,427
3	Orbit Investment Securities Plc	1,097	32,890
4	Axis Bank Limited	2,567	21,917
5	Varanium India Opportunity	626	18,756
6	Finquest Financial Solutions Pvt. Ltd.	1,656	18,975
7	Kotak Mahindra Bank Ltd	489	15,073
8	Punjab National Bank (E-OBC)	463	14,304
9	LIC of India	2,027	12,872
10	Phoenix ARC Pvt. Ltd.	1,263	9,443
11	HDFC Bank Ltd.	295	9,209
12	Exim Bank	1,119	8,336
13	DBS Bank Ltd	234	7,196
14	Deutsche Bank	212	6,476
15	Indusind Bank Ltd.	207	6,343
16	The Hongkong and Shanghai Banking Corporation Ltd.	162	4,981
17	Federal Bank	149	4,587
18	Citi Bank	7	203
		53,248	3,27,690

Notes:

- (i) Redeemable non-convertible debenture carry interest at 11.75%, long term loans from banks and financial institutions carry interest ranging from 11% to 16.85% and the working capital facilities carry interest ranging from 3.48% to 16%.
- (ii) The borrowings from Banks and Financial Institutions as per books of accounts as on 31st March, 2022 stood at ₹ 3,27,690 lacs. As mentioned above, as per the Resolution Professional (RP), the admitted claims as on 3rd December, 2020 stood at ₹ 3,17,474 lacs.
- (d) Balance Confirmation Pending from Banks and Financial Institutions
The confirmations and reconciliation of all secured and unsecured loans / borrowings and interest accrued thereon are pending. The management is in the process of obtaining confirmations and reconciliation of balances and ascertaining the impact of which is not ascertainable at present (Also refer note 49). Bank Balances and borrowings as at 31.03.22 aggregating to ₹ 3,27,690 lakhs are subject to confirmation & consequent reconciliation, if any.
- (e) Default in repayment of borrowings and payment of interest
The company has defaulted in repayments of borrowings and payment of interest to the lenders. During the Financial year 2019-20 the Company has been admitted into corporate insolvency resolution process ('CIRP') by Hon'ble national company law tribunal, Mumbai bench ('NCLT') pursuant to an application made by a financial creditor. Based on the financial creditors' claims admitted by the resolution professional ('RP'), aggregate additional liability of ₹ 27,945 Lakhs (₹ 27,742 Lakhs during FY 2019-20 and ₹ 203 Lakhs during FY 2020-21 with corresponding charge to finance cost) representing the difference between the financial creditors claims admitted by the RP and the carrying amount of borrowings (including interest accrued) (refer note 31). The Company is in the process of reconciling the differences and hence, details of default in repayment of borrowings and interest payment as at 31 March 2021 and as at 31 March, 2022 are not ascertainable.



BALLARPUR INDUSTRIES LIMITED
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Notes accompanying the financial statements

18 Other financial liabilities - Non current

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Security deposits	-	35
Due to related parties [Refer note 38]	-	96,596
	-	96,631

19 Non-current provisions

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Provisions for employee benefits		
Provision for gratuity [Refer note (a) below]	-	1,723
Provision for compensated absences [Refer note (a) below]	-	621
	-	2,344

- (a) Actuarial valuation has not been carried out for gratuity and compensated absences obligation as at 31 March 2023. Provision for gratuity & compensated absences has not been created as at 31.03.23 as the actuarial valuation report is not available. (Also refer note 37)

20 Trade payables

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
(a) Total outstanding dues of micro and small enterprises [refer note (a) below]	-	-
(b) Total outstanding dues of creditors other than micro and small enterprises		
Acceptances	-	-
Others	8,802	20,917
Related Parties (refer note 38)	-	9
	8,802	20,926
Total	8,802	20,926

- (a) The company is not able to quantify the amount payable to trade payables registered under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) since the vendor wise accounting has not been done and the vendors under MSME have not been identified. Therefore, the disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for FY 2021-22 & FY 2022-23 has not been made.

- (b) Due to the ongoing Corporate Insolvency Resolution Process (CIRP) the old management of the entity was suspended and the power vested with RP as per the Insolvency and Bankruptcy Code, 2016 the aging analysis of Trade Payables was not performed. Additionally, following the migration from Oracle Software to Tally Software, the detailed books of accounts could not be retrieved, preventing vendor-wise accounting being conducted.



21 Other financial liabilities - Current

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Current maturities of long term borrowings (Refer note 17)	-	-
Bank book overdrawn	-	3
Interest accrued and due on borrowings	-	95,548
Security deposits	-	751
Unpaid dividends	-	28
Payables for capital goods	-	-
Payable to employees	949	9,062
Liability For Compulsory / Optional Buyback	-	235
Interest accrued on security deposits	-	-
Liability incurred on behalf of related party (Refer note (a) below)	-	71,997
Due to related parties (refer note 38)	-	2,126
	949	1,79,750

(a) During the year 2018-19, corporate guarantee issued by the company with respect to Ballarpur International Holdings B.V. (BIH), was invoked by the lenders of BIH. Accordingly the Company recognised a liability of ₹ 47,153 Lakhs. Further, the amount is recoverable from BIH and accordingly a receivable of ₹ 47,153 Lakhs was recognized and netted off with the liability to lenders.

During the year 2019-20, further corporate guarantee ("CG") and stand-by letter of credit ("SBLC") issued by the company with respect to BIH, had been invoked by the lenders of BIH. Accordingly the Company had recognised additional liability of ₹ 24,844 Lakhs and recognized additional receivable of ₹ 24,844 Lakhs from BIH. Further, as part of the corporate insolvency resolution process, claims have been submitted by these lenders aggregating to ₹ 71,997 lakhs which has been accepted by the resolution professional. In view of these developments, the management has grossed up the liabilities accrued towards CG, SBLC and the corresponding receivables from BIH (₹ 71,997 Lakhs) is reclassified and included in 'Loans to Related parties' under note 12.

(b) Further, as part of the corporate insolvency resolution process, claims have been submitted by these lenders aggregating to ₹ 71,997 Lakhs out of which ₹ 68,381 lakhs has been accepted by the resolution professional. Also refer note 17(c).

22 Other current liabilities

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Advance received from customers		
License fees & other advances from related party	-	1,370
Advance from other parties	-	261
Statutory payables	33	9,170
Advance received towards sale of land		
From Others	-	549
	33	11,350



23 Current provisions

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Provisions for employee benefits		
Provision for gratuity [Refer note (a) below]	-	1,961
Provision for compensated absences [Refer note (a) below]	-	273
Other provisions [Refer note (b) below]	-	169
	-	2,402

(a) Actuarial valuation has not been carried out for gratuity and compensated absences obligation as at 31 March, 2022 and 31st March, 2023 towards any of the unit. Provision for gratuity & compensated absences has not been created as at 31st March, 2023 as the actuarial valuation report is not available. (Also refer note 37)

(b) Disclosures pursuant to Ind AS 37 'Provisions, contingent liabilities and contingent assets'

(i) Movement in provisions

₹ in Lakhs

Particulars	Provision for disputed sales tax / VAT liability	Total
As at 1 April 2021	164	164
Additional provision during the year	5	5
Provision used / reversed during the year	-	-
As at 31 March 2022	169	169
Additional provision during the year	-	-
Provision used / reversed during the year	169	169
As at 31 March 2023	-	-

(ii) Disclosures in respect of contingent liabilities is given in note 35.

24 Current tax liabilities (Net)

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
Provision for current taxes	-	11,958
Less: Tax paid (including TDS)	-	(5,943)
	-	6,015



25 Revenue from operations

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Revenue from sale of products		
Paper	-	3
Others	-	-
Revenue from service rendered	-	-
	<u>-</u>	<u>3</u>
Other operating revenue		
Scrap sale	0	35
Export incentives	-	-
	<u>0</u>	<u>35</u>
	<u>0</u>	<u>38</u>

Disclosure pursuant to Ind AS 115 'Revenue from contracts with customers'

(a) Reconciliation of revenue from contract with customers

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Revenue from contract with customers as per contract price (net of discounts/rebates/incentives)*	-	3
Other operative revenue	0	35
Revenue from operations	<u>0</u>	<u>38</u>

* Details of discounts/rebates/incentives are not disclosed since these are considered as sensitive information pertaining to the operations of the Company.

(b) Contract balances

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Trade receivables (Note 9)	583	583
Contract assets	-	-
Contract liabilities (Advance received from customers) (Note 22)	-	1,631

(c) Movement in contract liability (Advance received from customers)

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Contract liability as at the beginning of the year	1,631	1,682
Advance received during the year	-	(50)
Invoices raised on satisfaction of performance obligation	-	-
Amount write back during the year	1,631	-
Contract liability as at the end of the year	<u>-</u>	<u>1,631</u>



26 Other income

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Interest Income	2	2
Other non operating income	24	6
	<u>26</u>	<u>8</u>

27 Changes in inventories of finished goods, work- in- progress and stock- in- trade

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Stocks at the beginning of the year		
Finished goods (including stock in trade)	3	3
Work in progress	3	3
	<u>6</u>	<u>6</u>
Stocks at the end of the year		
Finished goods (including stock in trade)	3	3
Work in progress	3	3
	<u>6</u>	<u>6</u>
Changes in inventories of finished goods, work- in- progress and stock- in- trade	<u>-</u>	<u>-</u>



28 Employee benefits expense

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Salaries and wages	124	500
Contribution to provident and other funds [Refer note 37]	9	88
Staff welfare expenses	3	42
	136	630

29 Finance costs

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Interest expenses [Refer note (a) below]	47,882	47,761
Other borrowing costs	0	0
	47,882	47,761

(a) Interest has been charged on all the financial creditors' claims accepted by the RP at the rate of 15% p.a.

30 Other expenses

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Power and fuel	489	449
Repair and Maintenance		
Buildings	6	6
Plant and machinery	45	128
Others	-	1
Other manufacturing expenses	-	4
Rent	17	15
Rates and taxes	193	358
Insurance	103	85
Legal and professional charges [Refer note (a) below]	61	61
Office & other expenses	265	376
Inventory written off [includes write down of inventory]	1	1
Balances written off (net)	-	51
	1,180	1,534



30 Other expenses (contd.)

- (a) Legal and professional charges includes statutory auditor's remuneration as follows:

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Statutory audit fee	19	19
Tax audit fee	1	1
	20	20

31 Corporate Insolvency Resolution Process ("CIRP") initiated against the Company

- (a) The National Company Law Tribunal ("NCLT"), Mumbai bench, vide Order dated 17 January, 2020 ("Insolvency Commencement Order") had initiated Corporate Insolvency Resolution Process ("CIRP") against the Company based on petition filed by M/s. Finquest Financial Solutions Private Limited under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("the Code"). Mr. Divyesh Desai (IBBI/PA-001/IP-P00169/2017-2018/10338) was appointed as an Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of the Code. Subsequently, Hon'ble NCLT vide its Order dated 27 May, 2020 had appointed Mr. Anuj Jain (IBBI/PA-001/IP-P00142/2017-2018/10306) as Resolution Professional ("RP") of the Company. Pursuant to the Insolvency Commencement Order and in line with the provisions of the Code, the powers of the Board of Directors were suspended and the same were exercised by IRP/RP from the respective appointment dates. The reconstituted Board of Directors of the Company is submitting this Report in compliance with the provisions of the Companies Act, 2013, the rules and regulations framed thereunder ("Act"). The Reconstituted Board is not to be considered responsible to discharge fiduciary duties with respect to the oversight on financial and operational health of the Company and performance of the management for the period prior to its reconstitution date i.e. 23rd November 2023.
- (b) A resolution plan submitted by Finquest Financial Solutions Private Limited was approved by the Committee of Creditors of the Company and subsequently, the resolution plan was approved by the Hon'ble NCLT, Mumbai vide an order dated 31 March 2023 (uploaded on 13 April 2023) and Finquest Financial Solutions Private Limited was declared as the successful resolution applicant. Consequently, the moratorium ceased to have further effect. As per the terms of Section 31 of the Code, the Approved Resolution Plan shall be binding on the corporate debtor and its employees, members, creditors, guarantors and other stakeholders involved in the Resolution Plan.
- (c) Pursuant to clause 7.1(b) of the Approved Resolution Plan, during the period between the NCLT Approval Date (as defined in the Approved Resolution Plan) and the later of (a) Closing Date (as defined in the Approved Resolution Plan), and (b) issuance of the NCDs and CRPSs ("Interim Period"), a monitoring committee shall be constituted ("Monitoring Committee") which shall comprise of the erstwhile Resolution Professional, one representative from the secured Financial Creditors and one representative from the Resolution Applicant. Without prejudice to the fact that the infusion of the Total Financial Outlay into the Corporate Debtor is made by the Resolution Applicant and/or the Affiliate, the Resolution Applicant along with the Monitoring Committee shall ensure proper implementation of this Resolution Plan.

32 Going concern

The Company's networth is negative as on the reporting date and it continues to incur heavy losses. There is persistent severe strain on the working capital and this has resulted in considerable decline in the level of operations of the company. As stated in note 31, pursuant to the commencement of CIRP, the Board of Directors of the company stood suspended and the management of the company vested with the RP. The RP was expected to make every endeavour to protect and preserve the value of the property of the Company and manage the operations of the company as going concern. Even though the Resolution Plan has been Approved by the Hon'ble National Company Law Tribunal, Mumbai on the 31.03.2023 but still there exist Material Uncertainty on Going concern of the company. The New Management has plans to make the company operational & generate revenue in the near future as per the resolution plan & hence the financial statements have been prepared with the assumption of going concern.



33 Exceptional items

As part of the resolution process approved under the provisions of the Insolvency and Bankruptcy Code (IBC), the company has been subject to a resolution plan sanctioned by the National Company Law Tribunal (NCLT). In accordance with the terms of the approved resolution plan, certain liabilities, including dues to operational creditors, government dues and other current and non-current liabilities have been extinguished to the extent that they are not payable by the company for which gain is booked.

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
a) Impairment loss on assets (refer note (a) below)		(44,749)
b) Impairment loss on investments (refer note (b) below)		(92,960)
c) Extinguishment of operational creditors (including the Central Government, State Government or local authority) as per the resolution plan	11,832	
d) Extinguishment of financial creditors	3,28,090	
e) Liability of Financial Creditor booked as per NCLT plan	(53,248)	
f) Liability of Operational Creditor booked as per NCLT plan	(1,19,760)	
g) Employee Liability booked as per NCLT plan	(8,802)	
h) Statutory Liability booked as per NCLT plan	(949)	
i) Extinguishment of other current and non-current liabilities	4,73,063	
j) Extinguishment of loans to Related Party	(1,31,989)	
	4,98,237	(1,37,710)

- a) During the year ended 31st March 2022 Buildings, Property, plant and equipment were tested for impairment where indicators of impairment existed. The Company has recognised an impairment loss in the statement of profit and loss of ₹ 44,749 lakhs during FY 2021-22:

Sr. No.	Particulars	₹ in lakhs
1)	Building	8,930
2)	Plant & Machinery	35,819
	Total	44,749

- b) During the year ended 31st March 2022, the Company considered indicators of impairment for investments in subsidiaries and other business operations held either directly or indirectly, such as declines in operational performance or changes in the outlook of future profitability or weaker market conditions, among other potential indicators. The Company has recognised provision for impairment loss in the statement of profit and loss of ₹ 92,960 lakhs during FY 2021-22:

Subsidiaries:

Sr. No.	Particulars	₹ in lakhs
1)	Avantha Agritech Limited	40
2)	Ballarpur International Holdings B.V.	76,048
3)	Ballarpur Speciality Paper Holdings B.V.	12
	Total:	76,100

Other Business Operations:

Sr. No.	Particulars	₹ in lakhs
1)	Blue Horizon Investments Limited	3
2)	ZCCN issued by BIH B.V.	16,857
	Total:	16,860

34 Corporate social responsibility expenses

There are no profits during the current or previous 2 years and hence, CSR expenses during the year is NIL.



35 Contingent liabilities and commitments

₹ in Lakhs

Particulars	As at 31 March 2023	As at 31 March 2022
(to the extent not provided for)		
(a) Contingent liabilities		
Claims against the Company not acknowledged as debts	-	23,564
Corporate guarantees issued by the Company on behalf of subsidiaries [Refer note (i) below, note 17(d)(ii)(a) and note 17(d)(ii)(b)]	-	24,532
Bank Guarantees issued by the Company on behalf of subsidiaries	-	200
	-	48,296
(b) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)		
(i) Property, plant and equipment	-	122
	-	122

- (i) It is not possible to predict the outcome of the pending litigations with accuracy, the company believes, based on legal opinion received, that it has meritorious defences to the claims. The management believes the pending action will not require outflow of resources embodying economic benefits & will not have a material adverse effect upon the results of the operations, cash flows or financial conditions of the company.

36 Put option

The Company had written options in favour of investors of Bilt Paper B.V, an associate of the Company, which requires the Company to comply with the certain conditions within a stipulated time. Since the conditions were not met, the Company is required to acquire the shares from the investors of Bilt Paper B.V. at a premium of 20% internal rate of return (IRR) on the value of the Options as per the terms of the Option upon exercise of these options.

The exercise period has commenced and the option holders have not exercised the option as at 31 March 2022. As per the Resolution Plan approved by the Hon'ble National Company Law Tribunal Bench, Mumbai on 31.03.23 there is no provision for satisfaction of such claim.



37 Disclosure pursuant to Ind AS 19 "Employee Benefits"

(a) Defined contribution plan

Contribution to defined contribution plan is recognized and charged off for the year, are as under :

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Employer's contribution to provident fund	3	36
Employer's contribution to superannuation fund	4	15
Employer's contribution to ESIC	0	3
Employer's contribution to pension scheme	2	20
	9	74

(b) Defined benefit plan

Nature of the benefit

Gratuity: In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit plan, covering eligible employees. This plan provides for a lump sum payment to vested employees on retirement, death, incapacity or termination of employment of amounts that are based on salary and tenure of employment. Liability with regard to this plan are determined by actuarial valuation.

The actuarial valuation of gratuity obligation has not been done for any of the units of the company as at 31 March 2023 and the provision has been recognized based on management's internal estimation as at 31 March 2023. The reversal of provision created based on management's internal estimation as at 31 March 2023 is ₹ 3684 Lakhs (as at 31 March 2022 ₹ 607 Lakhs).

Further, disclosure pursuant to Ind AS 19 "Employee Benefits" is not provided since actuarial valuation is not done as stated above.

(c) Other long term employee benefits (Compensated absences)

The actuarial valuation of compensated absences obligation has not been done for any of the units of the company as at 31 March 2023 and the provision has been recognized based on management's interest estimation as at 31 March 2023. The reversal of provision based on management's internal estimation as at 31st March 2023 is ₹ 894 Lakhs (as at 31st March, 2022 is ₹ 42 Lakhs).



BALLARPUR INDUSTRIES LIMITED

Notes accompanying the financial statements

38 Disclosure of related parties / related party transactions pursuant to Ind AS 24 'Related Party Disclosures'

(a) Enterprises over which control exists

- (i) Subsidiary
 - Avantha Agritech Limited
 - Ballarpur International Holdings B.V
 - Ballarpur Speciality Paper Holdings B.V.
- (ii) Step down subsidiaries
 - Bilt Paper B.V. (Subsidiary of Ballarpur International Holdings B.V)
 - Bilt General Trading FZE (Subsidiary of Ballarpur Speciality Paper Holdings B.V.)
 - Mirabelle Trading Pte Ltd (Subsidiary of Ballarpur International Holdings B.V)
- (iii) Associate Companies
 - Ballarpur Paper Holdings B.V.
 - Bilt Graphic Paper Products Limited (Subsidiary of Ballarpur Paper Holdings B.V.)
 - Sabah Forest Industries Sdn. Bhd. (Subsidiary of Ballarpur Paper Holdings B.V.)

(b) Key Management Personnel (KMP)

- (i) Mr. R. R. Vederah (upto 12 June 2023)
- (ii) Dr. Padmakumar Nair (w.e.f. 15 October 2019 upto 12 June 2023)
- (iii) Ms. Yashashree Gurjar (w.e.f. 15 October 2019 upto 12 June 2023)
- (iv) Mr. Neehar Aggarwal (CEO) (upto 30 June 2023)
- (v) Mrs. Bina Dinesh Trivedi - Non Executive Independent Director (W.e.f 08 September 2023 upto 13 June 2024)
- (vi) Mr. Shaukat Hasanali Merchant - Non Executive Independent Director (W.e.f 08 September 23 upto 13 June 2024)
- (vii) Mr. Yeddala Kesava Reddy (DIN: 10586100) as an Additional Director and Whole-time Director, designated as 'Executive Director (W.e.f. 10 June 2024)
- (viii) Mr. Ruchit Bharat Patel - Non Executive Non Independent Director (W.e.f 08 September 2023 upto 10 June 2024)
- (ix) Mr. D.G. Rajan - Non Executive Independent Director (W.e.f 12 June 2023 upto 13 June 2024)
- (x) Mr. Parashiva Murthy B S - Non Executive Non Independent Director (W.e.f 12 June 2023)
- (xi) Mr. Hardik B. Patel - Whole Time Director & CFO (W.e.f 12 June 2023)
- (xii) Mr. Punit A. Bajaj - Company Secretary (W.e.f 01 July 2023)
- (xiii) Mr. Anuj Jain - Resolution Professional
- (xiv) Mr. Kulandaipaian Thangaraju - Non Executive Independent Director (W.e.f. 31 July 2024)
- (xv) Mr. Panchapakesan Swaminathan - Non Executive Independent Director (W.e.f. 31 July 2024)
- (xvi) Mr. Runel Saxena - Non Executive Women Independent Director (W.e.f. 23 September 2024)

(c) Related parties with whom the company had transactions during the current year and / or previous year

- (i) Subsidiaries (including step down subsidiaries) & Associate companies
 - 1) Avantha Agritech Limited - Subsidiary
 - 2) Ballarpur International Holdings B.V - Subsidiary
 - 3) Ballarpur Speciality Paper Holdings B.V. - Subsidiary
 - 4) Bilt Paper B.V. - Step-down subsidiary
 - 5) Ballarpur Paper Holdings B.V. - Associate Company
 - 6) Bilt Graphic Paper Products Limited - Subsidiary of Associate Company
 - 7) Sabah Forest Industries Sdn. Bhd. - Subsidiary of Associate Company
 - 8) Bilt General Trading FZE - Step-down subsidiary
- (ii) Other related parties
 - 1) Bilttech Building Elements Limited
 - 2) Avantha Holdings Limited
 - 3) Avantha Realty Limited
 - 4) Varun Prakashan Private Limited
 - 5) BILT Industrial Packaging Company Limited
 - 6) Karam Chand Thapar & Bros. Ltd-PF Trust
 - 7) Arizona Printers & Packers Private Limited
 - 8) Avantha Power and Infrastructure Limited
 - 9) Global Green Company Limited
 - 10) UHL Power Company Limited
 - 11) Newquest Insurance Broking Services Limited
 - 12) Ballarpur International Packaging Holdings
 - 13) Ballarpur International Graphic Paper Holdings BV



38 Disclosure of related parties / related party transactions pursuant to Ind AS 24 'Related Party Disclosures' (Contd.)

(d) Details of related party transactions

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
(i) 1) Rental expenses		
Associate (including subsidiary of associate)		
Bilt Graphic Paper Products Limited	8	14
	8	14
	8	14

(e) Balances due to related parties

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
(i) Subsidiary of Associate		
1) Bilt Graphic Paper Products Limited	-	96,599
	-	96,599
(ii) Other related parties		
1) Avantha Power and Infrastructure Limited	-	10
2) Avantha Holdings Limited	-	3,487
	-	3,497
	-	1,00,096

(f) Balances due from related parties

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
(i) Subsidiaries		
1) Ballarpur International Holdings B.V. [Refer note 21(a)]	-	1,08,449
2) Avantha Agritech Limited	-	11
	-	1,08,460
(ii) Associate (including subsidiary of associate)		
1) Sabah Forest Industries Sdn. Bhd.	-	146
2) Ballarpur Paper Holding B.V.	-	1,116
	-	1,262
(iii) Other related parties		
1) Avantha Realty Limited	-	61,534
2) Ballarpur International Packaging Holdings	-	1
3) Ballarpur International Graphic Paper Holdings BV	-	13
4) BILT Industrial Packaging Company Limited	-	858
5) Global Green Company Limited	-	372
6) Arizona Printers & Packers Private Limited	-	1
7) UHL Power Company Limited	-	473
8) Biltech Building Elements Limited	-	1,212
	-	64,464
	-	1,74,187

Note:

Complete information regarding balances due to or due from related parties is not available with company. Above disclosure has been made to the best of information available with the New Management. Also, the details regarding transactions with related parties is not available with the new management.



BALLARPUR INDUSTRIES LIMITED

CIN: L21010MH1945PLC010337

Notes accompanying the financial statements**38 Disclosure of related parties / related party transactions pursuant to Ind AS 24 'Related Party Disclosures' (Contd.)****(e) Terms and conditions of transactions with related parties**

- (i) All the transactions with related parties entered during the year were in the ordinary course of business.
- (ii) All the balances due to and due from related parties are unsecured. All the balances due to and due from related parties are interest free other than interest bearing loans.
- (iii) For the previous year ended 31 March 2022, the Company has not recognized any provision for Expected credit loss of receivables relating to amounts due from related parties. This assessment was undertaken each financial year examining the financial position of the related party and the market in which the related party operates. The total provision for expected credit loss against receivables from related parties as at 31 March 2022 is ₹ 42,211 lakhs. The said assessment has not been carried out in current financial year as the receivables from related parties were written off.
- (iv) During the year 2020-21, company had entered into a rent agreement with related party i.e. BGPPL, pursuant the approval taken by the Resolution Professional from the Committee of Creditors. The said Rent Agreement is not available with the new management and hence the accounting and disclosures as required by IND AS 116 on Leases has not been done.

39 Basic and diluted earnings per share (EPS) computed in accordance with Ind AS 33 'Earnings Per Share'

Particulars	2022 - 23	2021 - 22
Profit/ (Loss) as per statement of profit or loss (₹ in Lakhs)	4,45,309	(1,92,846)
Weighted average number of shares outstanding (Nos)	1,29,34,55,756	1,29,34,55,756
Basic and diluted earnings per share (₹)	34.43	(14.91)
Face value per equity share (₹)	2	2

40 Disclosure pursuant to Ind AS 108 'Operating Segments'

In accordance with Ind AS 108, Operating Segments, the Company operates in a single business segment, i.e., manufacturing of Paper Products. As the Company's primary business activity is within one segment, the information required under Ind AS 108 regarding operating segments is not applicable. Accordingly, no further segment information has been disclosed.

41 Income taxes

- (a) The Company does not have taxable income under the provisions of Income Tax Act 1961 during the current and previous financial year and hence no provision for current tax is recognized. Accordingly calculation of effective tax rate and reconciliation of income tax expense to the accounting profit are not applicable.



42 Disclosure Pursuant to Ind AS 116 'Leases'

(a) Where the Company is a lessor

(i) Operating leases:

The Company has given certain property (Building and Machinery) under cancellable operating leases to parties. These lease agreements are normally renewed on expiry. There are no exceptional / restrictive covenants in these lease agreements.

Lease income recognised in the statement of profit and loss for the year is Rs. 18.02 Lakhs (Previous year Rs. 5.02 Lakhs)

43 Assets held for sale

Particulars	₹ in Lakhs	
	As at 31 March 2023	As at 31 March 2022
Non Current Assets		
Leasehold Land	5	-
Freehold Land	57,074	-
Buildings	422	-
Plant and Equipement	1,448	-
Furniture and Fixtures	0	-
Vehicles	0	-
Office Equipments	0	-
Computers	0	-
Total	58,950	-

- (a) The company has classified certain assets as held for sale pursuant to resolution plan approved by Hon'ble NCLT, Mumbai Bench. The total assets classified as held for sale amount to Rs. 58,950 Lakhs.
- (b) As per the estimation of new management of the company these assets will be sold within 1 year of its classification as Assets Held for Sale.



44 Financial Instruments

Since the Company was under CIRP as at 31 March, 2023 disclosures pursuant to Ind AS 107 'Financial Instruments: Disclosures' have not been disclosed in the standalone financial statements.

a) Capital Management

The Company's objective when managing capital is to:

- Safeguard its ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and

- Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may sell assets to reduce debt or issue new shares or adjust the return to shareholders or return capital to shareholders. Consistent with others in the industry, the company monitors the capital basis the gearing ratio, which is net debt divided by total capital plus net debt.

The gearing ratio is as follows:

Particulars	₹ In Lakhs	
	As at 31st March 2023	As at 31 March 2022
Loans and borrowings	53,248	3,27,690
Less: Cash and cash equivalents	45	48
Net Debt	53,203	3,27,642
Equity	72,785	(3,72,525)
Gearing Ratio	0.73	(0.88)

b) Financial Risk Management

The Company's activities exposes it to a variety of financial risks/ market risks (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects in the Company's financial performance. The risk management is carried out under the policies approved by the Board of Directors which provides principle for overall risk management. The note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, other financial assets	Ageing analysis Credit ratings	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk-foreign exchange	Recognized financial assets and liabilities denominated in Indian Rupees	Cash Flow forecasting Sensitivity analysis	Forward Contracts
Market risk-security prices	Investment in quoted and unquoted securities	Sensitivity analysis	Monitoring of invested entities and Portfolio diversification

(1) Credit Risk

The credit risk arises from cash and cash equivalents, investments and deposits with banks and financial institutions, trade receivables, and other financial assets, as well as credit exposure to customers including outstanding receivables.

Banks and other financial institutions;

The Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks/ institutions with which balances are maintained. The Company does not maintain significant cash and deposit balances other than those required for its day to day operations.

Other financial assets (including trade receivables);

The Company extends credit to customers in the normal course of business after evaluation of customers financial condition and credit history. The Company monitors the payment track record of the customers and assesses the financial reliability of the customer taking into consideration the current economic trends ageing of accounts receivable and history of default. The Company has also accepted security deposits from certain customers, which further mitigate the credit risk in these cases. The Company does not hold any collateral on the balance outstanding. The ageing of trade receivables is not available with the company.

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

A default on a financial asset is when the counterparty fails to make contractual payments when they fall due or when the extended credit period expires. This definition of default is determined by considering the business environment in which the entity operates and other macro-economic factors.

The Company provides for expected credit loss when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Company. Where loans or receivables have been impaired, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss

(1) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash flows through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying business the management maintains flexibility in raising funds as and when required.

Considering the current liquidity position, the Company had taken steps to reduce the financial burden by restructuring its financial liabilities and is in the process of further negotiating with the lenders to reach sustainable debt levels and is also exploring options such as sale of non core assets to ease the financial burden. The operational efficiencies of the manufacturing unit have improved during current year and the Company has made progress for revival of closed unit. In view of the improved market conditions and ongoing negotiations, the Company is confident of a positive outcome and expects to ease the liquidity position of the Company relying on capital infusion, operating cash flows and borrowings at sustainable rates.

The Company monitors rolling forecasts of the liquidity position to ensure its has sufficient cash to meet operational needs and service its borrowings.



Since the company is into CIRP and due to non-availability of required data the company is unable to provide maturity profile of its liabilities.

(3) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument may fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments.

(i) Foreign Exchange Risk

The Company transacts business primarily in Indian Rupee, USD, Euro, GBP and AED and other foreign currency. The company has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopts a policy of selective hedging based on risk perception of the management. Foreign exchange hedging contracts are carried at fair value.

The company does not have required data regarding its foreign exchange exposure and hence, disclosure of foreign currency exposure is not possible.

(ii) Interest rate risk and sensitivity

Interest rate risk is the risk that the fair value of future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk arises primarily because of the bank borrowings comprising term loans, loans against import and revolving credits which are at the aggregate of Base rate/ MCLR and the applicable margin. The interest rates for the said bank borrowings are disclosed in Note 17.

Due to unavailability of required information with the company, the company is unable to provide disclosures regarding interest rate risk and Sensitivity Analysis.

(iii) Commodity price risk and sensitivity

The Company has in place policies to manage the Company's exposure to fluctuation in the prices of the key materials and commodities used in the operations. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continually upgrading its expertise and range of products to meet the needs of its customers, The company enters into fixed price contracts to establish determinable prices for raw materials and consumables used. The management does not consider the Company's exposure to market risk significant as on 31 March 2023. Therefore, sensitivity analysis for market risk is not disclosed.

(iv) Price Risk

The Company does not have significant equity investments that are publicly traded and investments in unlisted securities are of strategic importance.

45 Fair value measurement

(a) Financial assets by category

Particulars	Note No.	As at 31 March 2023			As at 31 March 2022		
		FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
		₹ In Lakhs					
(i) Investments	4	-	-	-	-	-	
(ii) Trade receivables	9	-	-	583	-	583	
(iii) Cash and cash equivalents	10	-	-	45	-	48	
(iv) Other bank balances	5 & 11	-	-	537	-	537	
(v) Loans (including security deposit)	5, 12 & 13	-	-	368	-	1,32,351	
(vi) Other financial assets	13	-	-	25	-	21	
		-	-	1,557	-	1,33,541	

(b) Financial liabilities by category

Particulars	Note No.	As at 31 March 2023			As at 31 March 2022		
		FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
		₹ In Lakhs					
(i) Long term borrowings (including current maturities)	17 & 21	-	-	-	-	-	
(ii) Short term borrowings	17	-	-	53,248	-	3,27,690	
(iii) Interest accrued on borrowings	21	-	-	-	-	95,548	
(iv) Trade payables	20	-	-	8,802	-	20,926	
(v) Other financial liabilities	21	-	-	949	-	1,80,833	
		-	-	62,999	-	6,24,997	



45 Fair value measurement (Contd.)

(c) Fair value of Hierarchy

₹ in Lakhs

Particulars	Note No.	Carrying Amount	Fair value hierarchy			Total
			Level 1	Level 2	Level 3	

Assets and liabilities which are measured at amortised cost for which fair values are disclosed

Financial assets

As at 31 March 2023

(i) Trade receivables	9	583	-	-	583	583
(ii) Cash and cash equivalents	10	45	-	-	45	45
(iii) Other bank balances	5 & 11	537	-	-	537	537
(iv) Loans (including security deposit)	5, 12 & 13	368	-	-	368	368
(v) Other financial assets	13	25	-	-	25	25

Financial liabilities

As at 31 March 2023

(i) Long term borrowings (including current maturities)	17 & 21	-	-	-	-	-
(ii) Short term borrowings	17	53,248	-	-	53,248	53,248
(iii) Interest accrued on borrowings	21	-	-	-	-	-
(iv) Trade payables	20	8,802	-	-	8,802	8,802
(v) Other financial liabilities	21	949	-	-	949	949

Financial assets

As at 31 March 2022

(i) Trade receivables	9	583	-	-	583	583
(ii) Cash and cash equivalents	10	48	-	-	48	48
(iii) Other bank balances	5 & 11	537	-	-	537	537
(iv) Loans (including security deposit)	5, 12 & 13	1,32,351	-	-	1,32,351	1,32,351
(v) Other financial assets	13	21	-	-	21	21

Financial liabilities

As at 31 March 2022

(i) Long term borrowings (including current maturities)	17 & 21	-	-	-	-	-
(ii) Short term borrowings	17	3,27,690	-	-	3,27,690	3,27,690
(iii) Interest accrued on borrowings	21	95,548	-	-	95,548	95,548
(iv) Trade payables	20	20,926	-	-	20,926	20,926
(v) Other financial liabilities	21	1,80,833	-	-	1,80,833	1,80,833

Level 1 hierarchy includes financial instruments measured using quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in Level 3.



45 Fair value measurement (Contd.)

(c) Fair value of Hierarchy (Contd.)

Other assumptions used in the estimation of fair values

The fair value of trade receivables, cash and cash equivalents, other bank balances and other current financial assets approximate their carrying amount due to the short-term nature of these instruments.

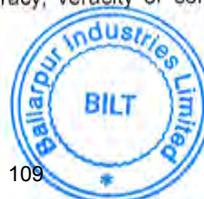
The fair value of trade payables and other current financial liabilities approximate their carrying amount due to the short-term nature of these instruments.

The fair value of borrowings with floating rate of interest are considered to be close to their carrying amount.

- 46 During FY 2019-20 company has entered into job work agreement with M/s BSFC Distributor Private Limited to manufacture paper and other paper products at Unit Shree Gopal on job work basis. However, upon initiation of CIRP and nationwide lockdown, the job work arrangement was discontinued with effect from 24 March 2020. There is stock lying in the unit belonging to the said party which is being evaluated. The Company is under the process of identifying such stock & determining its value for final settlement with the said party.
- 47 The pandemic caused by COVID-19 disease impacted adversely the economy. It also impacted every component of the business of the Company including sales, liquidity, supply chain management and production due to nation wide lockdown from 24 March 2020. The Company has considered impact of present and future economic conditions which may result from COVID-19 Pandemic while assessing carrying amount of Receivables, Inventory, Property Plant & Equipment and Provisions based on information available till the date of approval of these financial statements.
- 48 The Company has migrated its accounting system from earlier Oracle System to Tally accounting system during the financial year 2020-21. During the CIRP period, the oracle licenses expired & not renewed by the RP. Hence, the New Management implemented Tally accounting system & migrated all the data from oracle to tally. As the Oracle licenses were not renewed on time as well as migration audit was not performed, the completeness & accuracy of data migration from Oracle to Tally could not be confirmed. During the Migration, Company has not been able to identify and transfer the individual balances of its debtors, Creditors, Loans, Related Parties from Oracle System to Tally system.
- 49 The confirmations and reconciliation of certain secured and unsecured loans, balances with banks, trade receivables, due to/ from related parties, trade and other payables and loans and advances are pending. The management is in the process of obtaining confirmations and reconciliation of balances and ascertaining the impact of which is not ascertainable at present. Further, Accounting in books of account has not been done vendor wise and customer wise.
- 50 Due to resignation and / or non-availability of process owners and other employees of the Company, it was not feasible or practical to provide requisite information for assessment of internal financial control over financial reporting for the financial year 2022-23.
- 51 Ballapur Industries Limited ("BILT/Company") has been acquired by Finquest Financial Solutions Private Limited pursuant to a resolution plan approved by the Hon'ble NCLT vide order dated 31st March 2023. The Closing Date in terms of the Resolution Plan occurred on 12th June 2023 and a new Board of Directors have been appointed vide resolution dated 12th June 2023. The directors of the company are required to approve the accounts of the company for the financial years ended 31st March 2023. The said accounts pertain to the period prior to the appointment of the current directors of the company and the current directors had no role to play during the period covered by the said accounts. However, the financial accounts of the Company for the said period are required to be signed and filed in order to fulfil various compliances and hence the directors are signing the said financial statements.

With respect to the financial statements for the company for FY 31st March 2023, the same is being signed by Mr. Hardik B Patel (Whole Time Director & Chairman), Mr. BSP Murthy (Non-Executive Director) and Mr. Punit A. Bajaj, Company Secretary of the company (collectively Signatories), solely for the purpose of ensuring compliance by the Company with applicable laws, and subject to the following disclaimers:

- The Signatories are signing the financial statements in good faith and accordingly, no suit, prosecution or other legal proceeding shall lie against him/ them;
- No statement, fact, information (whether current or historical) or opinion contained herein should be construed as a representation or warranty, express or implied, of the Signatories and the Signatories have assumed the same to be correct while signing the financial statements in good faith in order to cure/regularize the non-compliance of the Company with respect to its filing requirements under the Companies Act, 2013 which is required for implementation of the Resolution Plan;
- The Signatories, while signing the financial statements for the year ended 31st March 2023 (which pertains to the tenure prior to their date of appointment in the Company), have assumed that such information and data are in the conformity with the Companies Act, 2013 and other applicable laws with respect to the preparation of the annual return and that they give true and fair view of the position of the Company as of the dates and period indicated therein. Accordingly, the Signatories are not making any representations regarding accuracy, veracity or completeness of the data or information in the said financial statements.



52 Additional regulatory information required by Schedule III of the Act

- (a) **Title deeds of immovable properties not held in name of the Company**
There are no immovable properties whose title deeds are not held in the name of the company.
- (b) **Valuation of PPE and Intangible Assets**
The company has not revalued its property, plant and equipment during the year.
- (c) **Loans or Advances in the nature of Loans granted to Promoters, Directors, Key Managerial Personnel**
The Loans or advances in the nature of loans granted by company to Promoters, Directors, Key Managerial Personnel and Related Parties are disclosed in notes to financial statements. (Refer Note No. 38)
- (d) **Details of benami property held:**
No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- (e) **Willful defaulter:**
The company has not been declared as willful defaulter by any banks or financial institutions during the current or previous year.
- (f) **Relationship with struck off companies:**
The Company has no transactions with the companies struck off under the Act or Companies Act, 1956.
- (g) **Registration of charges or satisfaction with Registrar of Companies:**
The new management has presumed that there are no charges or satisfactions yet to be registered with the Registrar of Companies beyond the statutory period, due to the non-availability of required data. During the year under review, the Board of the erstwhile management of the company was suspended, and the powers were vested with the Resolution Professional (RP) as per the Insolvency and Bankruptcy Code, 2016.
- (h) **Compliance with number of layers of companies:**
The Company has complied with the number of layers prescribed under the Act.
- (i) **Financial ratios:**

Particulars	Numerator	Denominator	2022-23	2021-22	% Variance	Reason for variance
Current Ratio (In Times)	Total Current Assets	Total Current Liabilities	1.00	0.25	293.51%	Refer Note Below
Debt-equity ratio (In Times)	Total Debt (including lease liabilities)	Shareholder's Equity	0.73	(0.88)	-183.17%	Refer Note Below
Debt service coverage ratio (In Times)	Earnings available for debt service	Debt Service	NA	NA	NA	-
Return on equity (in %)	Net Profits after taxes	Average Shareholder's Equity	-297.13%	69.85%	-525.41%	Return on Equity (ROE) appears as a positive figure due to both the numerator and the denominator being negative. However, this does not reflect an actual positive return, and hence, this ratio should be interpreted accordingly. Also Refer Note Below.
Inventory turnover ratio (In Times)	Revenue Operations	Average Inventory	0.00	0.02	-99.59%	Refer Note Below
Trade receivables turnover ratio (In Times)	Revenue Operations	Average Trade Receivable	0.00	0.06	-99.55%	Refer Note Below
Net capital turnover ratio (In Times)	Revenue Operations	Working Capital	(0.00)	(0.00)	0.00%	-
Trade payables turnover ratio (In Times)	Purchases	Average Trade Payables	NA	NA	NA	-
Net profit ratio (in %)	Profit After Tax	Revenue Operations	1702285%	-415605%	-509.59%	Refer Note Below
Return on capital employed (in %)	Earning before interest and taxes	Capital Employed	-4.00%	16.45%	-124.34%	Return on Capital Employed (ROCE) appears as a positive figure due to both the numerator (EBIT) and the denominator (Capital Employed) being negative. However, this does not reflect an actual positive return, and hence, this ratio should be interpreted accordingly. Also Refer Note Below.
Return on investment (in %)	Earning before interest and taxes	Average total assets	-2.46%	-2.13%	15.41%	Refer Note Below

Notes:
The Company was undergoing the Corporate Insolvency Resolution Process (CIRP). As a result, the Company faced tight liquidity in maintaining its routine operations (Refer Note No. 31 and Note No. 47). Hence, the reasons for such variance are unascertainable.

- (j) **Compliance with approved scheme(s) of arrangements:**
During the current year the company has not entered into any scheme of arrangement.
- (k) **Utilisation of borrowed funds and share premium:**
The company has not advanced or loaned or invested to any other person or entity.
- (l) **Undisclosed Income:**
There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- (m) **Details of crypto currency or virtual currency:**
The Company has not traded or invested in crypto currency or virtual currency during the current or previous years.



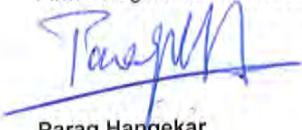
BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
Notes accompanying the financial statements

53 Due to non-availability of required information to prepare the quarterly results for the financial year 2022-23, the Company has not filed its quarterly results in compliance with regulation 33 and 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

54 Previous Year Figures have been regrouped/reclassified wherever necessary to confirm to current year grouping/ classification.

As per our report of even date attached

For Batliboi and Purohit
Chartered Accountants
Firm's Registration No.101048W



Parag Hangekar
Partner

Membership No. 110096

Place: Mumbai
Date: October 25, 2024

For Ballarpur Industries Limited



Punit Bajaj
Company Secretary

Meb. No.: A- 58392

Place: Mumbai
Date: October 25, 2024



Parashiva Murthy B S
Director

Din: 00011584



Hardik B. Patel
Whole- Time Director &
Chief Financial Officer

Din: 00590663



INDEPENDENT AUDITORS' REPORT

To the members of BALLARPUR INDUSTRIES LIMITED

Report on the Audit of the Consolidated Financial Statements

Disclaimer of Opinion

We were engaged to audit the accompanying Consolidated Financial Statements of **Ballarpur Industries Limited** (hereinafter referred to as the 'Parent') and its subsidiaries (Parent and its subsidiaries together referred to as the 'Group') and the Group's share of profit/(loss) in its associates, comprising the consolidated balance sheet as at March 31, 2023, the consolidated statement of profit and loss, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the "**Consolidated Financial Statements**").

In accordance with the Insolvency and Bankruptcy Code, 2016 ("the Code"), the Hon'ble National Company Law Tribunal, Mumbai bench ("NCLT") admitted a petition for corporate insolvency resolution process ("CIRP") filed by M/s. Finquest Financial Solutions Private Limited against the Parent. Mr. Divyesh Desai (IBBI/PA-001/IP-P00169/2017-2018/10338) was appointed as an Interim Resolution Professional ("IRP") to manage affairs of the Company in accordance with the provisions of the Code. Subsequently, Hon'ble NCLT vide its Order dated 27 May, 2020 had appointed Mr. Anuj Jain (IBBI/PA-001/IP-P00142/2017-2018/10306) as Resolution Professional ("RP") of the Parent. Pursuant to the Insolvency Commencement Order and in line with the provisions of the Code, the powers of the Board of Directors were suspended and the same were exercised by IRP/RP.

We do not express an opinion on the accompanying consolidated financial statements of the group. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for expressing an audit opinion on the Consolidated Financial Statements.

Basis for Disclaimer of Opinion

1. Even though the resolution plan of the Parent has been approved by the Hon'ble National Company Law Tribunal, Mumbai bench on March 31, 2023, but still there exists material uncertainty related to going concern of the Group as we are unable to obtain sufficient and appropriate audit evidence to conclude on the appropriateness of the use of going concern assumption in the preparation of consolidated financial statements. (Refer note no. 38 to the consolidated financial statements).



2. Confirmation of balances of Parent have not been received by us in respect of certain loans and advances, balances with banks, borrowings (including interest accrued thereon), dues to/from related parties, trade and other payables. Therefore, the consequential impact, if any on the Consolidated Financial Statements, is not ascertainable (Refer note no. 55 to the consolidated financial statements)
3. We are appointed as auditors of the Parent on September 10, 2024 and therefore we are unable to satisfy ourselves by performing alternative procedures regarding the inventory quantities held by Parent and valuation as at March 31, 2023, as per SA 501 'Audit Evidence – Specific Consideration for selected item'. Accordingly, we are unable to conclude whether the inventories of Rs 1,668 Lakhs are fairly stated as at March 31, 2023 in the books of Parent and unable to ascertain the impact of this on Consolidated Financial Statements.
4. The Parent has carried forward deferred tax assets (net) of Rs. 11,924 lakhs from earlier years. The Parent suffered continuous losses and there is no assessment by the Parent's management regarding reversal of deferred tax assets in the subsequent year. During the year Parent has not created any deferred tax asset or liability. As per Ind AS 12 "Income Taxes" an entity shall create deferred tax asset only if there will be sufficient taxable profits in the future years. In the absence of the Parent's management assessment, we are not able to satisfy ourselves about the future taxable profits of the Parent and hence we are unable to ascertain the realisation of these deferred tax assets in the Consolidated Financial Statements. (Refer note no.8(d) to the consolidated financial statements)
5. Input Tax Credit (ITC) of Goods and Services Tax available as per books of accounts for Parent is Rs. 1,211 Lakhs. The new management of Parent is under the process of reconciling the balance of ITC as per books and ITC as per electronic credit ledger. In absence of requisite information, we are unable to comment the impact of the same on the Consolidated Financial Statements.
6. We have not been provided with the bank reconciliation statements for 11 bank accounts maintained by the Parent having a carrying amount of Rs. 9.07 Lakhs as at March 31, 2023. Also, the balance confirmation certificate has not been provided for any bank account maintained by the Parent. Therefore, the consequential impact, if any on the Consolidated Financial Statements is not ascertainable. (Refer note no.12 (a) to the consolidated financial statements).



7. We have not been provided with the bank reconciliation statements for 5 bank accounts maintained by the Parent related to unpaid dividend having a carrying amount of Rs. 27.59 Lakhs as at March 31, 2023. Therefore, the consequential impact, if any on the Consolidated Financial Statements, is not ascertainable. (Refer note no. 13 (a) to the consolidated financial statements).
8. We have not been provided with the details of bank deposits of Parent with original maturity exceeding 3 months but less than 12 months as at March 31, 2023. Also, neither the balance confirmation certificate nor the interest certificate has been provided for any of the Bank Deposits by the Parent. Therefore, the consequential impact, if any on the Consolidated Financial Statements, is not ascertainable. (Refer note no.13 (b) to the Consolidated Financial Statements).
9. The Parent migrated its accounting system from Oracle to Tally accounting system. The Oracle licenses expired during the CIRP period and were not renewed, also the migration audit was not performed by the Parent. As a result, the completeness and accuracy of the data migration from Oracle to Tally could not be confirmed. Additionally, the Parent was unable to identify and transfer individual balances for debtors, creditors, loans, and related parties. Consequently, we were unable to obtain sufficient appropriate audit evidence to support the consolidated financial statements. (Refer note no. 54 to the consolidated financial statements).
10. The Financial Statements of 2 step down foreign subsidiaries (Mirabelle Trading Pte. Ltd., and Bilt General Trading FZE) and 1 domestic subsidiary (Avantha Agritech Limited) which have a total assets base of Rs. 67,542 lakhs and which are material to the group are unaudited. We also did not receive the management certified financial statements of these subsidiaries hence we are unable to comment upon the authenticity of the data and the reasonableness of consolidation of these subsidiaries in the consolidated financial statements. As the financial statements of these 2 foreign subsidiaries 1 domestic subsidiary are not available, hence the assets base of Mirabelle Trading Pte. Ltd. and Avantha Agritech Ltd as on 31.3.20 and of Bilt General Trading FZE as on 31.3.19 have been considered for the consolidation purpose. (Refer note no. 60 (c) (i) & (ii) to the consolidated financial statements).



11. During the financial year 2019-20, the Parent had received an Order from the Hon'ble Supreme Court of India confirming the grid support charges payable to Transmission Corporation of Andhra Pradesh Limited ("APTRANSCO"). The Parent had estimated the liability to be Rs. 1,516 Lakhs. Since no demand is received from APTRANSCO, the liability is not accrued and considered as a contingent liability as at March 31, 2020. As per the NCLT, Mumbai Order dated March 31, 2023 (updated on April 13, 2023), this was considered as an operational debt with an estimated liquidation value of nil. Therefore, no amount is payable in relation thereto and accordingly, this is not considered as contingent liability in the books of Parent & also in consolidated financial statements as at March 31, 2023.
12. The Parent has taken Office Building on rent from one of its related party BGPPL. The rent agreement is not available with the New Management. Hence, we are unable to verify compliance with the requirements of INDAS 116 "Leases". Additionally, we are unable to ascertain the impact of same on the Consolidated Financial Statements. (Refer note no. 42 (d) (4) to the consolidated financial statements)
13. One of the foreign subsidiary Ballarpur Speciality Paper Holdings B.V. has fully written off its investment in BILT General Trading FZE, UAE ("BGT") in financial year 2019-20 as BGT does not carry on any operations and there is no intention to carry on the business in future and also the license of BGT was expired. However, we are not provided with the sufficient information and documents related to closure of business of BGT and therefore, we are unable to comment upon reasonableness of consolidation of BGT in the consolidated financial statements. (Refer note no. 62 to the consolidated financial statements)
14. The Company has not filed its Quarterly financial results with the stock exchanges for the current financial year as required under regulation 33 and 52 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.



Material Uncertainty relating to Going Concern

We draw attention to Note 38 of the accompanying consolidated financial statements of the Group, which contains conditions along with other matters which indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern.

- **BILT's (Holding Company)** net worth is negative as on the reporting date and it continues to incur heavy losses. There is persistent severe strain on the working capital and this has resulted in considerable decline in the level of operations of the Company. As stated in note 38(a) to the consolidated financial statements pursuant to commencement of CIRP, the Board of Directors of the Company stood suspended and the management of the Company vested with the Resolution Professional (RP). The RP was expected to make every endeavour to protect and preserve the value of the property of the Company and manage the operations of the Company as a going concern. Even though the Resolution Plan has been Approved by the Hon'ble National Company Law Tribunal, Mumbai on the March 31, 2023 but still there exists Material Uncertainty on Going concern of the company as we are unable to obtain sufficient and appropriate audit evidence to conclude on the appropriateness of use of going concern assumption in the preparation of consolidated financial statements.
- **Ballarpur International Holdings B.V. (BIH)** - During the year the Company has total comprehensive loss of Rs. 11,688 lakhs (Previous year total comprehensive profits of Rs. 98,265 lakhs). As at March 31, 2023, the accumulated losses (including other comprehensive loss) of the Company were Rs. 1,24,892 lakhs (Previous Year Rs. 1,13,205 lakhs) which have fully eroded the net worth of the Company and the Company's current liabilities exceeded its current assets by Rs. 1,70,525 lakhs (Previous Year Rs. 1,23,473 lakhs). As the management believes that negative working capital would not cause economic difficulties, in view of the Management's expectation the financial statements have been prepared on a going concern basis.
- **Ballarpur Speciality Paper Holdings B.V. (BSPH)** - During the year the Company has Total Comprehensive loss of Rs. 66 lakhs (Previous year Loss of Rs. 38 lakhs). As at March 31, 2023, the company has accumulated losses (including other comprehensive loss) of Rs. 377 lakhs (Previous Year Rs. 311 lakhs) which have fully eroded the net worth of the Company and the Company's current liabilities exceeded its current assets by Rs. 364 lakhs (Previous Year Rs. 298 lakhs). As the management believes that negative working capital would not cause economic difficulties, in view of the Management's expectation the financial statements have been prepared on a going concern basis.



- **Bilt Paper B.V. (BPBV)** - During the year the Company has total comprehensive profit of Rs. 12,423 lakhs (Previous year total comprehensive profit of Rs.1,56,114 lakhs). As at March 31, 2023, the accumulated losses (including other comprehensive loss) of the Company were Rs. 1,05,645 lakhs (Previous year Rs. 88,862 lakhs) which have fully eroded the net worth of the company and the Company's current liabilities exceeded its current assets by Rs. 1,65,429 lakhs (Previous year Rs.1,24,676 lakhs). As the management believes that, negative working capital would not cause economic difficulties, in view of the Management's expectation the financial statements have been prepared on a going concern basis.

The Statement includes the results of following entities:

- a. **Parent:**
Ballarpur Industries Limited
- b. **Subsidiaries:**
Avantha Agritech Limited
Ballarpur International Holdings B.V.
Ballarpur Speciality Paper Holdings B.V.
- c. **Step-down Subsidiaries:**
Bilt Paper B.V.
Mirabelle Trading Pte. Ltd
BILT General Trading FZE
- d. **Associate of step-down subsidiary – BILT Paper B.V.:**
Ballarpur Paper Holdings B.V.
- e. **Subsidiaries of Associates**
BILT Graphic Paper Product Limited
Sabah Forest Industries Sdn. Bhd.

Emphasis of Matter

- a) We draw attention to note no. 57 (ii, iii, & iv) of the consolidated financial statements, which states that in respect of Bilt Paper B.V., Ballarpur Speciality Paper Holdings B.V., Ballarpur International Holdings B.V., certain balances of related parties and other parties shown in other payables are subject to reconciliation/ confirmation. Consequential impact if any arising from such confirmation/ reconciliation/ adjustment of such balances is not ascertainable. However, as represented by Management, any potential adjustments arising therefrom are not expected to have material impact on the loss (including other loss), other equity, assets and liabilities as at the balance sheet date.



- b) Bilt Paper BV (BPBV), Subsidiary of Ballarpur International Holding B.V (BIH) and erstwhile Parent Company of Ballarpur Paper Holdings BV (BPHBV), had pledged 70% of its shareholding in BPHBV with EC Holdings Pte. Ltd & EISAF II Pte. Ltd towards financial facilities provided by the EC Holdings Pte. Ltd & EISAF II Pte. Ltd to BPHBV. In February 2021, the pledge was invoked by the EC Holdings Pte. Ltd & EISAF II Pte. Ltd and the voting rights attached to the pledged shares has been transferred to the EC Holdings Pte. Ltd & EISAF II Pte. Ltd. The Company has reassessed the relationship status and concluded that there is no shareholder agreement or any similar document made available to the new management of Parent in respect of shareholding of BPHBV which would govern the interse rights between shareholders and management of BPHBV. Thus, BPBV ceased to control the BPHBV consequent to invocation of the pledge in February 2021. This change in control has been reflected in the preparation of the consolidated financial statements of the Parent company. (Refer note 60 (d) to the Consolidated Financial Statements)

Our Opinion is not modified in respect of these matters.

Responsibilities of Management and Board for the consolidated financial statements

In accordance with the Insolvency & Bankruptcy Code, 2016 the Hon'ble National Company Law Tribunal, Mumbai ("NCLT") on January 17 2020, admitted Corporate Insolvency Resolution Process application against the Parent and appointed an Interim Resolution Professional. Subsequently, Resolution Professional was appointed by the NCLT on May 27 2020. The Resolution Plan was approved by the Hon'ble National Company Law Tribunal, Mumbai ("NCLT") on March 31 2023. During the period from May 27, 2020 till March 31, 2023, the power and responsibilities of the Board of Directors were suspended and vested with the Resolution Professional ("RP") under the provisions of the Code. Post approval and implementation of the Resolution Plan, new management of parent has taken over the powers and responsibilities of the Board of Directors of the Parent Company.

The Parent's Management's and Board of Directors are responsible for the matters stated in Section 134(5) of the Act' with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs, consolidated profit/loss, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.



The respective Management and Board of Directors of the Group Companies/entities included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the each companies/entities 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 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 Management and Board of Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective management and Board of Directors of each companies/entities and its associates are responsible for assessing the ability of each companies/entities and its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate each companies/entities or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Group and its associates are also responsible for overseeing the financial reporting process of each companies/entities.

Auditor's responsibility for the audit of the consolidated financial statements

Our responsibility is to conduct an audit of the consolidated financial statements in accordance with the SA and to issue an auditor's report thereon.

However, because of the matters described in the basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these consolidated financial statements.

We are independent of the group in accordance with the code of ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements and provisions of the Act that are relevant to our audit of consolidated financial statements under the provision of the Act and the rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and ICAI's code of ethics.



Other Matters

1. We did not audit the financial statements/Information of 3 subsidiaries (2 foreign subsidiaries, and 1 foreign step-down subsidiaries), included in the consolidated IND AS financial statements, whose financial statements reflect total assets (before Consolidation adjustments) of Rs. 6,11,257 Lakhs as at March 31, 2023, and total revenue (before Consolidation adjustments) of Rs. 13,269 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The financial statements of the subsidiary are unaudited and have been furnished to us by the management of the subsidiary and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on such unaudited financial statements which are certified by the management. However, in case of one of the foreign subsidiary, we have not received even the Management certified financial statements.

In our opinion and according to the information and explanations given to us by the Parent's management, financial statements of this subsidiary are material to the Group.

2. The financial statements/information of 2 step-down foreign subsidiaries (Mirabelle Trading Pte. Ltd., and Bilt General Trading FZE) and 1 domestic subsidiary (Avantha Agritech Ltd) have not been prepared neither audited nor certified by the management of the respective step-down subsidiaries and subsidiary. Based on the financial information provided to us by the Parent, these reflects total assets (before Consolidation adjustments) of Rs. 67,542 Lakhs as at March 31, 2023, total revenue (before Consolidation adjustments) of Rs. Nil; the net cash outflows cannot be ascertained as the same have not been prepared neither provided to us for the purpose of consolidation of the financial statements for the year ended on that date, as considered in the consolidated financial statements. The financial statements of these 2 foreign subsidiaries 1 domestic subsidiary are not available, hence the asset bases of Mirabelle Trading Pte. Ltd. and Avantha Agritech Ltd as on March 31, 2020 and of Bilt General Trading FZE as on March 31, 2019 have been considered for the consolidation purpose. The financial statements of these subsidiaries are not audited nor certified by the management of these subsidiaries and have been furnished to us by the Parent's management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited financial statements which are furnished to us by the management of the Parent entity.

In our opinion and according to the information and explanations given to us by the Parent's management, financial statements of these subsidiaries are material to the Group. (Refer note no. 10 of Disclaimer of Opinion Paragraph of our Report)



3. The financial statements/information of associate company (Ballarpur Paper Holding B.V.) are unaudited; however, a management certified copy has been provided to us. Based on the financial information provided to us by the parent, the share of profit of associate restricted to the Parent's share is Rs 22,284 lakhs (Profit Rs 23,368 Lakhs and loss in OCI is Rs 1084 lakhs). The financial statements of this associates are unaudited and have been furnished to us by the Parent's management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this associates, is based solely on such unaudited financial statements which are furnished to us by the management of the Parent entity.

Except for the matter stated in the basis of disclaimer of opinion, our opinion on the above statement is not modified in respect of the above matters with respect to our reliance on the work done & the reports of the other auditors & the financial statements certified by the management & the financial statements neither audited nor certified by the management.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditors' Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, and except for the possible effects, of the matter described in the Basis for Disclaimer of Opinion section we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- (a) As described in the basis for disclaimer of Opinion paragraph above, we were unable to obtain 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) Due to the possible effects of the matters described in the basis for disclaimer of opinion section of our report, we were unable to state whether proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books;
- (c) Due to possible effects of the matters described in the basis for disclaimer of opinion section of our report, we are unable to comment whether the consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;



- (d) Due to the possible effects of matters described in Basis for Disclaimer of Opinion section of our report, we are unable to state whether the aforesaid consolidated financial statements comply with the Indian Accounting Standards notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) in our opinion, the matter described in the Basis for Disclaimer of Opinion section may have an adverse effect on the functioning of the Group;
- (f) The powers of Board of Directors of the parent were suspended from May 27, 2020 to March 31, 2023 pursuant to Corporate Insolvency Resolution Process. The powers of Board of Directors vested with Resolution Professional and accordingly, commenting on whether any of the director is disqualified from being appointed as a director under section 164(2) of the Act is not applicable to the Parent.
- (g) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure 'B'**, which is based on the auditors reports of the Parent and its subsidiary companies.
- (h) with respect to the other matters to be included in the auditor's report in accordance with the requirements of section 197(16) of the Act (as amended); in our opinion and to the best of our information and according to the explanations given to us, since the RP had superseded the Board of Directors of Parent, there were no Directors during the financial year 2022-23 and accordingly there was no remuneration paid to its directors during the year; and
- (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) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the Company has appropriately disclosed the impact of pending litigation on its financial position. (Refer note 39 to the Consolidated Financial Statements);
 - ii) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the Company have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii) We were not provided with the sufficient details regarding transfer of amount to Investor Education and Protection Fund (IEPF), therefore we are unable to satisfy ourselves that whether there has been any delay in transferring amounts required to be transferred to the by the Company during the year.



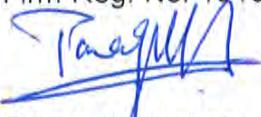
iv)

- a) The respective Managements of the Parent and its subsidiaries and associates which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, associates and joint ventures respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries, and associates to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries and associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) The respective Managements of the Parent and its subsidiaries, and associates which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries, and associates respectively that, to the best of their knowledge and belief, no funds have been received by the Parent or any of such subsidiaries and associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries and associates shall, 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) Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion section of our report, we are unable to state whether the representation of the Company under sub clause (a) and (b) above, does not contain any material misstatement.
- v) The Company has not declared any dividend during the current financial year ended March 31, 2023.



- vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Parent and its subsidiaries, and associates, with effect from April 1, 2023. Hence the clause is not applicable to the company for the current financial year ended March 31, 2023.

**For Batliboi & Purohit,
Chartered Accountants**
Firm Reg. No. 101048W



Parag Hangekar
Partner
M. No. 110096
UDIN: 25110096BBIKAU1100

Place: Mumbai

Date: 16th April, 2025



ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure A referred to in Independent Auditors' Report to the members of the Group on the Consolidated Financial Statements for the year ended March 31, 2023 we report that:

Referred to in paragraph 1 under 'Report on other legal and regulatory requirements' section of our report of even date to the members of Ballarpur Industries Limited.

With respect to the matters specified in Clause (xxi) of paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2020 ('CARO') issued by Central Government in terms of Section 143(11) of the Act, to be included in Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements, to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that:

- i. There have been qualifications by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, the details of companies and paragraph number of the CARO report containing qualifications is indicated below:

Sr. No.	Name of the Component	Corporate Identity Number (CIN)	Type of Component	Respective clause number(s) of CARO report of the component
1	Ballarpur Industries Limited	L21010MH1945PLC010337	Parent	(i)(a) (b) (c) (d) (e), (ii), (iii), (iv), (v), (vii)(a) (b), (ix), (x), (xiii), (ix)



ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date]

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

We were engaged to audit the internal financial controls over financial reporting of Ballarpur Industries Limited (hereinafter referred to as "Parent") and such subsidiary companies (the Parent and its subsidiaries together referred to as the "Group") and associate companies incorporated in India, as at March 31, 2023 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

Disclaimer of Opinion

The system of internal financial control over financial reporting with regard to the Group were not made available to us to enable us to determine if the group has established adequate internal financial control over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2023.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the consolidated financial statements of the group, and the disclaimer has affected our opinion on the financial statements of the group and we have issued a disclaimer opinion on the consolidated financial statements of the group.

Basis for Disclaimer of Opinion

Due to the possible effects of the matters described in the Basis for Disclaimer of Opinion paragraph in our main audit report, we are unable to obtain sufficient and appropriate evidence to provide a basis for our opinion on whether the company has adequate internal financial controls over financial reporting with reference to IND AS financial statements as at March 31, 2023 & whether such internal financial controls were operating effectively.

Accordingly, we do not express an opinion on the internal financial controls over financial reporting with reference to the Consolidated financial statements of the group.

We have considered the disclaimer of opinion reported above in determining the nature, timing and extent of audit tests applied in our audit of the Consolidated financial statements of the Group for the year ended March 31, 2023, and the disclaimer of opinion on this report has affected our opinion on the Consolidated financial statements of the Group and we have issued a disclaimer of opinion on the Consolidated financial statements (refer "Basis for Disclaimer of Opinion" paragraph in our audit report of even date)



Management's Responsibility for Internal Financial Controls

The respective Management and Board of Directors/Resolution Professional of the Parent, its subsidiary companies and associate companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statements based on the internal control with reference to Consolidated Financial Statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 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").

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting with reference to Consolidated Financial Statements of the Parent, its subsidiary companies and its associate companies which are incorporated in India, based on our audit. We were engaged to audit in accordance with the Guidance Note and the Standards on Auditing specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI.

Because of the matter described in Disclaimer of Opinion paragraph below, we were unable to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Group.



Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting with reference to Consolidated 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 over financial reporting with reference to Consolidated 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 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.

For Batliboi & Purohit,
Chartered Accountants
Firm Reg. No. 101048W



Parag Hangekar
Partner
M. No. 110096
UDIN: 25110096BBIKAU1100

Place: Mumbai
Date: 16th April 2025



BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2023

₹ in Lakhs

Particulars	Note	As at 31st March 2023	As at 31st March 2022
ASSETS			
(1) Non-current Assets			
(a) Property, Plant and Equipment	4	60,950	1,23,655
(b) Other intangible assets		-	-
(c) Financial assets			
(i) Investments	5	4,49,750	3,93,505
(ii) Loans	6	38,327	35,289
(iii) Others	7	539	539
(d) Deferred tax assets (net)	8	11,924	11,924
(e) Other non-current assets	9	29	29
(2) Current Assets			
(a) Inventories	10	1,677	1,678
(b) Financial assets			
(i) Trade receivables	11	44,933	44,933
(ii) Cash and cash equivalents	12	195	198
(iii) Bank balances other than (ii) above	13	47	47
(iv) Loans	14	20,513	1,50,887
(v) Others	15	26,602	25,956
(c) Current tax assets (Net)	16	3	3
(d) Other current assets	17	1,258	4,285
(e) Assets classified as held for sale	50	58,950	-
Total Assets		7,15,697	7,92,928
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	18	25,871	25,871
(b) Other equity	19	57,469	(3,91,516)
Equity attributable to the owners of the Company		83,340	(3,65,645)
(c) Non-Controlling Interest	20	1,40,160	1,46,503
Liabilities			
(1) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	-	25,919
(ii) Other financial liabilities	22	-	96,631
(b) Provisions	23	-	2,344
(c) Other non-current liabilities	24	19	19
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	1,85,394	3,68,430
(ii) Trade payables	25	-	-
a) Dues of micro and small enterprises		9,170	21,283
b) Dues of other than micro and small enterprises		2,59,438	4,39,533
(iii) Other financial liabilities	26	38,176	49,494
(b) Other current liabilities	27	-	2,403
(c) Provisions	28	-	6,015
(d) Current tax liabilities(net)	29	-	-
Total Equity and Liabilities		7,15,697	7,92,928

"0" represents amount below Rs. 50,000/-

Significant Accounting Policies and Notes to Consolidated Ind AS Financial Statements

1-64

As per our report of even date attached

For Batliboi & Purohit

Chartered Accountants

Firm Registration No.: 101048W

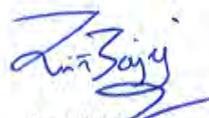


Parag Hangekar
Partner
Membership No: 110096

Place: Mumbai
Date: April 16, 2025



For Ballarpur Industries Limited



Punit Bajaj
Company Secretary
Meb. No.: A- 58392

Place: Mumbai
Date: April 16, 2025



Parashiva Murthy B S
Director
Din: 00011584



Hardik B. Patel
Whole- Time Director &
Chief Financial Officer
Din: 00590663



BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2023

₹ in Lakhs

Particulars	Note	2022 - 23	2021 - 22
Revenue from operations	30	-	38
Other income	31	13,295	12,323
Total Income		13,295	12,361
Expenses			
Cost of materials consumed		-	-
Purchase of stock in trade		-	-
Changes in inventories of finished goods, stock-in-trade and work-in-progress	32	-	-
Employee benefits expense	33	136	630
Finance costs	34	56,315	55,050
Depreciation and amortisation expense	35	3,756	5,257
Other expenses	36	14,278	29,563
Total Expenses		74,485	90,520
Profit/ (loss) before Share in Profit & Loss of Associates & J/Vs exceptional items and tax		(61,190)	(78,159)
Share in Profit/(Loss) of Associates & J/Vs		23,368	1,199
Profit/ (loss) before exceptional items and tax		(37,822)	(76,960)
Exceptional items	37	4,98,237	1,24,717
Profit/ (loss) before tax		4,60,415	47,757
Tax expense:			
(1) Current tax		-	-
(2) Deferred tax	8	-	-
(3) Current tax Provision relating to earlier years		-	-
Profit/ (loss) for the year		4,60,415	47,757
Other Comprehensive Income			
A Items that will not be reclassified to profit or loss (net of tax)		-	-
B Items that will be reclassified to profit or loss (net of tax)		(515)	(1,808)
C Share of other comprehensive income from associates (net of taxes)		(1,084)	(281)
Other Comprehensive Income for the year		(1,599)	(2,089)
Total comprehensive income for the year		4,58,816	45,668
Net Profit attributable to			
(a) Owners of the Company		4,60,468	(10,251)
(b) Non - Controlling Interest		(53)	58,008
Other Comprehensive Income attributable to			
(a) Owners of the Company		(6,346)	(3,076)
(b) Non - Controlling Interest		4,747	987
Total Comprehensive Income attributable to			
(a) Owners of the Company		4,54,122	(13,327)
(b) Non - Controlling Interest		4,694	58,995
Earnings per equity share			
(1) Basic (₹)	44	35.60	(0.79)
(2) Diluted (₹)	44	35.60	(0.79)

Significant Accounting Policies and Notes to Consolidated Ind AS Financial Statements

1-64

As per our report of even date attached

For Batliboi & Purohit
Chartered Accountants
Firm Registration No.: 101048W

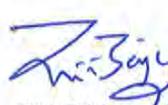


Parag Hangekar
Partner
Membership No: 110096

Place: Mumbai
Date: April 16, 2025



For Ballarpur Industries Limited



Punit Bajaj
Company Secretary
Mem. No.: A- 58392

Place: Mumbai
Date: April 16, 2025



Parashiva Murthy B S
Director
Din: 00011584



Hardik B. Patel
Whole- Time Director &
Chief Financial Officer
Din: 00590663



BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2023

₹ in Lakhs

Particulars	2022 - 23	2021 - 22
Cashflow from operating activities		
Profit/(Loss) before tax	4,60,415	47,757
Adjustment for:		
Depreciation and amortization expense	3,756	5,257
Finance costs (net)	56,315	55,050
Interest income	(13,271)	(12,317)
Share in profit of joint venture	(23,368)	(1,199)
Exceptional items	(4,98,237)	(1,24,717)
Bad debts and other balances written off/ Allowances for doubtful debts & advances	12,882	27,739
Inventory written off	1	1
Balances written off	-	51
Operating profit before working capital changes	(1,507)	(2,378)
Adjustment for working capital		
(Increase)/decrease in trade receivable	-	96
(Increase)/decrease in loans, advances and other current assets	(5,480)	(238)
(Increase)/decrease in inventory	-	(20)
Increase/(decrease) in liabilities and provisions	(75,745)	9,846
Cash generated from / (used in) operations	(82,732)	7,306
Direct taxes (paid) /refund(net)	(2)	(1)
Net cash generated from / (used in) operating activities	(82,734)	7,306
Cashflow from investing activities		
Payment for acquisition of property, plant and equipment, and intangible	0	-
Interest received	534	(2,092)
(Increase) / Decrease in other bank balances (Refer note (c) below)	-	333
(Increase) / Decrease in investment	(39,191)	(17,573)
Net cash generated from / (used in) investing activities	(38,657)	(19,332)
Cashflow from financing activities		
Proceeds from / (Repayment of) borrowings (net)	65,888	2,322
Interest paid (net)	48,793	7,901
Dividend paid (including payment to investor education and protection fund)	(2)	-
Net cash generated from / (used in) financing activities	1,14,679	10,223
Net increase / (decrease) in cash and cash equivalents	(6,711)	(1,803)
Cash and cash equivalents at the beginning of the year	198	217
Impact of foreign currency translation reserve	6,708	1,785
Cash and cash equivalents at the end of the year	195	198
Cash and cash equivalents	195	198
Cash and cash equivalents from discontinued operations	-	-
Total cash and cash equivalents	195	198

Notes:

- The cash flow statements has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cashflows'
- Payment for acquisition of property, plant and equipment and intangible assets includes movement in capital-work-in-progress, intangibles asset under development capital advances and liability toward capital purchases.
- Other bank balances represent bank balances earmarked for specific purpose deposits with banks with a maturity exceeding 3 months (Note 7 and 13)
- Figures in brackets indicate cash outgo.
- Cash and cash equivalents include cash and bank balances. Refer Note 12 for components of cash and cash equivalents from continuing operations.
- "0" represents amount less than Rs. 50,000/-

Significant Accounting Policies and Notes to Consolidated Ind AS Financial Statements 1-64

As per our report of even date attached

For Batliboi & Purohit
Chartered Accountants
Firm Registration No.: 101048W

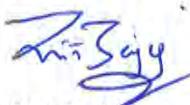


Parag Hangekar
Partner
Membership No: 110096

Place: Mumbai
Date: April 16, 2025



For Ballarpur Industries Limited



Punit Bajaj
Company Secretary
Meb. No.: A- 58392

Place: Mumbai
Date: April 16, 2025



Parashiva Murthy B S
Director
Din: 00011584



Hardik B. Patel
Whole- Time Director &
Chief Financial Officer
Din: 00590663



BALLARPUR INDUSTRIES LIMITED
CIN: L21010MH1945PLC010337
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2023

A. Equity share capital

Particulars	₹ in Lakhs	
	Balance at the beginning of the year	Balance at the end of the year
For the year ended 31 March 2022	25,871	25,871
For the year ended 31 March 2023	25,871	25,871

B. Other equity

Particulars	Capital Reserve	Share Premium Reserve	Preference Share Capital Redemption Reserve	Debt Redemption Reserve	Subordinate perpetual Capital Securities	Capital reserve on consolidation	General Reserve	Retained Earnings	Items of Other Comprehensive Income				Total Other Equity	Non controlling interest	Total
									Foreign currency translation reserve	Re-measurement of the net defined benefit Plans	Gain/(Loss) on Equity Instruments	Share of OCI in Associates & JVS			
Balance as at 1st April 2021	3,824	1,15,833	7,385	2,101	1,46,730	(1,090)	80,810	(9,57,828)	2,44,542	(721)	(9,048)	11	(3,67,453)	96,813	(2,70,639)
Profit/(Loss) for the year	-	-	-	-	4,580	-	-	(10,251)	-	-	-	-	4,580	58,008	47,757
Exchange difference Distribution for the year	-	-	-	-	-	-	-	(15,318)	-	-	-	-	(15,318)	(9,305)	(24,623)
Other comprehensive income for the year	-	-	-	-	-	(2,795)	-	-	(2,795)	-	-	(281)	(3,076)	967	(2,089)
Balance as at 31st March 2022	3,824	1,15,833	7,385	2,101	1,51,310	(1,090)	80,810	(9,83,397)	2,41,747	(721)	(9,048)	(270)	(3,91,516)	1,46,503	(2,45,013)
Profit/(Loss) for the year	-	-	-	-	-	-	-	4,60,468	(6,322)	-	-	(24)	4,60,468	(53)	4,60,415
Exchange difference Distribution for the year	4,98,237	-	-	-	13,029	-	-	(4,96,237)	-	-	-	-	(6,346)	4,747	(1,599)
Other comprehensive income for the year	-	-	-	-	-	-	-	(18,168)	-	-	-	-	13,029	-	13,029
Balance as at 31st March 2023	5,02,061	1,15,833	7,385	2,101	1,64,339	(1,090)	80,810	(10,39,334)	2,35,425	(721)	(9,048)	(294)	(18,168)	(11,037)	(29,205)

As per our report of even date attached

Significant Accounting Policies and Notes to Consolidated Ind AS Financial Statements 1-64

For Battibot & Purohit
 Chartered Accountants
 Firm Registration No.: 101048W

Parag Hangekar
 Partner
 Membership No: 110096

Place: Mumbai
 Date: April 16, 2025



For Ballarpur Industries Limited

Punit Bajaj
 Company Secretary
 Mem. No.: A-58392

Place: Mumbai
 Date: April 16, 2025

Parashiva Murthy B S
 Director
 Dirn: 00011584

Place: Mumbai
 Date: April 16, 2025

Hardik B. Patel
 Whole-time Director & Chief Financial Officer
 Dirn: 00590663



1. COMPANY INFORMATION

Ballarpur Industries Limited ("BILT" or the company) is a public Limited Company incorporated and domiciled in India with its registered office in Ballarpur, Maharashtra, India. The company is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

The Company and its subsidiaries (collectively referred to as 'the Group') are engaged in the business of manufacturing and selling of writing and printing paper (Coated and Uncoated) and Pulp. The Group's manufacturing operations span across six production units, five of which are in India and one in Malaysia. The Indian units are located at Ballarpur, Bhigwan, Ashti in the state of Maharashtra, Sewa in Odisha, and Yamunanagar in the state of Haryana and the Malaysian unit is located in the State of Sabah. The Rayon Grade Pulp manufacturing unit is located at Kamalapuram in the state of Telangana.

The Consolidated financial statements as at 31st March 2023 present the financial position of the Group as well as the interests in associate companies and joint arrangements. The list of entities consolidated is provided in Note 2.5

The functional and presentation currency of the Company and the presentation currency of the group is Indian rupee (INR) and amounts in the financial statements are presented in Indian rupee rounded off to Lakhs.

As at 31st March 2023, Avantha Holdings Limited holds 24.12% of the Equity shares of the Company, and has the ability to influence the Group's operations.

The Consolidated Financial Statements for the year ended 31st March, 2023 were approved by the Board of Directors for issue on April 16, 2025.

2. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied by the Group in the preparation of its consolidated financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements, unless otherwise stated.

2.1 STATEMENT OF COMPLIANCE

The consolidated financial statements (FS) have been prepared in accordance with the provisions of Companies Act, 2013 and the Indian Accounting Standards (referred to as Ind AS) notified under the Companies (Indian Accounting Standards Rules) 2015 and amendments thereof issues by Ministry of Corporate Affairs in exercise of the powers conferred by Section 133 of the Companies Act, 2013.

2.2 BASIS OF PREPARATION

The financial statements are presented in the format prescribed in the Schedule III to the Companies Act, (the Act) 2013. The statement of Cash Flows has been prepared and presented as per the requirement of Ind AS-7 "Statement of Cash Flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss as prescribed in schedule III of the Act are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under notified Accounting Standards and SEBI (LODR) Regulations 2015, as amended.



2.3 CURRENT AND NON-CURRENT CLASSIFICATION

All Assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalent, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

An asset is classified as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realised within twelve months after the reporting period, or
- 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 current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period, or
- 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.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.4 USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGEMENTS

In the preparation of financial statements, the Group makes critical judgements, estimates and assumptions about the carrying value of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the results are known. Key sources of estimation of uncertainty at the date of consolidated financial statements, which may cause material adjustments to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment, useful lives of property, plant and equipment, intangible assets, allowance for doubtful debts/advances, future obligations in respect of retirement benefit plans, fair value measurement as discussed below. Key source of estimation of uncertainty in respect of revenue recognition and employee benefits have been discussed in the respective policies.

(a) Impairment

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's / Cash generating unit (CGU's) recoverable amount is the higher of the



asset's / CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account.

(b) Employee benefit obligations

The Group's obligations under defined benefit and other long term benefits are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, obligation under defined benefit plan and other long term benefits are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(c) Fair value measurement of financial instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Fair value measurements under Ind AS are categorised as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date
- Level 2 inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices): and
- Level 3 inputs are unobservable inputs for the valuation of assets or liabilities

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(d) Development costs

The Group capitalises development costs in accordance with its accounting policy. Initial capitalisation of costs is based on management's judgement that technological and economic feasibility is confirmed, unless when a product



development project has reached a defined milestone according to an established project management model. In determining the amounts to be capitalized, management makes assumptions regarding the expected future cash generation of the project, discount rates to be applied and the expected period of benefits.

(e) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(f) Useful lives of property, plant and equipment and intangible assets

The Group reviews the useful life of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation and amortisation expense in future periods.

(g) Valuation of deferred tax assets

The Group reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy has been detailed in 2.20(ii).

2.5 BASIS OF CONSOLIDATION

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company i.e. its subsidiaries. It also includes the Group's share of profits, net assets and retained post-acquisition reserves of joint arrangements and associates that are consolidated using the equity or proportionate method of consolidation, as applicable.

Control is achieved when the Company is exposed to or has rights to the variable returns of the entity and the ability to affect those returns through its power over the entity.

The results of subsidiaries, joint arrangements and associates acquired or disposed off during the year are included in the consolidated statement of profit and loss from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Wherever necessary, adjustments are made to the financial statements of subsidiaries, joint arrangements and associates to bring their accounting policies in line with those used by other members of the Group. Intra-group transactions, balances, income and expenses are eliminated on consolidation.

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the Group's equity. The interest of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying value of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interests having a deficit balance.



Interest in joint arrangements

A joint arrangement is a contractual arrangement whereby the Group and other parties undertake an economic activity where the strategic financial and operating policy decisions relating to the activities of the joint arrangement require the unanimous consent of the parties sharing control. Where Group entity undertakes its activities under joint arrangements as joint operations, the Group's share of jointly controlled assets and any liabilities incurred jointly with other parties are recognized in its financial statements and classified according to their nature. Liabilities and expenses incurred directly in respect of interests in joint operations are accounted for on the accrual basis. Income from the sale or use of the Group's share of the output of joint operations, and its share of joint arrangements expenses, are recognized when it is probable that the economic benefits associated with the transactions will flow to the Group and their amount can be measured reliably. Joint arrangements that involve the establishment of a separate entity in which each venturer has an interest are referred to as joint ventures. The Group reports its interests in joint ventures using the equity method of accounting whereby an interest in joint venture is initially recorded at cost and adjusted thereafter for post-acquisition changes in the Group's share of net assets of the joint venture. The consolidated statement of profit and loss reflects the Group's share of the results of operations of the joint venture. When the Group's share of losses exceeds the carrying value of the joint venture, the carrying value is reduced to nil and recognition of further losses is discontinued, except to the extent that the Group has incurred obligations in respect of the joint venture.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint venture, unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred and where material, the results of joint ventures are modified to confirm to the Group's accounting policies.

The financial statements of the Group Companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain/loss from such transactions are eliminated upon consolidation.

Investment in associates

Associates are those enterprises over which the Group has significant influence but does not have control. Investments in associates are accounted for using the equity method and are initially recognized at cost from the date significant influence commences until the date that significant influence ceases. Subsequent changes in the carrying value reflect the post-acquisition changes in the Group's share of net assets of the associate and impairment charges, if any. When the Group's share of losses exceeds the carrying value of the associate, the carrying value is reduced to nil and recognition of further losses is discontinued, except to the extent that the Group has incurred obligations in respect of the associate. Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates, unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred and where material, the results of associates are modified to confirm to the Group's accounting policies.



Ballarpur Industries Limited
CIN: L21010MH1945PLC010337
Notes accompanying the consolidated financial statements

The list of consolidated entities are as under;

Name of the Company	Country of Incorporation	Proportion of ownership interest either directly or through subsidiary as on	
		31.03.2023	31.03.2022
Subsidiary			
Avantha Agritech Limited (formerly known as BILT Tree Tech Limited)	India	91.67%	91.67%
Ballarpur International Holdings B.V	Netherlands	100%	100%
Ballarpur Speciality Paper Holdings B.V.	Netherlands	100%	100%
Step down Subsidiaries			
Bilt Paper B.V. (ii)	Netherlands	62.21%	62.21%
Bilt General Trading (FZE) (iv)	UAE	100%	100%
Mirabelle Trading Pte Ltd (ii)	Singapore	100%	100%
Associates			
Ballarpur Paper Holdings B.V. (i)	Netherlands	18.66%	18.66%
BILT Graphic Paper Products Limited. (i), (iii)	India	18.20%	18.20%
Sabah Forest Industries Sdn. Bhd. (i), (iii)	Malaysia	18.30%	18.30%

(i) Associates w.e.f. 25th February 2021

(ii) Held through Ballarpur International Holdings B.V.

(iii) Subsidiary of Ballarpur Paper Holdings B.V.

(iv) Held through Ballarpur Speciality Paper Holdings B.V.

2.6 PROPERTY, PLANT AND EQUIPMENT (PPE)

An item of property, plant and equipment (PPE) is recognized as an asset if it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. This recognition principle is applied to all costs incurred initially to acquire property plant and equipment and to costs incurred subsequently to add to or replace part of it. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred. Trial run expenses (net of revenue) are capitalised. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted as separate items.

PPE is stated at cost / deemed cost less accumulated depreciation and cumulative impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Borrowing costs incurred during the period of construction is capitalized as part of cost of qualifying asset in accordance with the Group's policy.

The gain or loss arising on the disposal or retirement of an asset 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 and loss on the date of disposal or retirement.

PPE not ready for the intended use on the date of the Balance Sheet is disclosed as "capital work-in-progress".



2.7 BIOLOGICAL ASSETS

Plantation development and planting expenditure incurred in the cultivation and reforestation of the tree plantation, including a proportion of the Company's forestry division general charges incurred in relation to the planning of trees, are deferred and charged to plantation development expenditure and classified as biological assets. This expenditure is charged to the statement of profit and loss and other comprehensive income when the trees are harvested upon maturity based on the volume of logs harvested and consumed.

2.8 INTANGIBLE ASSETS

Intangible assets including software costs and product development expenditure, which is recognized when it is probable that associated future economic benefits would flow to the Group and the cost of the asset can be measured reliably.

Intangible assets are stated at original cost of acquisition less accumulated amortization and accumulated impairment losses, if any. Costs include expenditure that is directly attributable to the acquisition of the intangible assets.

These assets are amortized on a straight line basis over their estimated useful lives from the date when they are available for their intended use.

Recognition of costs as an asset is ceased when the project is complete and available for its intended use, or if these criteria are no longer available.

Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as intangible assets under development".

2.9 RESEARCH AND DEVELOPMENT COSTS

Expenditure on research activities is recognized as an expense in the year in which it is incurred. Product Development costs incurred product development / projects are recognized as an intangible asset, if all the following can be demonstrated:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale;
- The Group has the intention to complete the intangible asset and use or sell it;
- The Group has the ability to use or sell the asset;
- The manner in which the probable future economic benefits will be generated including the existence of a market for output of the intangible asset or intangible asset itself or if it is to be used internally, the usefulness of intangible assets;
- The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- The Group has the ability to measure reliably the expenditure attributable to the intangible asset during its development;

Development expenditure that does not meet the above criteria is expensed in the period in which it is incurred.

Following initial recognition of the development expenditure as an intangible asset, it is carried at cost less any accumulated amortisation and accumulated impairment loss, if any. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over 3 to 5 years. Amortisation expense is recognized in the statement of profit and loss. During the period of development, the asset is tested for



impairment annually.

2.10 DEPRECIATION AND AMORTIZATION OF PPE AND INTANGIBLE ASSETS

Depreciation or amortization is provided, so as to write off, on a straight line basis, the cost / deemed cost of property plant and equipment and intangible assets (other than freehold land and properties under construction) including those held on finance lease to their residual values. The depreciation is charged from the dates the assets are available for their intended use and are spread over their estimated useful or economic lives or, in the case of leased assets, over the lease period, if shorter. The estimated useful life is reviewed regularly and, when necessary revised. No further charge is recognized in respect of assets that are fully written down but are still in use. The estimated useful lives for main categories of property plant and equipment and intangible assets are;

Categories of Assets	Estimated useful life(in years)
Lease hold land	upto 29
Buildings	
-Factory and Office buildings including RCC frame structures	30 to 60*
Plant & Machinery	7 to 30*
Railway Sidings	14
Furniture, Fixtures and Office equipment	
Computer equipment	3-5
Office equipment	5-30
Furniture and Fixtures	4-10
Vehicles	7- 16

Freehold land is not depreciated.

Where cost of a part of the assets ("asset components") is significant to total cost of the asset and useful life of that part is different from the useful life of the remaining asset, useful life of that significant part is determined separately and such asset components is depreciated over its separate useful life.

The estimated useful life and residual values are reviewed regularly and when necessary reversed. No further change is provided in respect of assets that are fully written down but are still in use.

*Note: For these class of assets, based on internal assessment and independent technical evaluation carried out by Chartered engineers, the Company believes that useful lives, as given above, represents the period over which the Company expects to use these assets. Hence, the useful lives for these assets are different from the useful lives prescribed under Schedule II.

2.11 IMPAIRMENT OF PPE AND INTANGIBLE ASSETS

As at each reporting date, the Group reviews the carrying values of its property plant and equipment and intangible assets to determine whether there is an indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable



amount of PPE and intangible assets are tested for impairment so as to determine the impairment loss, if any. When the assets does not generate cash those that are independent from other assets, the company estimates the recoverable amount of the asset and recognizes an impairment loss when the carrying value of an asset exceeds its recoverable amount.

Recoverable amount is determined:

- (i) in case of an individual asset, at the higher of the net selling price and the value in use; and
- (ii) in the case of a cash generating unit (smallest identifiable group of assets that generates independent cash flows), at the higher of the cash generating unit's net selling price and the value in use.

(The amount of value in use is determined as the present value of estimated future cash flows from the continuing use of an asset and from its disposal at the end of its useful life. For this purpose, the discount rate (pre-tax) is determined based on the weighted average cost of capital of the company suitably adjusted for risks specified to the estimated cash flows of the asset).

An impairment loss is recognized in the Statement of Profit or Loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. For this purpose, the impairment loss recognized in respect of a cash generating unit is allocated first to reduce the carrying amount of any goodwill allocated to such cash generating unit and then to reduce the carrying amount of the other assets of the cash generating unit on a pro-rata basis.

When an impairment loss subsequently reverses, the carrying value of the asset (or cash generating unit), is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss is recognized for the asset (or cash generating unit) in prior years.

A reversal of an impairment loss (other than impairment loss allocated to goodwill) is recognized immediately in the Statement of Profit or Loss.

Goodwill and intangible assets with indefinite life are tested for impairment each year.

2.12 NON-CURRENT ASSETS (OR DISPOSAL GROUPS) HELD FOR SALE AND DISCONTINUED OPERATIONS

Non current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less cost to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognized for any initial or subsequent write down of the asset (or disposal group) to fair value less costs to sell. A gain is recognized for any subsequent increases in fair value less cost to sell of an asset (or disposal group). But not in excess of any cumulative impairment loss previously recognized. A gain or loss



not previously recognized by the date of the sale of the non current asset (or disposal group) is recognized at the date of recognition.

Non current assets (including that are part of disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognized.

Non current assets classified as held for sale and the assets of a disposal group as held for sale are presented separately from the other assets in the balance sheet. The liabilities of disposal group classified as held for sale are presented separately from other liabilities in the Balance Sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operation, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit or loss.

2.13 LEASES

Group as a Lessee

The Group determines whether an arrangement contains a lease by assuming whether the fulfilment of a transaction is dependent on the use of a specific asset and whether the transaction conveys the right to use that asset to the company in return of a payment, where this occurs, the arrangement is deemed to include a lease and is accounted for either as finance or an operating lease. Leases are classified as finance leases where the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

(i) Operating lease

Lease rentals on assets under operating lease are charged to the consolidated statement of profit and loss on a straight line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed. Contingent rentals arising under operating leases are recognized as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognized as a liability. The aggregate benefit of incentive is recognized as a reduction of rental expense on a straight line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from leases assets are consumed.

(ii) Finance lease

Assets acquired under finance lease are capitalized at the commencement of the lease at the fair value of the lease property or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are



recognized over the period of the lease as finance cost in the statement of profit and loss.

Subsequent to initial recognition, the assets are measured for in accordance with the accounting policy applicable to that asset.

Group as a Lessor

(i) Operating Lease

Rental income from operating lease is recognized in the statement of profit and loss on a straight line basis over the term of the relevant lease unless other systematic basis is more representative of the time pattern in which economic benefits from the leased assets is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased assets and recognized on a straight line basis over the lease term.

Assets leased out under operating lease are continued to be shown under the respective class of assets.

(ii) Finance Lease

When assets are leased out under a finance lease, the present value of minimum lease payments is recognized as a receivable. The difference between the gross receivable and the present value of receivable is recognized as unearned finance income. Lease income is recognized over the term of the lease using the net investment method before tax, which reflects a constant period of return.

2.14 FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the group becomes a party to the contractual provisions of the instrument.

Initial recognition and measurement

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 and deducted from the fair value measured on the initial recognition of the financial asset or financial liability. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of the Profit and Loss.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial instrument of allocating interest income or expense over the relevant period. The effective interest rate that exactly discounts the future cash receipts or payments through the expected life of the instrument, or where appropriate, a shorter period.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in two broad categories:

- Financial assets at amortised cost



- Financial assets at fair value

(a) Financial assets

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value

Financial assets are measured at fair value through other comprehensive income if such financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell such financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group in respect of equity investments (other than in subsidiaries, associates and joint ventures) which are not held for trading has made an irrevocable election to present in other comprehensive income subsequent changes in the value of such equity instruments. Such an election as made by the company on an instrument by instrument basis at the time of initial recognition of equity instruments. These investments are held for medium or long term strategic purpose.

The Group has chosen to designate these investments in equity instruments as fair value through other comprehensive income as the management believe this provides a more meaningful presentation for medium or long term strategic investments, than reflecting changes in fair value immediately in the statement of profit and loss.

Financial asset not measured at amortised cost or fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

Impairment of financial assets

The Group recognises impairment loss on trade receivables and certain other financial assets using expected credit loss (ECL) model, which involves use of a provision matrix constructed on the basis of historical credit loss experience as permitted by Ind AS 109.

Other financial assets measured at amortized cost and financial assets measured at fair value through OCI are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit loss on such assets is assessed and allowance recognized if the credit quality of the financial asset has deteriorated significantly since initial recognition.

De-recognition

The Group de-recognises a financial asset (or, where applicable, a part of financial asset or a part of a group of similar financial assets) when;

- The rights to receive cash flows from the assets have expired, or



- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under 'pass through' arrangement and either the company has;
 - a) transferred all the risks and rewards of the asset to another entity;
 - b) not retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the group has transferred its right to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. when it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset. The group continues to recognize the transferred asset to the extent of company's continuing involvement. In that case, the company also recognizes an associated liability. The transferred asset and associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset the maximum amount of consideration that the company could be required to repay.

On derecognition of a financial asset in its entirety, the difference between the carrying amount measured at the date of derecognition and the consideration received is recognized in the statement of profit and loss.

(ii) Financial liabilities and equity instruments Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

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

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant.

Interest bearing bank loans, overdrafts and issued debt are initially measured at fair value and subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement and redemption of borrowings is recognized over the term of the borrowings in the statement of profit and loss.

Financial liabilities at fair value through profit or loss include financial liabilities



held for trading and financial liabilities designated upon initial recognition as at fair value through profit and loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains / losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied.

De-recognition of financial liabilities

The Group de-recognises financial liabilities when, and only when, the Company's obligation is discharged, cancelled or they expire.

When an existing financial liabilities is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange and modification is treated as the de-recognition of the original liability and the recognition of the new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(iv) Compound financial instruments

The liability component of a compound financial instrument is recognized initially at fair value of a similar liability that does not have an equity component. The equity component is recognized initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and the equity components, if material, in proportion to their initial carrying amounts.

Subsequent to the initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method.

The equity component of a compound financial instrument is not re-measured subsequent to initial recognition except on conversion or expiry.

2.15 CASH AND BANK BALANCES

Cash and bank balances consist of:

i) Cash and cash equivalents

Cash and cash equivalents which includes cash in hand, deposits held at call with banks, and other short-term deposits which are readily convertible into known



amounts of cash, subject to an insignificant risk of changes in value and have maturities of less than one year/three month from the reporting date are held for the purpose of meeting short-term cash commitments.

The balances with banks are unrestricted for withdrawal and usage.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

ii) Other Bank balances

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

2.16 EMPLOYEE BENEFITS

(i) Short term employee benefits

Employee benefits such as salaries, wages, bonus, short-term compensated absences, performance incentives, etc., falling due wholly within the twelve months of rendering service are classified as short term employee benefit and are expensed in the period in which the employee renders the related service.

(ii) Defined benefit plans

The Group's obligation towards gratuity is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, done by a qualified actuary, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans is based on the market yields on Government securities, having maturity periods approximating to the terms of related obligations as at the Balance Sheet date.

Defined benefit cost comprising current service cost, past service cost and gains or loss on settlements are recognized in statement of profit or loss as employee benefit expenses. Interest cost implicit in defined benefit cost is recognized in statement of profit or loss under finance cost. Gains or losses on the curtailment or settlement of the defined benefit plan are recognized when the curtailment or settlement occurs.

Re-measurements, 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 as defined above), are recognized in other comprehensive income.

(iii) Long term employee benefits

The obligation recognized in respect of long term employee benefits such as long term compensated absences is measured at present value of estimated future cash flows expected to be made by the Group and is measured in a similar manner as in the case of defined benefit plan.

Long term employee benefit costs comprising current service cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains



and losses are recognized in the statement of profit or loss as employee benefits expense. Interest cost implicit in long term employee benefit cost is recognized in the statement of profit or loss under finance cost.

(iv) Defined contribution plan – post employment benefit

The Group's contributions to defined contribution plans are recognized in statement of profit or loss in the period to which the employee provides the related service. Payments made to state managed retirement benefit schemes are dealt with as payments to defined contribution scheme where the Group's obligations under the scheme are equivalent to those arising in a defined contribution scheme.

(v) Termination benefits

Termination benefits are recognized as expense in the period in which they are incurred.

(vi) Compensated absences /Short term obligations

Compensated absences which are not expected to occur within twelve months after the period in which the employee renders the related service are recognized based on actuarial valuation at the present value of the obligation as on the reporting date.

2.17 INVENTORIES

Inventories comprise Raw Materials, Stores & Spares, Chemicals, Work in progress and Finished goods.

Inventories are stated at the lower of cost and net realizable value. Cost is determined on weighted average basis. However, raw material, stores, spare parts and chemicals are not written down below cost, if the finish product in which they will be incorporated are expected to be sold at or above cost.

Costs comprise direct materials cost and, applicable direct labour costs and related overheads which have been incurred in bringing the inventories to their present location and condition.

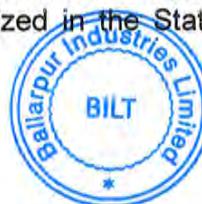
Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Traded goods are valued at cost, determined on weighted average basis, and net realisable value whichever is lower. Provisions are made to cover slow moving and obsolete item based on historical experience of utilisation of inventories.

2.18 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

i) Provisions

Provisions are recognized in the balance sheet when the Group has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can reliably estimated.

The amounts recognized as a provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When the effect of the time value of money is material, provisions are measured on discounted bases. Unwinding of the discount is recognized in the Statement of Profit and



Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

ii) Contingent Liabilities

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

iii) Contingent Assets

Contingent assets are disclosed where an inflow of economic benefits is probable. Provisions, contingent liabilities and assets are reviewed at each balance sheet date.

iv) Commitments are future liabilities for contractual expenditure, classified and disclosed as follows:

- a. estimated amount of contracts remaining to be executed on capital account and not provided for;
- b. uncalled liability on shares and other investments partly paid;
- c. funding related commitment to subsidiary, associate and joint venture companies; and
- d. other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management

2.19 GOVERNMENT GRANTS

Government grants with a condition to purchase, construct or otherwise acquire long-term assets are initially measured based on grant receivable under the scheme. Such grants are recognized in the Statement of Profit and Loss on a systematic basis over the useful life of the asset. Amount of benefits receivable in excess of grant income accrued based on usage of the assets is accounted as Government grant received in advance. Changes in estimates are recognized prospectively over the remaining life of the assets. Government revenue grants relating to costs are deferred and recognized in the consolidated Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate.

2.20 INCOME TAXES

Tax expense for the period comprises current and deferred tax.

(i) Current tax

Tax on income for the current period is determined on the basis of taxable profit for the period (or on the basis of book profits wherever minimum alternate tax is applicable) and tax credits computed in accordance with the provisions of the Income Tax Act 1961. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Group's financial statements and the corresponding tax



bases used in computation of taxable profit and are accounted for using the balance sheet liability method.

Deferred tax liabilities are recognized for all taxable temporary differences.

In contrast, deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Deferred tax assets are recognized for the carry forward and unused tax credits and any unused tax losses only to the extent that the entity has sufficient taxable temporary differences or convincing other evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised.

The carrying value of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled, or the asset is realised based on the tax rates and tax laws that have been enacted or substantially enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects at the end of the reporting period to recover or settle the carrying value of assets and liabilities

Deferred tax assets and liabilities are offset to the extent that they relate to taxes levied by the same tax authority and there is legally enforceable right to set off current tax assets against current tax liabilities, within that jurisdiction.

It is recognized in the consolidated statement of profit and loss except when they relate to items recognized in other comprehensive income or directly in equity, in which case, the income tax expense is also recognized in other comprehensive income or directly in equity, as the case may be.

2.21 REVENUE RECOGNITION

(i) Sale of goods

Revenue from the sale of goods in the normal course of business is recognized at a point in time when the performance obligation is satisfied and it is based on the amount of the transaction price that is allocated to the performance obligation. The transaction price is the amount of the consideration to which the company expects to be entitled in exchange for transferring the promised goods to the customer.

Revenue for the sale of goods is recognized when control of the asset is transferred to the buyer and only when it is highly probable that a significant reversal of revenue will not occur when uncertainties related to a variable consideration are resolved. Transfer of control varies depending on the terms of the contract of sale.

Revenue is recognized when the performance obligation is satisfied. Revenues are recorded net of taxes. For products for which a right of return exists during defined period, revenue recognition is determined based on the historical pattern of actual returns, or in cases where such information is not available revenue recognition is postponed until the return period has lapsed. Return policies are typically based on customary return arrangements in local markets.



In the case of loss under a sales agreement, the loss is recognized immediately. Expenses incurred for shipping and handling of internal movements of goods are recorded as cost of sales. Shipping and handling related to sales to third parties are recorded as selling expenses. When shipping and handling are billed to the customer, then the related expenses are recorded as cost of sales. Shipping and handling billed to customers are distinct and separate performance obligations and recognized as revenues. Expenses incurred for sales commissions that are considered incremental to the contracts are recognized immediately in the income statement as selling expenses as a practical expedient under Ind AS 115.

The company receives payments from customers based on a billing schedule or credit period, as established in our contracts. Credit periods are determined based on standard terms, which vary according to local market conditions.

(ii) **Other operating income**

(a) **Incentives**

Incentives on exports and other Government incentives are recognized when it is probable that the economic benefits associated with the incentives will flow to the entity, the revenue can be measured reliably and there is no significant uncertainty about the ultimate realization of the incentive.

(b) **Rental income**

Lease rental income from operating lease is recognized on a straight-line basis over the lease term unless the payments are structured to increase in line with expected general inflation to compensate for lessor's expected inflationary cost increases.

(iii) **Other income**

(a) **Interest income**

Interest income is recognized on a time proportion basis using the effective interest method.

(b) **Dividends**

Dividends is recognized when the Group's right to receive the payment has been established.

2.22 FOREIGN CURRENCY TRANSACTIONS

The Group's financial statements are presented in INR, which is functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss.



Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

The Group has availed the exemption available in Ind AS 101, to continue capitalisation of foreign currency fluctuation on long term foreign currency monetary liabilities outstanding on transition date.

2.23 BORROWING COSTS

Borrowing costs consist of interest expense calculated using effective interest method and other costs that the Company incurs in connection with the borrowing of funds.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets which are assets that necessarily takes 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 the intended use or sale.

Interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the cost eligible for capitalization.

All other borrowing costs are expensed in the period in which they are incurred.

Discounts or premium and expenses on the issue of debt securities are amortised over the term of the related securities and included with borrowing costs. Premium payable on early redemption of debt securities, in lieu of future finance costs are written off as borrowing costs when paid.

2.24 EARNINGS PER SHARE (EPS)

Basic earnings per share is computed by dividing the net profit or loss for the year attributable to the shareholders' by weighted average number of equity shares outstanding during the year.

Diluted earnings per share are computed using the weighted average number of equity shares and dilutive potential shares except where the result would be anti-dilutive.

3. SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments.



BALLARPUR INDUSTRIES LIMITED

CIN: L21010MH1945PLC010337

Notes accompanying the consolidated financial statements

4. Property, plant and equipment

Particulars	Leasehold land	Freehold land	Buildings	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computers	Railway Sidings, Trolley Lines, Tramway & tipping tups	Total	₹ in Lakhs	
Gross Block												
As at 1 April 2021	9	1,10,946	33,415	1,96,678	1,071	250	101	13	62	3,42,543		
Additions	-	-	-	-	-	-	-	-	-	-	-	-
Exchange difference capitalized	-	-	-	-	-	-	-	-	-	-	-	-
Disposal	-	-	-	-	-	-	-	-	-	-	-	-
As at 31 March 2022	9	1,10,946	33,415	1,96,678	1,071	250	101	13	62	3,42,543		
Additions	-	-	-	-	-	-	-	-	-	-	-	-
Exchange difference capitalized	-	-	-	-	-	-	-	-	-	-	-	-
Disposal	(9)	(57,318)	(6,471)	(20,743)	(14)	(5)	(62)	(4)	-	(84,627)		
Re-classified to Asset held for sale	-	-	-	-	-	-	-	-	-	-	-	-
As at 31st March 2023	0	53,628	26,944	1,75,935	1,057	245	39	9	62	2,57,916		
Accumulated depreciation												
Upto 31 March 2021	2	5,000	18,889	1,43,573	1,049	212	97	13	46	1,68,881		
Depreciation for the year	-	-	584	4,659	2	9	-	-	2	5,257		
Impairment	-	-	8,931	35,819	-	-	-	-	-	44,750		
Upto 31 March 2022	2	5,000	28,404	1,84,051	1,051	221	97	13	48	2,18,888		
Depreciation for the year	1	-	367	3,376	2	9	-	-	2	3,756		
Impairment	-	-	-	-	-	-	-	-	-	-		
Derecognition due to loss of control of subsidiary	-	-	-	-	-	-	-	-	-	-		
Disposal	(3)	(244)	(6,049)	(19,295)	(14)	(5)	(62)	(4)	-	(25,676)		
Re-classified to Asset held for sale	-	-	-	-	-	-	-	-	-	-		
As at 31st March 2023	-	4,756	22,722	1,68,132	1,039	225	35	9	50	1,96,968		
Net book value												
As at 31st March 2022	7	1,05,946	5,011	12,626	20	29	4	-	14	1,23,655		
As at 31st March 2023	0	48,872	4,222	7,803	18	20	4	0	12	60,950		

Notes:

- (a) Freehold land includes 590.36 acres of land at Choudwar, acquired from the Government of Odisha during the year 1990-91 under a scheme approved by the BIFR. The Parent is in the process of resolving the inconsistencies identified in the title documents. The land is pledged as security against the facility availed by Bilt Graphic Paper Products Limited (BGPPPL), a subsidiary of associate. Also refer note 22(d)(ii)(a).
- (b) The Lease agreement in respect of 13.19 acres of land in possession of the Parent is yet to be executed in favour of the Parent.
- (c) The Parent has leased certain Plant & Equipment & Buildings on operating leases for which lease rental of Rs. 18.02 Lakhs (previous year Rs. 5.02 lakhs) is recognised in the statement of profit & loss. (Refer note 47(a))
- (d) Impairment of Assets
During the year, Property Plant and Equipment have not been tested for impairment by the parent company the same has been tested for impairment in the financial year 2021-22.



5 Non-current investments

Particulars	Face Value Per Share	As at 31st March 2023		As at 31st March 2022	
		No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
Unquoted investments					
A Investments designated at fair value through OCI					
(a) Investment in fully paid equity shares of other companies					
(i) Blue Horizon Investments Limited	₹ 10.00	5,000	3	5,000	3
Less: Impairment loss on (i) above			(3)		(3)
			-		-
B Investments in Associates (measured as per equity method)					
(i) Ballarpur Paper Holdings B.V.	€ 1.00	12,51,92,483	4,49,745	12,51,92,483	3,93,500
			4,49,745		3,93,500
C Investment measured at Cost					
(i) Bilt Graphic Paper Products Limited	₹ 10.00	50,000	5	50,000	5
			5		5
Total Investments			4,49,750		3,93,505

a) Details of unquoted investments

Particulars	As at 31st March 2023	As at 31st March 2022
(a) Aggregate amount of unquoted investments Book value	4,49,750	3,93,505
(b) Aggregate amount of impairment in value of investments	(3)	(3)

b) Ballarpur International Holdings B.V. ("BIHBV") has pledged 21.5% share of Bilt Paper B.V. ("BPBV") against USD 750 Lakhs Loan taken from Credit Agricole Corporate and Investment Bank. Which was subsequently assigned to Varanium India Opportunity Limited and Orbit Investment Securities Services Plc., USD 200 Lakhs and USD 350 Lakhs, respectively. Consequent to default in servicing of debt, the lenders invoked the share rights and voting rights in respect of BPBV's pledged shares held by BIHBV on 25 May 2018 and 25 June 2018, by Varanium India Opportunity Limited and Orbit Investment Securities Services Plc. respectively.



6 Loans - Non current

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Unsecured, considered good		
Loans to related parties (Refer Note (a) below)	1,33,114	1,22,561
Less: Provision for expected credit loss	(94,787)	(87,272)
	<u>38,327</u>	<u>35,289</u>

(a) In Bilt Paper B.V ("BPBV"), loan of USD 1620 Lakhs given to Ballarpur Paper Holdings B. V. @ 9.9% p.a. Out of USD 1620 Lakhs, USD 950 Lakhs is repayable in ten years from the date of disbursement i.e. 11th August, 2011 and remaining USD 670 Lakhs is repayable on demand. The BPBV has taken the provision of USD 1150 Lakhs Approx., based on realization.

7 Other financial assets - Non current

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Unsecured, considered good		
Security Deposits	382	382
Bank deposits with maturity period more than 12 months (Refer Note (a) below)	157	157
	<u>539</u>	<u>539</u>

(a) Bank Deposits includes deposits held as security against guarantees given by the Parent of Rs. 157 Lakhs (Previous year Rs. 157 Lakhs).

8 Deferred tax assets / (liabilities) (net)

(a) Major components of deferred tax assets and liabilities are as follows

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
A Deferred tax assets		
(i) Expenses allowable on payment basis (Section 43B of Income Tax Act, 1961)	17,560	17,560
(ii) Unabsorbed tax depreciation	2,504	2,504
	<u>20,064</u>	<u>20,064</u>
B Deferred tax liabilities		
(i) Difference between written down value of property, plant and equipment (PPE) and intangible assets as per books of account and as per Income Tax Act 1961.	8,140	8,140
	<u>8,140</u>	<u>8,140</u>
	<u>11,924</u>	<u>11,924</u>
Presentation in Balance Sheet		
Deferred tax assets (net)	11,924	11,924
Deferred tax liabilities (net)	-	-
	<u>11,924</u>	<u>11,924</u>



8 Deferred tax assets / (liabilities) (net) (Ctnd..)

**(b) Movement in deferred tax assets and liabilities
2022 - 23**

Particulars	₹ in Lakhs			
	Opening Balance	Recognized in profit or loss	Recognized in OCI	Closing Balance
(i) Expenses allowable on payment basis (Section 43B of Income Tax Act, 1961)	17,560	-	-	17,560
(ii) Unabsorbed tax depreciation	2,504	-	-	2,504
(iii) Difference between written down value of PPE and intangible assets as per books of account and as per Income Tax Act.	(8,140)	-	-	(8,140)
	11,924	-	-	11,924

2021 - 22

Particulars	₹ in Lakhs			
	Opening Balance	Recognized in profit or loss	Recognized in OCI	Closing Balance
(i) Expenses allowable on payment basis (Section 43B of Income Tax Act, 1961)	17,560	-	-	17,560
(ii) Unabsorbed tax depreciation	2,504	-	-	2,504
(iii) Difference between written down value of PPE and intangible assets as per books of account and as per Income Tax Act.	(8,140)	-	-	(8,140)
	11,924	-	-	11,924

(c) Since CIRP of the Parent was in progress as at 31 March 2023, the certainty as to the realization of deferred tax assets cannot be ascertained at this stage. Consequently, adjustments to deferred tax (net) available have not been given effect to, during the year. No additional deferred tax assets have been recognized during the year.

(d) The Parent has carried forward deferred tax assets (Net) of Rs. 11,924 Lacs considering the ongoing CIRP, the certainty as to realization of deferred tax assets cannot be ascertained at this stage. Consequently, adjustments to deferred tax (net) have not been given effect during the year. No additional deferred tax assets have been recognized during the year.



9 Other non current assets

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Balances with government authorities	29	29
	29	29

10 Inventories

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Raw materials (Refer note (d) below)	1	1
Work in progress	3	3
Finished goods (including stock-in-trade) (Refer note (d) below)	12	12
Stores and spares (Refer note (d) below)	1,647	1,648
Chemicals (Refer note (d) below)	14	14
	1,677	1,678

- (a) During the year, Rs.1 Lakh (Previous year Rs.1 Lakhs) was recognised as expense towards write down of inventories by Parent. (Refer Note no 36)
- (b) Due to the Parent's status under Corporate Insolvency Resolution Process (CIRP) & the effects of COVID-19, there was a shortage of available employees. Consequently the Parent's management did not conduct the physical count of inventories as at 31st March 2023.
- (c) Inventories are valued at cost or NRV whichever is lower.
- (d) There were no raw materials, finished goods, stores and spares, or chemicals in transit during the current and previous financial years.

11 Trade receivables

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Considered good		
Due from related parties	0	0
Due from others (Refer note (a) below)	44350	44350
	44350	44350
Considered Doubtful		
Due from related parties	0	0
Due from others (Refer note (b) below)	583	583
Less: Provision for expected credit loss	0	0
	583	583
	44933	44933

- (a) The trade receivables are unsecured.
- (b) The Parent has not maintained Customer Wise accounts in the books of account due to data migration from Oracle to Tally (refer note no 54). Based on the copies of ledger & communication received from one of its debtors, the Parent has ascertained the amount of ₹ 658 lakhs receivable from them as on 31.03.21 & has received ₹ 76 Lakhs during FY 2021-22, hence balance receivable as on 31.03.22 is ₹ 583 Lakhs & accordingly accounted this amount under trade receivables. The said debtor has informed the Parent through a letter dated 15.06.23 about their shortage of funds to pay. They have requested the Parent to adjust the stock held by the Parent on behalf of such debtor against the outstanding due. This adjustment will be done in the subsequent financial years.
- (c) The new Management of the Parent has transferred the books of accounts of the Parent from the erstwhile Oracle Software to Tally software. As the Parent has not been able to retrieve the detailed books of accounts from the Oracle Software hence, it is not feasible for the Parent to compile and provide the ageing analysis of trade receivables, as only the Control General Ledgers (GLs) were accessible from Oracle and transferred to Tally. Additionally, the necessary provision entries, adjustments, and ledger-wise accounting were not recorded in their original form.



12 Cash and cash equivalents

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Balances with Banks :		
- On current accounts (Refer note (a) & (b) below)	194	197
Cash on hand	1	1
	<u>195</u>	<u>198</u>

- (a) Bank reconciliation statements of the Parent as at 31 March 2023 have not been prepared for 11 bank accounts having a carrying amount of Rs. 9.07 Lakhs since the bank statements were not available for these bank accounts. Also, no balance confirmation could be obtained from any of the banks.
- (b) The bank accounts of Bilt Paper B.V. ("BPBV") have been closed by the bank itself in previous year. The management of BPBV is of the view that this is not going to impact the concept of going concern as in case of need, the BPBV would transact all financial aspects through the support of group company.

13 Other bank balances

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
In deposit accounts exceeding three months but less than twelve months (Refer note (b) below)	19	19
Earmarked Balance with Banks in unpaid dividend accounts (Refer note (a) below)	28	28
	<u>47</u>	<u>47</u>

- (a) Bank reconciliation statements of the Parent as at 31 March 2023 have not been prepared for 5 bank accounts related to unpaid dividend having a carrying amount of Rs. 27.59 Lakhs since the bank statements were not available for these bank accounts. Also, no balance confirmation could be obtained from any of the banks.
- (b) Details of bank deposits of the Parent with original maturity exceeding 3 months but less than 12 months as at 31 March 2023 are not available. Also, neither the balance confirmation certificate nor interest on bank deposit certificate could be obtained from bank.

14 Loans - current

Particulars	As at 31st March 2023	As at 31st March 2022
Unsecured, considered good		
Loans to related parties (net) (Refer Note (a) below and 26(a))	20542	193098
Less: Provision for expected credit loss	-29	-42211
	<u>20513</u>	<u>150887</u>

- (a) In Ballarpur International Holdings B.V. ("BIHBV"), loan of USD 235 Lakhs provided to Ballarpur Paper Holdings B. V. @ 1.9% p.a. with one time repayment after 3 years. This loan has been provided vide agreement dated 13th July, 2015. The outstanding loan amount includes the redemption premium of USD 15 Lakhs charged over the period from its subsidiaries.



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15 Other financial assets - current

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Security Deposits	274	274
Others	58	58
Less: Provision for expected credit loss	(12)	(12)
	<u>320</u>	<u>320</u>
Unsecured, considered good		
Interest accrued on deposits	23	21
Interest receivables from related party	88,337	75,602
Advances to related parties	181	471
Advances to others	23,097	22,764
Less: Provision for expected credit loss	(85,356)	(73,222)
	<u>26,602</u>	<u>25,956</u>

16 Current tax assets (net)

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Income tax paid (included TDS)	3	3
	<u>3</u>	<u>3</u>

17 Other current assets

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Prepaid expenses	18	18
Advances to employees	-	66
Balance with government authorities (Refer Note (a) below)	1,240	1,204
Advances to trade creditors	-	2,997
	<u>1,258</u>	<u>4,285</u>

- (a) The balances with government authorities includes Input Tax Credits related to Goods & Services Tax, the parent's management is under the process of reconciling these balances.



18 Equity share capital

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Authorised share capital		
1,50,00,00,000 (31 March 2022: 1,50,00,00,000) equity shares of Rs. 2/- each	30,000	30,000
1,00,00,000 (31 March 2022: 1,00,00,000) preference shares of Rs. 100/- each	10,000	10,000
	40,000	40,000
Issued share capital		
1,293,455,756 (31 March 2022: 1,293,455,756) equity shares of Rs. 2/- each	25,871	25,871
Subscribed and paid-up share capital		
1,293,455,756 (31 March 2022: 1,293,455,756) equity shares of Rs. 2/- each	25,871	25,871
	25,871	25,871

(a) Reconciliation of number of shares

Particulars	As at 31st March 2023		As at 31st March 2022	
	Nos	₹ in Lakhs	Nos	₹ in Lakhs
At the beginning of the year	1,29,34,55,756	25,871	1,29,34,55,756	25,871
Add: Issued during the year	-	-	-	-
At the end of the year	1,29,34,55,756	25,871	1,29,34,55,756	25,871

(b) Terms and Rights attached to Equity Shares

The Parent has one class of equity shares having a par value of ₹ 2 per share. Each shareholder is eligible for one vote per share held. There are no restrictions attached to any specific shareholder. They entitle the holders to participate in dividends and to share in the proceeds of winding up the Parent in proportion to number of shares and amounts paid on the shares held.

(c) The Parent does not have Holding Company / ultimate Holding Company. The subsidiaries of the Parent does not hold any shares in the Parent.

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

Particulars	As at 31st March 2023		As at 31st March 2022	
	Nos	Holding %	Nos	Holding %
(i) Avantha Holdings Limited	31,19,32,718	24.12%	31,19,32,718	24.12%
(ii) Life Insurance Corporation of India	8,55,50,701	6.61%	8,55,50,701	6.61%
(iii) ICICI Bank Limited	15,54,69,351	12.02%	15,54,69,351	12.02%

(e) Others

(i) The Parent has not reserved any shares for issue under options as at 31 March 2023 (As at 31 March 2022 : Nil shares)

(ii) The Parent has not allotted any bonus shares in the immediately preceding five year ended 31 March 2023. (previous period of five years ended 31 March 2022: Nil shares)

(iii) The Parent has not issued any shares for consideration other than cash during the period of five years immediately preceding the reporting date.

(iv) The aggregate number of equity shares bought back in immediately preceding five years ended 31 March 2023 is Nil. (previous period of five years ended 31 March 2022 - Nil)

(v) Calls unpaid as at 31 March 2023 - Rs. Nil. (31 March 2022 : Rs. Nil)



19 Other equity

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Capital reserve	5,02,061	3,824
Securities premium reserve	1,15,833	1,15,833
Preference share capital redemption reserve	7,385	7,385
Debenture redemption reserve	2,101	2,101
Subordinate perpetual Capital Securities	1,64,339	1,51,310
Capital reserve on consolidation	(1,090)	(1,090)
General reserve	80,810	80,810
Retained Earnings	(10,39,334)	(9,83,397)
Items of Other Comprehensive Income (OCI)		
Re-measurement of the net defined benefit Plans	(721)	(721)
Equity instruments through OCI	(9,048)	(9,048)
Foreign currency translation reserve	2,35,425	2,41,747
Share of OCI in Associates / JVs	(294)	(270)
	57,469	(3,91,516)

(a) Refer statement of changes in equity for detailed movement in components of other equity.

(b) Nature and purpose of reserves

(i) Securities premium reserve

The amount received in excess of face value of the equity shares is recognised in securities premium. The reserve can be utilised in accordance with the provisions of Companies Act 2013 and are not available for distribution to the share holders.

(ii) Preference share capital redemption reserve

Preference Share Capital Redemption Reserve represents the statutory reserve created. The said capital redemption reserve account may be applied by the Group, in paying up unissued shares of the Group to be issued to shareholders as fully paid bonus shares.

(iii) Debenture redemption reserve

The Ministry of Corporate Affairs vide notification dated August 16, 2019, amended the Companies (Share capital and Debenture) Rules, 2014 by which the Group is no longer required to create DRR towards the debentures issued. Earlier to this amendment, the Group was required to maintain a DRR of 25% of the value of debentures issued, either by a public issue or on a private placement basis and the amounts credited to the DRR was not to be utilised by the Group except to redeem debentures. The above amount represents the DRR created out of profits of the Group prior to the said notification.

(iv) Subordinate perpetual Capital Securities

During the year 2011-12, the Group, through its step-down subsidiary BILT Paper B.V., raised USD 200 Million through issue of Unsecured Dollar denominated 9.75% Subordinated Perpetual Capital Securities (The Securities). These Securities are perpetual in nature with no maturity or redemption and are callable only at the option of BILT Paper B.V. in the 5th/10th year from the date of allotment of Securities and thereafter on every interest payment date. As these Securities are perpetual in nature and ranked senior only to the Share Capital of BILT Paper B.V., these are considered to be in nature of equity instrument and are not considered as "Debt" and the distribution on such Securities is not considered under "Interest". BILT Paper B.V. may at its sole discretion, opt to defer payment of Interest on such Securities. The equity portion of the compound financial instrument is recognized as a separate component of equity.

(v) Capital reserve on consolidation

Capital reserve represents the difference between value of the net assets transferred to the Group in the course of business combinations and the consideration paid for such combinations.

(vi) General reserve

The Group created a general reserve in earlier years pursuant to the provisions of the Companies Act wherein certain percentage of profits were required to be transferred to general reserve before declaring dividends. As per Companies Act 2013, the requirement to transfer profits to general reserve is not mandatory. General reserve is a free reserve available to the Group.



19 Other equity (Ctnd..)

(b) Nature and purpose of reserves (Contd.)

(vii) Retained Earnings

Retained earnings are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

(viii) Re-measurement of net defined benefit plans

Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in 'Other comprehensive income' and subsequently not reclassified to the statement of profit or loss.

(ix) Equity instruments through OCI

The fair value change of equity instruments designated as measured at fair value through other comprehensive income is recognised in equity instruments through other comprehensive income and are not subsequently reclassified to statement of profit or loss. Upon derecognition, the cumulative fair value changes on the said instruments are reclassified to retained earnings directly.

(x) Debt instruments through OCI

The fair value change of debt instruments as measured at fair value through other comprehensive income is recognised in debt instruments through other comprehensive income and are subsequently reclassified to statement of profit or loss. Upon derecognition, the cumulative fair value changes on the said instruments are reclassified from equity to Profit & Loss.

(xi) Foreign currency translation reserve

Exchange differences arising on translation of assets, liabilities, income and expenses of the Group's foreign subsidiaries are recognised in other comprehensive income and accumulated separately in foreign currency translation reserve. The amounts recognised are transferred to the consolidated statement of profit and loss on disposal of the related foreign subsidiaries.



19 Other equity (Ctnd..)

(c) Other comprehensive income accumulated in other equity, net of tax

(i) Items that will not be subsequently reclassified to statement of profit or loss

Particulars	Remeasurement of net defined benefit plans	Equity instruments through OCI	Share of OCI in Associates/JVs	Total
As at 1st April 2021	(721)	(9,048)	11	(9,758)
Remeasurement gain/(loss) on net defined benefit plans	-	-	-	-
Addition and adjustments for sale/strike off and changes in control of subsidiaries during the year (net)	-	-	-	-
Other comprehensive income for the year	-	-	(281)	(281)
Share of OCI in Associates/JVs	-	-	-	-
Income tax effect	-	-	-	-
As at 31st March 2022	(721)	(9,048)	(270)	(10,039)
As at 1st April 2022	-	-	-	-
Remeasurement gain/(loss) on net defined benefit plans	-	-	-	-
Addition and adjustments for sale/strike off and changes in control of subsidiaries during the year (net)	-	-	-	-
Other comprehensive income for the year	-	-	(24)	(24)
Share of OCI in Associates/JVs	-	-	-	-
Income tax effect	-	-	-	-
As at 31st March 2023	(721)	(9,048)	(294)	(10,063)

(ii) Items that will be subsequently reclassified to statement of profit or loss:

Particulars	Foreign currency translation reserve	Total
As at 1st April 2021	2,44,542	2,44,542
Exchange differences in translating the financial statements of foreign subsidiaries	(2,795)	(2,795)
As at 31st March 2022	2,41,747	2,41,747
Exchange differences in translating the financial statements of foreign subsidiaries	(6,322)	(6,322)
Distribution for the year	-	-
As at 31st March 2023	2,35,425	2,35,425

Particulars	As at 31st March 2023	As at 31st March 2022
Items that will not be reclassified to profit or loss	(10,063)	(10,039)
Items that will be reclassified to profit or loss	2,35,425	2,41,747
	2,25,362	2,31,708



20 Non-controlling interest

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Balance at the beginning of the year	1,46,503	96,813
Share of loss for the year	(53)	58,008
Other comprehensive income for the year	4,747	987
Distribution for the year	(11,037)	(9,305)
	1,40,160	1,46,503

(a) Details of non-wholly owned subsidiaries that have material non-controlling interest

Name of Subsidiary	Place of incorporation and principal place of business	Proportion of ownership interests and voting rights held by non-controlling interest		Profit / (Loss) allocated to minority interests	
		As at 31st March 2023	As at 31st March 2022	2022 - 23	2021 - 22
		(i) BILT Paper B.V.	Netherlands	37.79%	37.79%

(b) Summarized financial information in respect of subsidiaries that have material non-controlling interest

Particulars	BILT Paper B.V.	
	2022 - 23	2021 - 22
	Revenue	12,882
Profit / loss for the year	(139)	1,53,502
Other comprehensive income	12,561	2,612
Total comprehensive income	12,422	1,56,114
Profit / (loss) allocated to non-controlling interest	(53)	58,008
Dividend to non-controlling interest	-	-

Particulars	BILT Paper B.V.	
	2022 - 23	2021 - 22
	Current assets (a)	6
Current liabilities (b)	1,65,435	1,24,682
Net current assets/(liabilities) (c = a - b)	(1,65,429)	(1,24,676)
Non-current assets (d)	4,66,699	4,29,700
Non-current liabilities (e)	-	-
Net non current assets /(liabilities) (f = d - e)	4,66,699	4,29,700
Net assets / (liabilities) (c+f)	3,01,270	3,05,024

Particulars	BILT Paper B.V.	
	2022 - 23	2021 - 22
	Cash flow from operating activities	-
Cash flow from investing activities	-	-
Cash flow from financing activities	-	-
Total cash flow	-	-



21 Borrowings

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Non current borrowings		
Unsecured		
Zero coupon convertible bonds	-	11,348
Loans from related parties	-	14,571
		25,919
Current borrowings		
Secured		
Borrowings	1,57,243	3,68,430
Unsecured		
Zero coupon convertible bonds	12,326	-
Loans from related parties	15,825	-
	1,85,394	3,68,430

a) Segregation of Borrowings into Secured, Unsecured, Working Capital is not available with new management of Parent. Hence, bifurcation of the same has not been given for FY 2021-22.

b) Events Occurring after the Balance Sheet Date:

During the financial year 2022-23, the Parent was undergoing Corporate Insolvency Resolution Process (CIRP), and the final resolution plan was approved by the Hon'ble National Company Law Tribunal, Mumbai (NCLT) on 31st March 2023. The resolution plan provided settlement of financial creditors amounting to ₹556.53 crores in a combination of equity shares of 4.13 crores, 7% Non-Convertible Debentures (NCDs) of ₹ 393.25 crores, and 0.01% Cumulative Redeemable Preference Shares (CRPS) of ₹ 49.87 crores. The plan further allowed an option for financial creditors to opt for upfront cash in exchange for the equity shares, CRPS, and NCDs (upfront cash against CRPS and NCDs shall be at an amount calculated at discount rate of 20%).

Subsequent to the reporting date, in FY 2023-24, some of the financial creditors exercised this option, resulting in a lower settlement payout of ₹532.48 crores.

As per Ind AS 10, this event provides additional evidence of conditions existing at 31st March 2023, confirming that the liability recorded as at 31st March 2023 should be revised. Therefore, the Parent has adjusted the financial liability to ₹532.48 crores as of 31st March 2023.

c) The Parent had accrued finance costs in accordance with the terms of the agreement during the financial year. However, in accordance with the resolution plan approved by the Hon'ble NCLT, Mumbai Bench, on 31st March 2023, the liability has been extinguished to the extent of the claim payable, and this adjustment is reflected under exceptional items.

d) Pursuant to the commencement of CIRP of Parent, the following claims from financial creditors have been admitted by the Resolution Professional ("RP") (Also refer note 39):

₹ in Lakhs

S. No	Name of Bank / Financial Institution	Amount admitted 31st March 2023	Amount admitted 31st March 2022
1	IDBI Bank Ltd.	-	85,015
2	Suraksha Asset Reconstruction Company Limited (SARC)	-	46,275
3	Orbit Investment Securities Pic	-	32,890
4	Axis Bank Limited	-	20,780
5	Varanium India Opportunity	-	18,756
6	Finquest Financial Solutions Pvt. Ltd.	-	17,474
7	Kotak Mahindra Bank Ltd	-	14,657
8	Punjab National Bank (E-OBC)	-	13,883
9	LIC of India	-	12,523
10	Phoenix ARC Pvt. Ltd.	-	9,168
11	HDFC Bank Ltd.	-	8,850
12	Exim Bank	-	8,128
13	DBS Bank Ltd	-	7,009
14	Deutsche Bank	-	6,356
15	Indusind Bank Ltd.	-	6,193
16	The Hongkong and Shanghai Banking Corporation Ltd.	-	4,849
17	Federal Bank	-	4,465
18	Citi Bank	-	203
			3,17,474



21 Borrowings (Contd.)

(ii) Apart from the above, the following claims also have been lodged:

- (a) The Parent had issued a corporate guarantee of ₹ 13,380 Lakhs to Edelweiss Assets Reconstruction Company Limited (EARC) on account of loan taken by one of the subsidiary of associate, Bilt Graphic Paper Products Limited (BGPPL). EARC has a charge over industrial land admeasuring 590.36 acres situated in Choudwar, Orissa. EARC has claimed this corporate guarantee with the resolution professional under CIRP. RP has admitted the claim of EARC at a nominal value of ₹ 1/- under the "Other creditors/secured creditors". However, EARC has filed an application with the Hon'ble NCLT Mumbai to pass necessary order allowing EARC to enforce its exclusive charged security interest in immovable asset outside the CIRP of Corporate Debtor. The same application has been disposed off by the Hon'ble NCLT. Further, EARC filed an appeal at NCLAT on 19th April 2023 against the NCLT order seeking directions to Respondents to reject the revised Resolution Plan submitted by Finquest, being ineligible u/s 29A & prohibit the sale of the Immovable Asset exclusively charged in favor of the Appellant. Further, allow the Appellant to enforce the said charged security interest on the Immovable Asset outside the CIRP., the Hon'ble NCLAT declined to pass any interim order as prayed for by EARC on 04.07.23. Further, EARC filed an appeal at Supreme Court of India, the matter is still pending at Supreme Court.
- (b) The Parent had issued a corporate guarantee dated 28th March 2016 of Rs. 15,000 Lakhs to IndusInd Bank as a security for Term Loan Facility availed by one of the related parties i.e. Avantha Realty Limited. The said corporate guarantee was invoked during August 2020 and an amount of Rs. 11,152 Lakhs has been additionally claimed by IndusInd Bank through the revised claim filed by the IndusInd Bank, with the resolution professional under CIRP. Since, as on insolvency commencement date i.e. 17th January 2020, there was no default vis-a-vis corporate guarantee issued by the Parent as a security for term Loan Facility availed by Avantha Realty Limited, therefore, the RP has rejected the said additional claim of Rs. 11,152 Lakhs in accordance with the provisions of Insolvency and Bankruptcy Code 2016 and the rules framed thereunder. Further, IndusInd bank has filed an application before the Hon'ble NCLT, Mumbai with respect to rejection of additional claim amount of Rs. 11,152 lakhs. Pending outcome of the application filed by IndusInd Bank, the said claim was disclosed as a contingent liability as at 31st March 2020. Subsequently, the said application has been disposed off by the Hon'ble NCLT in favour of the Parent.
- (c) Borrowings From Banks and Financial Institutions based on the claims as per the books of accounts as part of CIRP is as follows:

		₹ in Lakhs	
S. No.	Name of Bank / Financial Institution	As at 31st March, 2023	As at 31st March, 2022
1	IDBI Bank Ltd.	21,949	87,704
2	Suraksha Asset Reconstruction Company Limited (SARC)	18,727	48,427
3	Orbit Investment Securities Plc	1,097	32,890
4	Axis Bank Limited	2,567	21,917
5	Varanium India Opportunity	626	18,756
6	Finquest Financial Solutions Pvt. Ltd.	1,656	18,975
7	Kotak Mahindra Bank Ltd	489	15,073
8	Punjab National Bank (E-OBC)	463	14,304
9	LIC of India	2,027	12,872
10	Phoenix ARC Pvt. Ltd.	1,263	9,443
11	HDFC Bank Ltd.	295	9,209
12	Exim Bank	1,119	8,336
13	DBS Bank Ltd	234	7,196
14	Deutsche Bank	212	6,476
15	IndusInd Bank Ltd.	207	6,343
16	The Hongkong and Shanghai Banking Corporation Ltd.	162	4,981
17	Federal Bank	149	4,587
18	Citi Bank	7	203
		53,249	3,27,690

Notes:

- (i) Redeemable non-convertible debenture carry interest at 11.75%, long term loans from banks and financial institutions carry interest ranging from 11% to 16.85% and the working capital facilities carry interest ranging from 3.48% to 16%.
- (ii) The borrowings from Banks and Financial Institutions as per books of accounts as on 31st March, 2022 stood at Rs. 3,27,690 lacs. As mentioned above, as per the Resolution Professional (RP), the admitted claims as on 3rd December, 2020 stood at Rs. 3,17,474 lacs.
- (d) **Balance Confirmation Pending from Banks and Financial Institutions**
 The confirmations and reconciliation of all secured and unsecured loans / borrowings and interest accrued thereon are pending from the Parent's Management. The Parent's management is in the process of obtaining confirmations and reconciliation of balances and ascertaining the impact of which is not ascertainable at present (Also refer note 55). Bank Balances and borrowings as at 31.03.22 aggregating to Rs. 3,27,690 lakhs are subject to confirmation & consequent reconciliation, if any.
- (e) **Default in repayment of borrowings and payment of interest**
 The Parent has defaulted in repayments of borrowings and payment of interest to the lenders. During the Financial year 2019-20 the Parent has been admitted into corporate insolvency resolution process ('CIRP') by Hon'ble national company law tribunal, Mumbai bench ('NCLT') pursuant to an application made by a financial creditor. Based on the financial creditors' claims admitted by the resolution professional ('RP'), aggregate additional liability of Rs. 27,945 Lakhs (Rs. 27,742 Lakhs during FY 2019-20 and Rs. 203 Lakhs during FY 2020-21 with corresponding charge to finance cost) representing the difference between the financial creditors claims admitted by the RP and the carrying amount of borrowings (including interest accrued) (refer note 52). The Parent is in the process of reconciling the differences and hence, details of default in repayment of borrowings and interest payment as at 31st March 2021 and as at 31 March, 2022 are not ascertainable.



21 Borrowings (Ctnd..)

(e) Secured term loans

In Ballarpur International Holdings B.V. ("BIHBV"), term loan of USD 20 million has been obtained from IDBI Bank Limited (rate of interest 4.8% + LIBOR) is secured by corporate guarantee of Parent. The loan is repayable in three annual equal installments starts at the end of 4th, 5th and 6th year from the date of first utilisation i.e. starting from October 6, 2019. The Bank has invoked the Guarantee given by Parent via letter dated 28.06.2019. Now, the loan has become payable to Parent.

Further based on the order of National Company Law tribunal, Mumbai Bench, BILT has settled the corporate guarantee given to the lender. Basis on the Order the BIHBV has reinstated the loan as payable to lenders.

In Ballarpur International Holdings B.V. ("BIHBV"), term loan of Credit Agricole Bank USD 55.0 million has been (rate of interest 4.8% + LIBOR) is secured by way of pari-passu charge against pledge of Bilt Paper B.V. ("BPBV") shares and corporate guarantee by Parent. The loan is repayable in three equal installments starts from 48 months of agreement i.e. January 02, 2015. In the previous years the lender has issued reminders to the guarantor (Parent) for the recovery of certain defaults in payment of interest which the borrower has failed to pay. Since, the guarantor has failed to honor the reminders; the lender has accelerated the recovery of the outstanding loan, interest and other amount of dues payable to it. The Bank has invoked the Guarantee through letter dated 08th June 2018, Thereby, all the amounts standing to its credit in the books has been reclassified as under "Due to Related Party". The loan amount of 20 MN USD has been transferred from Axis Bank Limited, Hong Kong Branch to Varanium India Opportunity Limited on 27th April, 2018. The remaining amount of 35 MN USD loan has been assigned by Credit Agricole Corporate and Investment Bank to Orbit Investment Securities Services Plc. with effect from 17th May' 2019.

Consequent to default in servicing of debt, the lenders invoked the share rights and voting rights in respect of BPBV's pledged shares held by the BIHBV on 25th May 2018 and 25th June 2018, by Varanium India Opportunity Limited and Orbit Investment Securities Services Plc. respectively.

Further based on the order of National Company Law tribunal, Mumbai Bench, Parent has settled the corporate guarantee given to the lender. Basis on the Order the BIHBV has reinstated the loan as payable to lenders.

(f) Short Term Borrowings

In Ballarpur International Holdings B.V. (BIH), BIH has obtained short term facility from IndusInd Bank equivalent to USD 30 Million (rate of interest 4.00 % plus LIBOR) on 12 July 2018 out of which USD 25 Million has been availed on same date. The facility is secured by the followings:

i) Assigning receivables of Ballarpur Paper Holding B.V. ("BPHBV") the facility become repayable as soon as the BPHBV receives the proceed from sale of its investment in Sabah Forest Industries (SFI).

ii) Conversion of CCD held by BPHBV into shares of Bilt Graphic paper products Limited (BGPPL) and buyback of shares by BGPPL. The proceeds from buyback will be used to repay the loan.

(g) Unsecured term loans

In Ballarpur International Holdings B.V. (BIH), in accordance with the subscription and Participation Agreement signed between the BIH, Parent and Avantha International Assets B.V. (earlier held by JP Morgan Special Situations Asia Corporation), the BIH has the issued Zero Coupon Convertible Bonds. The conversion rights under the agreement provides the right to a holder to convert them into Conversion Share, in the ratio of a bond such that with a face value of Euro 50,054 will be converted into 50,054 shares at a par value of Euro 1.00 per share . The notes are yet to be converted.

The Company has obtained from Ballarpur Industries Limited (holding company) a USD 24.78 Million loan (rate of interest 6.5% + LIBOR). The loan was repayable in 5 years from the date of disbursement i.e. 29th April, 2016. The loan balance was USD 19.26 Million as at 31 March 2023.



22 Other financial liabilities

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Security Deposit	-	35
Due to Related Parties (Refer note 42)	-	96,596
	-	<u>96,631</u>

23 Provisions - Non current

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Provisions for employee benefits	-	1,723
Provision for gratuity (Refer note (a) below)	-	621
Provision for leave encashment (Refer note (a) below)	-	<u>2,344</u>

- (a) Actuarial valuation of Parent has not been carried out for gratuity and compensated absences obligation as at 31 March 2023. Provision for gratuity & compensated absences has not been created by Parent as at 31.03.23 as the actuarial valuation report is not available. (Also refer note 41)

24 Other non current liability

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Other Liabilities	19	19
	<u>19</u>	<u>19</u>

25 Trade payables

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Due to		
(a) Due to Micro and small enterprises (Refer note (a) below)	-	-
(b) Due to other than micro and small enterprises		
Related Parties (Refer note 42)	66	64
Others	9,104	21,219
	<u>9,170</u>	<u>21,283</u>
Total (a + b)	<u>9,170</u>	<u>21,283</u>

- (a) The Parent is not able to quantify the amount payable to trade payables registered under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) since the vendor wise accounting has not been done and the vendors under MSME have not been identified. Therefore, the disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for FY 2021-22 & FY 2022-23 has not been made.
- (b) Due to the ongoing Corporate Insolvency Resolution Process (CIRP) of Parent, the old management of the Parent was suspended and the power vested with RP as per the Insolvency and Bankruptcy Code, 2016 the ageing analysis of Trade Payables was not performed. Additionally, following the migration from Oracle Software to Tally Software, the detailed books of accounts could not be retrieved, preventing vendor-wise accounting being conducted.

26 Other financial liabilities

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Bank book overdrawn	6	3
Interest accrued but not due on borrowings	2,15,917	2,36,071
Security deposits	-	751
Payable to employee	949	9,062
Liability for compulsory / optional buyback	-	235
Unpaid dividends	-	28
Due to related parties (Refer note 42)	30,424	1,19,870
Liability incurred on behalf of related party	-	71,997
Other payables	12,142	1,516
	<u>2,59,438</u>	<u>4,39,533</u>

- (a) During the year 2018-19, corporate guarantee issued by the Parent with respect to Ballarpur International Holdings B.V. ("BIHBV"), was invoked by the lenders of BIHBV. Accordingly the Parent recognised a liability of ₹ 47,153 Lakhs. Further, the amount is recoverable from BIHBV and accordingly a receivable of ₹ 47,153 Lakhs was recognized and netted off with the liability to lenders.
- During the year 2019-20, further corporate guarantee ("CG") and stand-by letter of credit ("SBLC") issued by the Parent with respect to BIHBV, had been invoked by the lenders of BIHBV. Accordingly the Parent had recognised additional liability of ₹ 24,844 Lakhs and recognized additional receivable of ₹ 24,844 Lakhs from BIHBV. Further, as part of the corporate insolvency resolution process, claims have been submitted by these lenders aggregating to ₹ 71,997 lakhs which has been accepted by the resolution professional. In view of these developments, the Parent's management has grossed up the liabilities accrued towards CG, SBLC and the corresponding receivables from BIH (₹ 71,997 Lakhs) is reclassified and included in 'Loans to Related parties' under note 14. Also refer note 42.
- (b) Further, as part of the corporate insolvency resolution process, claims have been submitted by these lenders aggregating to Rs. 71,997 Lakhs out of which Rs. 68,381 lakhs has been accepted by the resolution professional. Also refer note 21(i)(c)



27 Other current liabilities

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Advance received from customers		
From Related Party (Refer note 42)	-	1,370
From Others	38,144	38,954
Statutory dues	32	9,170
	38,176	49,494

28 Provisions - current

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Provisions for employee benefits :		
Provision for gratuity [Refer note (a)]	-	1,961
Provision for compensated absences [Refer note (a)]	-	273
Others provisions [Refer note (b) below]	-	169
	-	2,403

(a) Actuarial valuation of Parent has not been carried out for gratuity and compensated absences obligation as at 31 March 2023. Provision for gratuity & compensated absences has not been created by Parent as at 31.03.23 as the actuarial valuation report is not available.(Also refer note 41)

(b) Disclosures pursuant to Ind AS 37 'Provisions, contingent liabilities and contingent assets'

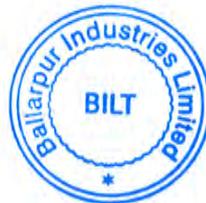
(i) Movement in provisions

Particulars	₹ in Lakhs			
	Anti- dumping duty	Water cess	Provision for disputed sales tax / VAT liability	Total
As at 1st April 2021	-	-	164	164
Additional provision during the year	-	-	5	5
Provision used / reversed during the year	-	-	-	-
	-	-	169	169
As at 31st March 2022	-	-	-	-
Additional provision during the year	-	-	169	169
Provision used / reversed during the year	-	-	-	-
	-	-	-	-
As at 31st March 2023	-	-	-	-

(ii) Disclosures in respect of contingent liabilities is given in note 39.

29 Current tax liability (net)

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Provision for current taxes	-	11,958
Less: Tax paid (including TDS)	-	(5,943)
	-	6,015



30 Revenue from operations

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Sale of products		
Paper (including coated)	-	3
	-	3
Other operating revenue		
Scrap sale	-	35
	-	35
	-	38

Disclosure pursuant to Ind AS 115 'Revenue from contracts with customers'

(a) Reconciliation of revenue from contract with customers

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Revenue from contract with customers as per contract price (net of discounts/rebates/incentives)*	-	3
Other operative revenue	-	35
Revenue from operations	-	38

* Details of discounts/rebates/incentives are not disclosed since these are considered as sensitive information pertaining to the operations of the Parent.

(b) Contract balances

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Trade receivables (Refer note 11)	44,933	44,933
Contract assets	-	-
Contract liabilities (Advance received from customers) (Refer note 30)	38,144	40,324

(c) Movement in contract liability (Advance received from customers)

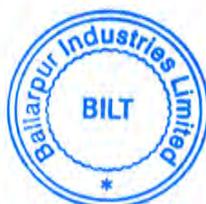
Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Contract liability as at the beginning of the year	40,324	40,375
Advance received during the year	-	-
Amount write back/adjust during the year	(2,180)	(51)
Contract liability as at the end of the year	38,144	40,324

(d) Other disclosures

- (i) There is no significant financing component in any transaction with the customers.
- (ii) Due to the unavailability of essential information concerning performance obligations, thus we are unable to provide the required disclosure this time.
- (iii) Other details with respect to performance obligation, transaction price, etc are disclosed in Note 2.21.

31 Other income

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Interest income	13,271	12,317
Other non operating income	24	6
	13,295	12,323



32 Changes in inventories of finished goods, stock-in-trade and work-in-progress

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Stocks at the beginning of the year		
Finished goods (including stock in trade)	12	12
Work in progress	3	3
	<u>15</u>	<u>15</u>
Stocks at the end of the year		
Finished goods (including stock in trade)	12	12
Work in progress	3	3
	<u>15</u>	<u>15</u>
Net (increase)/decrease in stocks	<u>-</u>	<u>-</u>
Adjustment for loss of control in subsidiaries	-	-
Net (increase)/decrease in stocks	<u>-</u>	<u>-</u>

33 Employee benefits expense

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Salaries and wages	124	500
Contribution to provident and other funds (Refer note 41)	9	88
Staff welfare expenses	3	42
	<u>136</u>	<u>630</u>

34 Finance costs

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Interest expenses (Refer note (a) below)	49,296	53,758
Interest expenses to related party	7,019	1,292
	<u>56,315</u>	<u>55,050</u>

(a) The Parent has charged interest on all the financial creditors' claims accepted by the RP at the rate of 15% p.a.

(b) Ballarpur International Holdings B.V. ("BIH BV") has obtained from Parent a USD 192.6 Lakhs Loan (rate of Interest 6.5% + LIBOR). The loan was repayable in 5 years from the date of disbursement i.e. 29th April, 2016. The balance as at 31st March, 2023 is USD 192.6 Lakhs).

35 Depreciation and amortisation expense

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Depreciation on property, plant and equipment	3,756	5,257
	<u>3,756</u>	<u>5,257</u>



36 Other expenses

₹ in Lakhs

Particulars	2022 - 23	2021 - 22
Consumption of stores and spare parts	-	31
Power and fuel	489	449
Rent	17	15
Repairs to buildings	6	6
Repairs to machinery	45	97
Repairs others	-	1
Insurance	103	85
Rates and taxes	208	358
Other manufacturing expenses	-	4
Office & other expenses	265	376
Bank charges	10	-
Bad Debts and allowance for impairment of financial assets (net)	12,882	27,739
Inventory written off [includes write down of inventory]	1	1
Balances written off (net)	-	51
Director sitting fees	-	-
Legal and professional charges [Refer note (a) below]	252	370
TOTAL	14,278	29,583

(a) Legal and professional charges includes auditor's remuneration as follows

₹ in Lakhs

Particulars	2022 - 23	2021 - 22
Statutory auditors		
Statutory audit fee	19	19
Tax audit fee	1	1
	20	20

37 Exceptional Items

- a) As part of the resolution process approved under the provisions of the Insolvency and Bankruptcy Code (IBC), the Parent has been subject to a resolution plan sanctioned by the National Company Law Tribunal (NCLT). In accordance with the terms of the approved resolution plan, certain liabilities, including dues to operational creditors, government dues and other current and non-current liabilities have been extinguished to the extent that they not payable by the Parent for which gain is booked during the current financial year.
- b) During the year ended 31st March 2022, the Group assessed its property, plant and equipment and financial assets for impairment wherever indicators of impairment existed. Based on this assessment, an impairment loss was recognized on Investment in equity instrument in other companies, Buildings and Plant & Machinery, while a reversal of impairment loss was recorded on an investment in an associate. These adjustments have resulted in a net gain/(loss) of ₹1,24,717 lakhs.

The details are disclosed as under:

₹ in Lakhs

Sr. No.	Particulars	2022 - 23	2021 - 22
1	Building	-	(8,930)
2	Plant & Machinery	-	(35,819)
3	Impairment of Investment in Blue Horizon Investments Limited	-	(3)
4	Reversal of Impairment of Financial Assets	-	1,69,470
5	Extinguishment of operational creditors (including the Central Government, State Government or local authority) as per the resolution plan	11,832	-
6	Extinguishment of financial creditors	3,28,090	-
7	Liability of Financial Creditor booked as per NCLT plan	(53,248)	-
8	Liability of Operational Creditor booked as per NCLT plan	(1,19,760)	-
9	Employee Liability booked as per NCLT plan	(8,802)	-
10	Statutory Liability booked as per NCLT plan	(949)	-
11	Extinguishment of other current and non-current liabilities	4,73,063	-
12	Extinguishment of loans to Related Party	(1,31,989)	-
	Total	4,98,237	1,24,717



38 Going concern**(a) Parent ("BILT")**

The Parent continues to incur heavy losses. There is persistent severe strain on the working capital and this has resulted in considerable decline in the level of operations of the Parent. As stated in note 52, pursuant to the commencement of CIRP, the Board of Directors of the Parent stood suspended and the management of the Parent vested with the RP. The RP was expected to make every endeavour to protect and preserve the value of the property of the Parent and manage the operations of the Parent as going concern.

Even though the Resolution Plan has been Approved by the Hon'ble National Company Law Tribunal, Mumbai on the 31.03.2023 but still there exist Material Uncertainty on Going concern of the Parent. The New Management of the Parent has plans to make the Parent operational & generate revenue in the near future as per the resolution plan & hence the financial statements have been prepared with the assumption of going concern.

(b) Going Concern at Ballarpur International Holdings B.V. (BIH BV)

During the year the Company has total comprehensive loss of Rs. 11,688 lacs (Previous year total comprehensive profits of Rs. 98,265 lacs). As at 31st March, 2023, the accumulated losses (including other comprehensive loss) of the Company was Rs. 1,24,892 lacs (Previous Year Rs. 1,13,205 lacs), which have fully eroded the net worth of the Company and the Company's current liabilities exceeded its current assets by Rs. 1,70,525 lacs (Previous Year Rs. 1,23,473 lacs). As the management believes that, negative working capital would not cause economic difficulties. In view of the Management's expectation of above the financial statements have been prepared on a going concern basis.

(c) Going Concern at Ballarpur Speciality Paper Holdings B.V. (BSPH BV)

During the year the Company has total comprehensive loss of Rs. 66 lacs (Previous year loss of Rs. 38 lacs) as at March 31, 2023, the company has accumulated losses (including other comprehensive loss) of Rs. 377 lacs (Previous year Rs. 311 lacs) which have fully eroded the net worth of the Company and the Company's current liabilities exceeded its current assets by Rs. 364 lacs (Previous year Rs. 298 lacs). As the management believes that, negative working capital would not cause economic difficulties. In view of the Management's expectation of above the financial statements have been prepared on a going concern basis.

(d) Going Concern at Bilt Paper B.V. (BPBV)

During the year the Company has total comprehensive profit of Rs. 12,423 lacs (Previous year total comprehensive profit of Rs. 1,56,114 lacs). As at 31st March, 2023, the accumulated losses (including other comprehensive loss) of the Company was Rs. 105,645 lacs (Previous year Rs. 88,862 lacs), which have fully eroded the net worth of the Company and the Company's current liabilities exceeded its current assets by Rs. 1,65,429 lacs (Previous year Rs. 1,24,676 lacs). As the management believes that, negative working capital would not cause economic difficulties. In view of the Management's expectation of above the financial statements have been prepared on a going concern basis.

39 Contingent Liabilities and commitments

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
(a) Contingent liabilities		
Claims against	-	23,564
Corporate guarantees issued by the Parent and subsidiaries (Refer note (i) and (ii) below, 22(d)(ii)(a) and 22(d)(ii)(b))	15,000	39,532
Indemnity and undertaking executed for stand-by Letter of credit facility on behalf of one of the subsidiaries (Refer note (c)(i))	-	-
Bank Guarantees issued by the Parent on behalf of subsidiaries	-	200
	15,000	63,296
(b) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-
(i) Property, plant and equipment	-	-
	-	-

(i) It is not possible for the Parent to predict the outcome of the pending litigations with accuracy, the Parent believes, based on legal opinion received, that it has meritorious defences to the claims. The Parent's management believes the pending action will not require outflow of resources embodying economic benefits & will not have a material adverse effect upon the results of the operations, cash flows or financial conditions of the Parent.

(ii) In Bilt Paper B.V. ("BPBV"), the BPBV has granted to the lender a corporate guarantee of INR 1500 Million on behalf of Ballarpur Paper Holding B.V.

(iii) In Ballarpur Speciality Paper Holdings B.V. ("BSPHBV"), on April 18, 2011, a Facility Agreement for the amount of USD 100 million was signed by Avantha International Assets B.V. (as borrower), Morgan Walkers Legal Services Ltd LLP (as security agent) and ICICI Bank Bahrain (as original lender) which served the purpose of repayment of the existing facility from ICICI Bank UK Plc. The BSPHBV acts as Obligor and Guarantor under the ICICI Facility Agreement. However, Parent and ICICI have entered into a loan purchase agreement, granting ICICI the right to sell the ICICI loan to Parent for the nominal amount plus accrued interest in the event of default of the BSPHBV or AIA. This implies that in the event of a default by AIA, Parent will replace ICICI Bank as the ultimate lender.



40 Put Options

The Parent had written options in favour of investors of Bilt Paper B.V, a step down subsidiary of the Parent, which requires the Parent to comply with the certain conditions within a stipulated time. Since the conditions were not met, the Parent is required to acquire the shares from the investors of Bilt Paper B.V. at a premium of 20% internal rate of return (IRR) on the value of the Options as per the terms of the Option upon exercise of these options.

The exercise period has commenced and the option holders have not exercised the option as at 31 March 2022. As per the Resolution Plan approved by the Hon'ble National Company Law Tribunal Bench, Mumbai on 31.03.23 there is no provision for satisfaction of such claim.

41 Disclosure pursuant to Ind AS 19 'Employee Benefits'

(a) Defined contribution plan

Contribution to defined contribution Plan is recognized and charged off for the year, are as under :

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
Employer's contribution to provident fund	3	36
Employer's contribution to superannuation fund	4	15
Employer's contribution to ESIC	0	3
Employer's contribution to pension scheme	2	20
	9	74

(b) Defined benefit plan

i) Nature of the benefit

Gratuity: In accordance with applicable Indian laws, the Parent provides for gratuity, a defined benefit plan, covering eligible employees. This plan provides for a lump sum payment to vested employees on retirement, death, incapacity or termination of employment of amounts that are based on salary and tenure of employment. Liability with regard to this plan are determined by actuarial valuation.

The actuarial valuation of gratuity obligation has not been done for any of the units of the Parent as at 31 March 2023 and the provision has been recognized based on Parent's management interest estimation as at 31 March 2023. The reversal of provision created based on management's internal estimation as at 31 March 2023 is ₹ 3684 Lakhs (as at 31 March 2022 ₹ 607 Lakhs).

Further, disclosure pursuant to Ind AS 19 "Employee Benefits" of the Parent is not provided since actuarial valuation is not done as stated above.

(c) Other long term employee benefits (Compensated absences)

The actuarial valuation of compensated absences obligation has not been done for any of the units of the Parent as at 31 March 2023 and the provision has been recognized based on Parent's management interest estimation as at 31 March 2023. The reversal of provision based on management's internal estimation as at 31st March 2023 is ₹ 894 Lakhs (as at 31st March, 2022 is ₹ 42 Lakhs).



BALLARPUR INDUSTRIES LIMITED

CIN: L21010MH1945PLC010337

Notes accompanying the consolidated financial statements**42 Disclosure of related parties/ related party transactions pursuant to Ind AS 24 'Related Party Disclosures'****(a) Enterprises over which control exists**

- (i) Associate Companies - Ballarpur Paper Holdings B.V. (Associate of BILT Paper B.V.)
- (ii) Subsidiary of Associate Company - Bilt Graphic Paper Products Limited (Subsidiary of Ballarpur Paper Holdings B.V.)
- Sabah Forest Industries Sdn. Bhd. (Subsidiary of Ballarpur Paper Holdings B.V.)

(b) Key Management Personnel (KMP)

- (i) Mr. B. Hariharan (upto 15 October 2019)
- (ii) Mr. Gautam Thapar (upto 15 October 2019)
- (iii) Mr. R.R. Vederah (upto 12 June 2023)
- (iv) Mr. Sanjay Mohan Labroo (upto 12 May 2019)
- (v) Mr. Amarjit Singh Dulat (upto 15 May 2019)
- (vi) Mr. Sudhir Mathur (upto 15 May 2019)
- (vii) Mr. Amarendra Pratap Singh (upto 06 October 2019)
- (viii) Ms. Payal Chawla (upto 19 August 2019)
- (ix) Mr. Krishan Verma (upto 27 August 2019)
- (x) Dr. Padmakumar Nair (w.e.f. 15 October 2019 upto 12 June 2023)
- (xi) Ms. Yashashree Gurjar (w.e.f. 15 October 2019 upto 12 June 2023)
- (xii) Mr. Neehar Aggarwal (CEO) (upto 30 June 2023)
- (xiii) Mrs. Bina Dinesh Trivedi - Non Executive Independent Director (W.e.f 08 September 2023 upto 13 June 2024)
- (xiv) Mr. Shaukat Hasanali Merchant - Non Executive Independent Director (W.e.f 08 September 23 upto 13 June 2024)
- (xv) Mr. Yeddala Kesava Reddy as an Additional Director and Whole-time Director, designated as 'Executive Director (W.e.f. 10 June 2024)
- (xvi) Mr. Ruchit Bharat Patel - Non Executive Non Independent Director (W.e.f 08 September 2023 upto 10 June 2024)
- (xvii) Mr. D.G. Rajan - Non Executive Independent Director (W.e.f 12 June 2023 upto 13 June 2024)
- (xviii) Mr. Parashiva Murthy B S - Non Executive Non Independent Director (W.e.f 12 June 2023)
- (xix) Mr. Hardik B. Patel - Whole Time Director & CFO (W.e.f 12 June 2023)
- (xx) Mr. Punit A. Bajaj - Company Secretary (W.e.f 01 July 2023)
- (xxi) Mr. Anuj Jain - Resolution Professional
- (xxii) Mr. Kulandaipaian Thangaraju (W.e.f. 31 July 2024)
- (xxiii) Mr. Panchapakesan Swaminathan (W.e.f. 31 July 2024)
- (xxiv) Mrs. Runel Saxena (W.e.f. 23 September 2024)
- (xxv) Mr. Yogesh Agarwal (upto 24th February 2021)

(c) Related parties with whom the company had transactions during the current year and / or previous year

- (i) Associate companies
 - 1) Ballarpur Paper Holdings B.V. - Associate Company
 - 2) Bilt Graphic Paper Products Limited - Subsidiary of Associate Company
 - 3) Sabah Forest Industries Sdn. Bhd. - Subsidiary of Associate Company



42 Disclosure of related parties / related party transactions pursuant to Ind AS 24 'Related Party Disclosures' (Ctnd..)

- (ii) Other related parties
- 1) Biltech Building Elements Limited
 - 2) Avantha Holdings Limited
 - 3) Avantha Realty Limited
 - 4) BILT Industrial Packaging Company Limited
 - 5) Karam Chand Thapar & Bros. Ltd-PF Trust
 - 6) Arizona Printers & Packers Private Limited
 - 7) Avantha Power and Infrastructure Limited
 - 8) Global Green Company Limited
 - 9) UHL Power Company Limited
 - 10) SMI New Quest India Private Limited
 - 11) Imerys Newquest (India) Private Limited
 - 12) Saraswati Travels (P) Limited
 - 13) Avantha International Assets B.V.
 - 14) Avantha International Holdings B.V.
 - 15) Ballarpur International Packaging Holdings
 - 16) Ballarpur International Graphic Paper Holdings B.V.

(d) Details of related party transactions

Particulars	₹ in Lakhs	
	2022 - 23	2021 - 22
(i) Rental expense		
BILT Graphic Paper Products Limited	8	8
	<u>8</u>	<u>8</u>
(ii) Interest income		
Ballarpur Paper Holding BV	13269	12315
	<u>13,269</u>	<u>12,315</u>
(iii) Reversal of impairment loss on investment		
Ballarpur Paper Holding BV	-	(1,69,470)
	<u>-</u>	<u>(1,69,470)</u>
(iv) Provision for expected credit loss		
Ballarpur Paper Holding BV	12,882	27,739
	<u>12,882</u>	<u>27,739</u>



42 Disclosure of related parties / related party transactions pursuant to Ind AS 24 'Related Party Disclosures' (Ctnd..)

(e) Balances due to/from related parties

₹ In Lakhs

Particulars	As at 31st March 2023		As at 31st March 2022	
	Due to	Due from	Due to	Due from
1) Avantha Power and Infrastructure Limited	-	-	10	-
2) Avantha Realty Limited	416	-	-	61,118
3) Avantha Holdings Limited	220	-	3,707	-
4) Saraswati Travels Private Limited	43	-	43	-
5) BILT Industrial Packaging Company Ltd	-	-	-	858
6) Global Green Company Limited	-	-	-	372
7) Arizona Printers & Packers Pvt. Ltd	-	-	-	1
8) UHL Power Company Limited	-	-	-	473
9) Bilttech Building Elements Limited	-	-	-	1,212
10) Bilt Graphic Paper Products Limited	877	-	97,461	-
11) Sabah Forest Industries Sdn Bhd	-	-	-	146
12) Ballarpur Paper Holdings B.V.	1,167	62,109	-	57,093
13) Ballarpur International Graphic Paper Holdings BV	-	-	-	13
14) Ballarpur International Packaging Holdings	-	-	-	1
	2,722	62,109	1,01,220	1,21,287

Note : Complete information regarding balances due to or due from related parties is not available with Parent. Above disclosure has been made to the best of information available with the Parent's New Management. Also, the details regarding transactions with related parties is not available with the Parent's new management.

(d) Terms and conditions of transactions with related parties

- All the transactions with related parties entered during the year were in the ordinary course of business.
- All the balances due to and due from related parties are unsecured. All the balances due to and due from related parties are interest free other than interest bearing loans.
- For the previous year ended 31 March 2022, the Parent has not recognized any provision for Expected credit loss of receivables relating to amounts due from related parties. This assessment was undertaken each financial year examining the financial position of the related party and the market in which the related party operates. The total provision for expected credit loss against receivables from related parties as at 31 March 2022 is ₹ 42,211 lakhs. The said assessment has not been carried out in current financial year as the receivables from related parties were written off.
- During the year 2020-21, Parent had entered into a rent agreement with related party i.e. BGPPL, pursuant the approval taken by the Resolution Professional from the Committee of Creditors. The said rent agreement is not available with the Parent's new management and hence the accounting and disclosures as required by IND AS 116 on Leases has not been done.

(e) Other disclosures related to related parties

In Bilt Paper BV ("BPBV"), the BPBV had pledged 70% of its shareholding in Ballarpur Paper Holdings B.V. (BPH) (erstwhile subsidiary of the Company), with certain lenders towards financial facilities provided by the lenders to BPH. In February 2021, the pledge was invoked by the lenders and the voting rights attached to the pledged shares has been transferred to the lenders. The BPBV has reassessed the relationship status and concluded that BPBV is ceased to control the BPH consequent to invocation of the pledge in February 2021.

43 Corporate social responsibility expenses

- There are no profits during the current or previous 2 years and hence, CSR expenses during the year is NIL.



44 Basic and diluted Earnings per share (EPS) computed in accordance with Ind AS 33 'Earnings Per Share'

(a) Weighted average number of equity shares

Particulars		As at 31st March 2023	As at 31st March 2022
Shares outstanding as at the beginning of the year	(nos)	1,29,34,55,756	1,29,34,55,756
Shares issued during the year	(nos)	-	-
Shares outstanding as at the end of the year	(nos)	1,29,34,55,756	1,29,34,55,756
Weighted average number of shares outstanding	(nos)	1,29,34,55,756	1,29,34,55,756

(b) Earning per Equity Share

Particulars		As at 31st March 2023	As at 31st March 2022
Profit/ (Loss) for the year (₹ in Lakhs)	[A]	4,60,415	47,757
Share of non-controlling interest (₹ in Lakhs)	[B]	(53)	58,008
Profit / (Loss) attributable to the owners of the Company (₹ in Lakhs)	[C=A-B]	4,60,468	(10,251)
Weighted average number of shares outstanding (Nos)	[D]	1,29,34,55,756	1,29,34,55,756
Basic and diluted Earnings per share (₹)	[E=C/D]	35.60	(0.79)
Face value per equity share (₹)		2	2

45 Disclosure pursuant to Ind AS 108 'Operating Segments'

In accordance with Ind AS 108, Operating Segments, the Group operates in a single business segment, i.e., manufacturing of Paper Products. As the Parent's primary business activity is within one segment, the information required under Ind AS 108 regarding operating segments is not applicable. Accordingly, no further segment information has been disclosed.

46 Income taxes

The Parent does not have taxable income under the provisions of Income Tax Act 1961 during the current and previous financial year and hence no provision for current tax is recognized. Accordingly calculation of effective tax rate and reconciliation of income tax expense to the accounting profit are not applicable.

In BIH BV, BSPH BV & BPBV, In the view of losses, provision for tax has not been recognised. Further the deferred tax asset arising out of timing difference has not been recognised. Since it is not probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

47 Disclosure Pursuant to Ind AS 116 'Leases'

(a) Where the Company is a lessor

Operating leases:

The Parent has given certain property (Building and Machinery) under cancellable operating leases to parties. These lease agreements are normally renewed on expiry. There are no exceptional / restrictive covenants in these lease agreements.

Lease income recognised in the statement of profit and loss for the year is Rs. 18.02 Lakhs (Previous year Rs. 5.02 Lakhs).

Annual undiscounted lease payments receivable is as under:

As at 31st March 2023

Particulars	₹ in Lakhs		
	Upto 1 year	More than 1 year	Total
Lease payments receivables	21	-	21

As at 31st March 2022

Particulars	₹ in Lakhs		
	Upto 1 year	More than 1 year	Total
Lease payments receivables	18	-	18



48 Financial Instruments

Since the Parent was under CIRP as at 31st March, 2023 disclosures pursuant to Ind AS 107 'Financial Instruments: Disclosures' have not been disclosed in the consolidated financial statements.

(a) Capital management

The Group's objective when managing capital is to:

- Safeguard its ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and
- Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may sell assets to reduce debt or issue new shares or adjust the return to shareholders or return capital to shareholders. Consistent with others in the industry, the Group monitors the capital basis the gearing ratio, which is net debt divided by total capital plus net debt.

The gearing ratio is as follows:

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Loans and borrowings	1,85,394	3,94,349
Less: cash and cash equivalents	195	198
Net debt	1,85,199	3,94,151
Equity	83,340	(3,65,645)
Gearing ratio	2.22	(1.08)

(b) Financial Risk Management

The Group's activities exposes it to a variety of financial risks/ market risks (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects in the Group's financial performance. The risk management is carried out under the policies approved by the Board of Directors of the group which provides principle for overall risk management. The note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, other financial assets	Ageing analysis Credit ratings	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk-foreign	Recognized financial assets and liabilities denominated in Indian Rupees	Cash Flow forecasting Sensitivity analysis	Forward Contracts
Market risk-security prices	Investment in quoted and unquoted securities	Sensitivity analysis	Monitoring of invested entities and Portfolio diversification

(1) Credit Risk

The credit risk arises from cash and cash equivalents, investments and deposits with banks and financial institutions, trade receivables, and other financial assets, as well as credit exposure to customers including outstanding receivables.

Banks and other financial institutions;

The Group considers factors such as track record, size of the institution, market reputation and service standards to select the banks/ institutions with which balances are maintained. The Group does not maintain significant cash and deposit balances other than those required for its day to day operations.

Other financial assets (including trade receivables);

The Group extends credit to customers in the normal course of business after evaluation of customers financial condition and credit history. The Group monitors the payment track record of the customers and assesses the financial reliability of the customer taking into consideration the current economic trends ageing of accounts receivable and history of default. The Group has also accepted security deposits from certain customers, which further mitigate the credit risk in these cases. The Group does not hold any collateral on the balance outstanding. The ageing of trade receivables is not available with the Group and therefore, ageing schedule is not disclosed.



48 Financial Instruments (Ctnd..)

(1) Credit Risk

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

A default on a financial asset is when the counterparty fails to make contractual payments when they fall due or when the extended credit period expires. This definition of default is determined by considering the business environment in which the entity operates and other macro-economic factors.

The Group provides for expected credit loss when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Group. Where loans or receivables have been impaired, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

(2) Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash flows through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying business the respective management maintains flexibility in raising funds as and when required.

Considering the current liquidity position, the Group had taken steps to reduce the financial burden by restructuring its financial liabilities and is in the process of further negotiating with the lenders to reach sustainable debt levels and is also exploring options such as sale of non core assets to ease the financial burden. The operational efficiencies of the manufacturing unit have improved during current year and the Group has made progress for revival of closed unit. In view of the improved market conditions and ongoing negotiations, the Group is confident of a positive outcome and expects to ease the liquidity position of the Group relying on capital infusion, operating cash flows and borrowings at sustainable rates.

The Group monitors rolling forecasts of the liquidity position to ensure it has sufficient cash to meet operational needs and service its borrowings.

Since the Parent is into CIRP and due to non-availability of required data the Parent is unable to provide maturity profile of its liabilities.

(3) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument may fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments.

(i) Foreign Currency Risk

The Group transacts business primarily in Indian Rupee, USD, Euro, GBP and AED and other foreign currency. The Group has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Group act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Group adopts a policy of selective hedging based on risk perception of the management. Foreign exchange hedging contracts are carried at fair value.

The Group does not have required data regarding its foreign exchange exposure and hence, disclosure of foreign currency exposure is not possible.

(ii) Interest rate risk and sensitivity

Interest rate risk is the risk that the fair value of future cash flows of the Group's financial instruments will fluctuate because of changes in market interest rates. The Group's exposure to interest rate risk arises primarily because of the bank borrowings comprising term loans, loans against import and revolving credits which are at the aggregate of Base rate/ MCLR and the applicable margin. The interest rates for the said bank borrowings are disclosed in Note 21.

Due to unavailability of required information with the Parent, the Parent is unable to provide disclosures regarding interest rate risk and Sensitivity Analysis.

(iii) Commodity price risk and sensitivity

The Group has in place policies to manage the Group's exposure to fluctuation in the prices of the key materials and commodities used in the operations. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continually upgrading its expertise and range of products to meet the needs of its customers. The Group enters into fixed price contracts to establish determinable prices for raw materials and consumables used. The management does not consider the Group's exposure to market risk significant as on 31 March 2023. Therefore, sensitivity analysis for market risk is not disclosed.

(iv) Price Risk

The Group does not have equity investments that are publicly traded and investments in unlisted securities are of strategic importance.



BALLARPUR INDUSTRIES LIMITED

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Notes accompanying the consolidated financial statements

49 Fair value measurement

(a) Financial assets by category

Particulars	Note	As at 31st March 2023			As at 31st March 2022		
		FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
		₹ in Lakhs					
(i) Investments	5	-	-	4,49,750	-	-	3,93,505
(ii) Trade receivables	11	-	-	44,933	-	-	44,933
(iii) Cash and cash equivalents	12	-	-	195	-	-	198
(iv) Other bank balances	13	-	-	47	-	-	47
(v) Loans (including security deposit)	14 & 6	-	-	58,840	-	-	1,86,176
(vi) Other financial assets	7 & 15	-	-	27,141	-	-	26,495
		-	-	5,80,906	-	-	6,51,354

(b) Financial liabilities by category

Particulars	Note	As at 31st March 2023			As at 31st March 2022		
		FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
		₹ in Lakhs					
(i) Long term borrowings (including current maturities)	21	-	-	-	-	-	25,919
(ii) Short term borrowings	21	-	-	1,85,394	-	-	3,68,430
(iii) Interest accrued on borrowings	26	-	-	2,15,917	-	-	2,36,071
(iv) Trade payables	25	-	-	9,170	-	-	21,283
(v) Other financial liabilities	22 & 26	-	-	43,521	-	-	3,00,093
		-	-	4,54,002	-	-	9,51,796



49 Fair value measurement (Ctnd..)

(c) Fair value technique and hierarchy

Particulars	Note	Carrying amount	Fair value hierarchy			Total
			Level 1	Level 2	Level 3	
₹ in Lakhs						
Financial assets and liabilities measured at fair value- recurring fair value measurements						
Financial assets						
As at 31st March 2023						
(i) Investments	5	4,49,750	-	-	4,49,750	4,49,750
As at 31st March 2022						
(i) Investments	5	3,93,505	-	-	3,93,505	3,93,505
Financial liabilities						
As at 31st March 2023						
(i) Derivative financial instruments		-	-	-	-	-
As at 31st March 2022						
(i) Derivative financial instruments		-	-	-	-	-
Assets and liabilities which are measured at amortised cost for which fair values are disclosed						
Financial assets						
As at 31st March 2023						
(i) Trade receivables	11	44,933	-	-	44,933	44,933
(ii) Cash and cash equivalents	12	195	-	-	195	195
(iii) Other bank balances	13	47	-	-	47	47
(iv) Loans (including security deposits)	7 & 15	58,840	-	-	58,840	58,840
(v) Other financial assets	8 & 16	27,141	-	-	27,141	27,141
Financial liabilities						
As at 31st March 2023						
(i) Long term borrowings (including current maturities)	21	-	-	-	-	-
(ii) Short term borrowings	21	1,85,394	-	-	1,85,394	1,85,394
(iii) Interest accrued on borrowings	26	2,15,917	-	-	2,15,917	2,15,917
(iv) Trade payables	25	9,170	-	-	9,170	9,170
(v) Other financial liabilities	22 & 26	43,521	-	-	43,521	43,521
Financial assets						
As at 31st March 2022						
(i) Trade receivables	11	44,933	-	-	44,933	44,933
(ii) Cash and cash equivalents	12	198	-	-	198	198
(iii) Other bank balances	13	47	-	-	47	47
(iv) Loans (including security deposits)	7 & 15	1,86,176	-	-	1,86,176	1,86,176
(v) Other financial assets	8 & 16	26,495	-	-	26,495	26,495
Financial liabilities						
As at 31st March 2022						
(i) Long term borrowings (including current maturities)	21	25,919	-	-	25,919	25,919
(ii) Short term borrowings	21	3,68,430	-	-	3,68,430	3,68,430
(iii) Interest accrued on borrowings	26	2,36,071	-	-	2,36,071	2,36,071
(iv) Trade payables	25	21,283	-	-	21,283	21,283
(v) Other financial liabilities	22 & 26	3,00,093	-	-	3,00,093	3,00,093

Level 1 hierarchy includes financial instruments measured using quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in Level 3.

Other assumptions used in the estimation of fair values

The fair value of trade receivables, cash and cash equivalents, other bank balances and other current financial assets approximate their carrying amount due to the short-term nature of these instruments.

The fair value of trade payables and other current financial liabilities approximate their carrying amount due to the short-term nature of these instruments.

The fair value of borrowings with floating rate of interest are considered to be close to their carrying amount.



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Notes accompanying the consolidated financial statements

50 Assets held for sale

Particulars	₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022
Non Current Assets		
Leasehold Land	5	-
Freehold Land	57,074	-
Buildings	422	-
Plant and Equipment	1,448	-
Furniture and Fixtures	0	-
Vehicles	0	-
Office Equipments	0	-
Computers	0	-
Total	58,950	-

- (a) The Parent has classified certain assets as held for sale pursuant to resolution plan approved by Hon'ble NCLT, Mumbai Bench. The total assets classified as held for sale amount to Rs. 58,950 Lakhs.
- (b) As per the estimation of new management of the Parent these assets will be sold within 1 year of its classification as Assets Held for Sale.
- (c) "0" represents amount less than ₹ 50,000/-



BALLARPUR INDUSTRIES LIMITED
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Notes accompanying the consolidated financial statements

51 Additional information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiaries/ Associates and Joint Ventures

Name of the Company	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in Other comprehensive income (OCI)		Share in Total comprehensive income (TCI)	
	As % of consolidated net assets	₹ in Lakhs	As % of consolidated profit or loss	₹ in Lakhs	As % of consolidated OCI	₹ in Lakhs	As % of consolidated TCI	₹ in Lakhs
Holding Company Ballarpur Industries Limited	61%	1,35,817	97%	4,45,309	0%	-	97%	4,45,309
Indian Subsidiary Avantha Agritech Limited	0%	671	0%	-	0%	-	0%	-
Foreign Subsidiaries Ballarpur International Holdings B.V. Ballarpur Speciality Paper Holdings B.V. Bilt Paper B.V. Mirabelle Trading Pte Ltd. Bilt General Trading FZE	65% 0% 209% 30% 0%	1,44,552 - 4,66,705 66,587 283	-2% 0% 0% 0% 0%	(8,084) (39) (139) - -	225% 2% -786% 0% 0%	(3,603) (27) 12,561 - -	-3% 0% 3% 0%	(11,687) (66) 12,422 -
Total of holding and subsidiaries		8,14,615		4,37,047		8,931		4,45,978
Non controlling interest in all subsidiaries	63%	1,40,160	0%	(53)	-297%	4,747	1%	4,694
Foreign Associates (Investment as per the Equity Method) Ballarpur Paper Holdings B.V.	201%	4,49,745	5%	23,368	68%	(1,084)	5%	22,284
Consolidation adjustments and eliminations	-528%	(11,81,020)	0%	53	888%	(14,193)	-3%	(14,140)
Total	100%	2,23,500	100%	4,60,415	100%	(1,599)	100%	4,58,816



52 Corporate Insolvency Resolution Process ("CIRP") initiated against the Parent

(a) The National Company Law Tribunal ("NCLT"), Mumbai bench, vide its order dated 17th January 2020 ("Insolvency Commencement Order") had initiated Corporate Insolvency Resolution Process ("CIRP") against the Parent. Hon'ble NCLT vide its order dated 27th May 2020 had appointed Mr. Anuj Jain (IBBI / IPA-001/ IP-P00142 / 2017-2018 /10306) as resolution professional of the Parent. The powers of the board vested with RP during the Resolution Process. During the Corporate Insolvency Resolution (CIR) Process (i.e. between 27th May 2020 and 31st March 2023) the RP was entrusted with the management of the affairs of the Parent. The resolution plan was approved in accordance with Section 31 of the Insolvency and Bankruptcy Code, on 31st March 2023 with Finquest Financial Solutions Private Limited being the successful Resolution Applicant and all necessary statutory and regulatory approvals have been obtained. The Monitoring Committee, at their Closing Meeting held on 23rd November 2023, inter alia, reconstituted the Board of Directors of the Parent ("Reconstituted Board") and upon conclusion of this Meeting, the Monitoring Committee stood dissolved.

The reconstituted Board of Directors of the Parent is submitting this Financial Statement in compliance with the provisions of the Companies Act, 2013, the rules and regulations framed thereunder ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("Listing Regulations").

The Reconstituted Board is not to be considered responsible to discharge fiduciary duties with respect to the oversight on financial and operational health of the Parent and performance of the management for the period prior to its reconstitution date i.e. 23rd November 2023.

(b) Pursuant to commencement of CIRP, the RP had received various claims submitted by the financial creditors, operational creditors, employees and other creditors. Based on the financial creditors claim admitted by RP the parent observed an additional liability of Rs. 27,945 Lakhs (Rs. 27,742 Lakhs during 2019-20 & Rs. 203 Lakhs during 2020-21) representing the difference between the financial creditors' claims admitted by RP & carrying amount of borrowings.

(c) Resolution Plan submitted by the Finquest Financial Solutions Private Limited ("SRA") on 7th February, 2022, updated as on 17th March, 2022 and further clarified by clarificatory note dated 23rd March, 2022 ("Resolution Plan") was approved by the Committee of Creditors ("CoC") on 14th April, 2022 and by Hon'ble NCLT, Mumbai Bench by an order dated 31st March, 2023 (received on 13th April, 2023) ("Plan Approval Order"). In accordance with the approved resolution plan the following consequential effects are as under:

(i) As per clause 4.3.5 of the Resolution Plan, an Escrow Agreement dated 29th May, 2023 was executed between Ballarpur Industries Limited (Corporate Debtor), MC of Corporate Debtor (MC Representative), Finquest Financial Solutions Private Limited (Resolution Applicant), IDBI Bank (Escrow Bank), IDBI Trusteeship Services Limited (Escrow Agent), Mr. Anuj Jain (erstwhile RP) and IDBI Bank (Assenting FC Representative) ("Escrow Agreement").

(ii) Allotment of Equity Shares:
Allotment of 5,08,75,000 Equity Shares (Class B) at the face value of INR 10 each of the Company, for an aggregate consideration up to INR 5,088 Lakhs to the allottees as mentioned herein on a private placement basis:

S.No.	Name of Allottees	No of Equity Shares	Amount (INR in Lakhs)
1	Finquest Financial Solutions Private Limited ("SRA")	2,77,92,021	2,779
2	Supersoil Construction Private Limited ("Financial Investor")	2,14,85,666	2,149
3	Finquest Financial Solutions Private Limited ("Assenting Financial Creditor")	2,57,979	26
4	IDBI Bank Limited ("Assenting Financial Creditor")	13,39,334	134
	Total	5,08,75,000	5,088

(iii) Allotment of Non-Convertible Debentures to SRA and Investors on 12th June 2023 as part of Upfront Cash Infusion:

Allotment of 194 Unlisted, Unsecured Non-Convertible Debentures ("NCDs") of INR 1,00,00,000/- each at par aggregating up to INR 19,400 Lakhs to the allottees as mentioned herein on a private placement basis:

S.No.	Name of the Allottee(s)	No. of NCDs	Amount (INR in Lakhs)
1	Finquest Financial Solutions Private Limited ("SRA")	99	9,900
2	Hypnos Fund Limited	95	9,500
	Total	194	19,400



BALLARPUR INDUSTRIES LIMITED

CIN: L21010MH1945PLC010337

Notes accompanying the consolidated financial statements

- (iv) Reconstitution of the Board of Directors:
- Upon achieving the Closing Date, i.e., on 12th June 2023, in terms of Clause 6.3 of the Resolution Plan, Shri Rajeev Ranjan Vederah, Shri Yashashree Padmakar Gurjar and Shri Padmakumar Nair are deemed to have resigned and vacated the office as Directors of the Company. The Board of Directors has been reconstituted with Mr. Hardik Patel (Whole time Director), Mr. BSP Murthy (Non-Executive Director), Mr. K. Thangaraju (Independent Director), Mr. P. Swaminathan (Independent Director), Ms. Runel Saxena (Independent Director) and Mr. Y Kesava Reddy (Executive Director) and Mr. Punit Amarpal Singh Bajaj has been appointed as the Company Secretary of the Company (w.e.f. 1st July 2023).
 - The shareholding of the existing Promoter and Promoters' Group shareholding stand extinguished and cease to be classified as promoters of the Corporate Debtor.
- (v) Distribution of Funds:
The Resolution Applicant along with foreign Financial Investors infused an amount of INR 24,328 Lakhs into the Escrow Account of the Corporate Debtor in the form of Equity and Unsecured NCDs through private placement pursuant to Clause 4.1 read with Clauses 2.3.2, 5.1.2, 5.1.1, 2.3.1 and 2.5.1 of the Escrow Agreement dated 29 May, 2023 and the Resolution Plan, which is distributed as below:

S.No.	Name of Sub-Account	Distribution Amount (INR in Lakhs)
1	UNPAID CIRP COSTS SUB ACCOUNT	7,979
2	WORKMEN DUES SUB ACCOUNT	900
3	EMPLOYEES DUES SUB ACCOUNT	49
4	GOVERNMENT DUES SUB ACCOUNT	32
5	DISSENTING FCS SUB ACCOUNT	4,949
6	ASSENTING FCS SUB ACCOUNT	9,909
7	MC COSTS SUB ACCOUNT	509
	Total	24,328

- (vi) The SRA along with its Financial Investors- Hardik Patel and Hypos Funds (FPI) infused a second tranche of funds aggregating to INR 3,473 Lakhs on 8th September 2023 for fulfilment of its obligations triggering on the 90th day from the Closing Date- i.e., for payment of cash in lieu of issuance of Non-Convertible Debentures and Cumulative Redeemable Preference Shares to the Assenting Unsecured Financial Creditors. Accordingly, the SRA, Hardik Patel and Hypos Funds were allotted the following instruments in lieu thereof:

S.No.	Name of the Allottee(s)	No. of NCDs	Amount (INR in Lakhs)
1	Hardik B Patel	12,72,89,788	1,273
2	Belgrave Investment Fund	17,00,00,000	1,700
3	Hypnos Fund Limited	5,00,00,000	500
	Total	34,72,89,788	3,473

- (d) Pending actions for implementation:
- Ex-gratia payment to other Operational Creditors (excluding employees, workmen and government dues).
 - Redemption of CRPS- 2 years from Closing date.
 - Redemption of NCDs- 3 years from Closing Date.
 - Sale of Assets.

53 The Company was admitted to corporate insolvency resolution by an order dated January 17, 2020 passed by the Hon'ble National Company Law Tribunal, Mumbai ("NCLT") vide order dated 17th January, 2020 under the Insolvency and Bankruptcy Code, 2016 ("IBC"). The Company has been acquired by Finquest Financial Solutions Private Limited on an "as-is where-is" basis, pursuant to a resolution plan approved by the Hon'ble NCLT vide order dated 31st March 2023. The closing date in terms of the Resolution Plan occurred on 12th June 2023 and a new board of Directors have been appointed vide resolution dated 12th June 2023 and it was on this date that the current directors and key managerial personnel of the Company took charge of the Company.

In terms of the IBC, the erstwhile resolution professional ("RP") was vested with management of affairs of the Company and having rights to exercise powers of board of directors, was responsible for complying with the requirements under the laws, which includes preparing the Company's Consolidated Financial Statements for the corporate insolvency resolution process period commencing on January 17, 2020 till March 31, 2023 covering the financial years 2020-21, 2021-22 & 2022-23 and part of financial year 2023-24. However, the said financial statements have not been prepared, audited, approved & filed with the jurisdictional registrar of companies ("ROC") by the RP, as is required under the relevant provisions of the Companies Act, 2013 ("Companies Act"). Based on which the Company have filed an application (I.A. no. 2492 of 2024 in C.P. No. 2915 of 2019) before Hon'ble NCLT asking for certain extensions & exemption on compliances, the same is pending as on date.



In order to meet statutory compliance requirements, the current directors of the company are required to approve the accounts of the company for the financial year ended 31st March 2023. The said accounts pertain to the period prior to the appointment of the current directors and key managerial personnel of the company and the current directors and key managerial personnel had no role to play during the period covered by the said accounts either in the management of the Company or perusing or scrutinizing the accounts. However, the financial accounts of the Company for the said period are required to be signed and filed in order to fulfil various compliances and hence the directors and key managerial personnel are signing the said financial statements in good faith with the sole objective of fulfilling statutory compliances without incurring any responsibility or liability for the same or any part thereof, as per Clause 4.9.2, 4.17.4 & such other terms of the approved Resolution Plan.

The current directors and key managerial personnel have, in this regard, relied solely and exclusively on the books, papers, records and other information, documents, clarifications, representations, communications, notices &/or certifications (collectively, "Books & Records") handed over and furnished to them by or on behalf of the RP and/or the respective subsidiaries/associates. The current directors and key managerial personnel have approved and/or signed the financial statement on the assumption that the Books and Records provided to them:

- i. are genuine, correct and accurate;
- ii. are complete;
- iii. have been prepared and maintained in accordance with the applicable accounting standards, policies and conventions; and
- iv. are not in any way fraudulent or misleading.

With respect to the consolidated financial statements for the company for FY 31st March 2023, the same is being signed by Mr. Hardik B Patel (Whole Time Director & Chairman), Mr. BSP Murthy (Non-Executive Director) and Mr. Punit A. Bajaj, Company Secretary of the company (collectively Signatories), solely for the purpose of ensuring compliance by the company with applicable laws & subject to following disclaimers:

- i. The Signatories are signing the financial statements in good faith without admitting any liability and accordingly, no suit, prosecution or other legal proceeding shall lie against him/ them;
- ii. No statement, fact, information (whether current or historical) or opinion contained herein should be construed as a representation or warranty, express or implied, of the Signatories and the Signatories have assumed the same to be correct while signing the financial statements in good faith in order to cure/regularize the non-compliance of the Company with respect to its filing requirements under the Companies Act, 2013 which is required for implementation of the Resolution Plan;
- iii. The Signatories, while signing the financial statements for the year ended 31st March 2023 (which pertains to the tenure prior to their date of appointment in the Company), have assumed that such information and data are in the conformity with the Companies Act, 2013 and other applicable laws with respect to the preparation of the annual return and that they give true and fair view of the position of the Company as of the dates and period indicated therein. Accordingly, the Signatories are not making any representations regarding accuracy, veracity or completeness of the data or information in the said financial statements.

The Signatories further disclaim all responsibility as to matters regarding;

1. Recording, disclosing & dissemination of matters set out in, & record keeping & preservation of, the books & records;
2. Matters that requires specific disclosure in the subject accounts, including (without limitation identification of related parties & related party transactions; and
3. Matters concerning maintenance of internal controls, systems & processes; the Signatories relied upon the accounts & financial statements of all the subsidiaries & related parties being duly & properly prepared, verified & approved in accordance with the applicable laws including the relevant accounting standard, for the purpose of consolidation of such financial statements & preparation of the Subject Account

BILT has made efforts to get audited financial information from all subsidiaries and associates but there is lack of required financial data and information from the erstwhile management of such subsidiaries and associates which is creating obstacles in finalizing the consolidated financial statements of BILT.

Hence, the new management is of the view that the best approach would be to finalise the consolidated financial statements of BILT based on available information.



- 54 The Parent has migrated its accounting system from earlier Oracle System to Tally accounting system during the financial year 2020-21. During the CIRP period, the oracle licenses expired & not renewed by the RP. Hence, the New Management of Parent implemented Tally accounting system & migrated all the data from oracle to tally. As the Oracle licenses were not renewed on time as well as migration audit was not performed, the completeness & accuracy of data migration from Oracle to Tally could not be confirmed. During the Migration, Parent has not been able to identify and transfer the individual balances of its debtors, Creditors, Loans, Related Parties from Oracle System to Tally system.
- 55 (i) Parent ("BILT")
The confirmations and reconciliation of certain secured and unsecured loans, balances with banks, trade receivables, due to / from related parties, trade and other payables and loans and advances are pending. The management is in the process of obtaining confirmations and reconciliation of balances and ascertaining the impact of which is not ascertainable at present. Further, Accounting in books of account has not been done vendor wise and customer wise.
- (ii) Ballarpur International Holdings B.V. (BIH BV)
(a) Certain Balances with Related Parties and other Parties shown in other Payables are subject to reconciliation/confirmation and also auditor has not received direct confirmation thereof. The consequential impact of confirmation/reconciliation/adjustment of such Balance is not ascertainable. However, in the opinion of the management, these will not have any significant impact on the loss (including other comprehensive loss), other equity, assets, and liabilities as on the balance sheet date.
(b) The company has no employees and hence incurred no wages, related social security or pension charges during the year under audit.
(c) During the previous year Impairment was triggered in one of the group entity (Sabah forest Industries). Accordingly, the Company has also assessed its recoverability against the investments in Bilt Paper B.V. and Mirabelle Trading Pte Ltd. hence the impairment loss of USD 2,423 Lakhs and USD 0.14 Lakhs respectively has been provided for. Based on impairment assessment for the current year the Company has reversed USD 1,450 Lakhs against impairment of Bilt Paper B.V.
- (iii) Ballarpur Speciality Paper Holdings B.V. (BSPH BV)
(a) Certain Balances with Related Parties and other Parties shown in other Payables are subject to reconciliation/confirmation and also auditor has not received direct confirmation thereof. The consequential impact of confirmation/reconciliation/adjustment of such balance is not ascertainable. However, in the opinion of the management, these will not have any significant impact on the profits (including other comprehensive profits), other equity, assets, and liabilities as on the balance sheet date.
(b) The company has no employees and hence incurred no wages, related social security or pension charges during the year under audit.
- (iv) Bilt Paper B.V. (BPPBV)
(a) Certain Balances with Related Parties and other Parties shown in other Payables are subject to reconciliation/confirmation and also auditor has not received direct confirmation thereof. The consequential impact of confirmation/reconciliation/adjustment of such Balance is not ascertainable. However, in the opinion of the management, these will not have any significant impact on the loss (including other comprehensive loss), other equity, assets, and liabilities as on the balance sheet date.
(b) The company has no employees and hence incurred no wages, related social security or pension charges during the year under audit.
(c) During the previous year Impairment was triggered in one of the step-down subsidiary (Sabah Forest Industries Sdn Bhd) of the Company. Accordingly, the company also assessed its recoverability against the investments in Ballarpur Paper Holdings B.V., hence the impairment loss of USD 2,270 Lakhs has been provided for. The Company has reassessed the impairment accordingly has taken reversal of the same.
- 56 During FY 2019-20, the Parent has entered into job work agreement with M/s BSFC Distributor Private Limited to manufacture paper and other paper products at Unit Shree Gopal on job work basis. However, upon initiation of CIRP and nationwide lockdown, the job work arrangement was discontinued with effect from 24 March 2020. There is stock lying in the unit belonging to the said party which is being evaluated. The Parent is under the process of identifying such stock & determining its value for final settlement with the said party.
- 57 Due to resignation and / or non-availability of process owners and other employees of the Parent, it was not feasible or practical to provide requisite information for assessment of internal financial control over financial reporting for the financial year 2022-23.
- 58 The pandemic caused by COVID-19 disease impacted adversely the economy. It also impacted every component of the business of the Parent including sales, liquidity, supply chain management and production due to nation wide lockdown from 24 March 2020. The Parent has considered impact of present and future economic conditions which may result from COVID-19 Pandemic while assessing carrying amount of Receivables, Inventory, Property Plant & Equipment and Provisions based on information available till the date of approval of these financial statements.



59 The Company has during the financial year 2019-20 reversed the following transactions aggregating Rs. 83,193 Lakhs, which were given effect in the financial statements for the year 2018-19 and were subject to approvals from relevant authorities/ stakeholders.

- a) Tripartite agreement for settlement of amounts due from subsidiary against dues to step-down subsidiary amounting Rs. 17,393 Lakhs.
- b) Assignment of its rights, title and interest in freehold land to the step-down subsidiary whose loans were secured against this land for a consideration of Rs. 39,400 Lakhs.
- c) Renewal of the License agreement granting "Right to use" BILT logo and other trademarks "to its step-down subsidiary amounting Rs. 26,400 Lakhs in respect of which lenders/ certain investors have initiated revaluation of the pricing.

60 The above consolidated financial statements of the Group include financial statement of the Parent and its Subsidiaries (Parent and Subsidiaries together called as a "Group") and Associates.

a. Parent:

Ballarpur Industries Limited

b. Subsidiaries:

(i) Avantha Agritech Limited

This is a company incorporated under Indian laws which is a subsidiary of BILT and currently has no operations as per information available with BILT. The financial statements of this Company have not been provided from FY 2020-21 till FY 2022-23 and since there are no operations in this company the opening balance was carried forward in FY 2020-21 and 2021-22 is being carried forward in 2022-23.

(ii) Ballarpur International Holdings B.V.

BIHBV is a company incorporated under the laws of Netherlands and is a subsidiary of BILT. Despite repeated requests for audited financial statements, only the unsigned unaudited figures have been made available for this company for FY 2022-2023 and hence the consolidation for the financial year 2022-23 has been done basis such unsigned/unaudited figures.

(iii) Ballarpur Specialty Paper Holdings B.V.

This is a company incorporated under the laws of Netherlands which is a subsidiary of BILT. In FY 2022-23, despite several requests for audited financial statements, they have provided only management signed financial statements basis which the accounts have been consolidated. BILT has not yet taken management control of this company. As per information available with BILT, this company has no operations and new management of BILT has no intention of reviving operations.

c. Step-down Subsidiaries:

(i) Mirabelle Trading Pte. Ltd

This is a company incorporated under the laws of Singapore which is a subsidiary of BIHBV. An application has been filed by ICICI Bank against this company for recovery of debt. Currently, as per information available with BILT there are no other operations in this company other than debt recovery. Despite repeated requests for audited financial statements no financials have been provided by this company for FY 2020-21, FY 2021-22 and FY 2022-23. Since there are no operations in this company the opening balance was carried forward for FY 2020-21 and FY 2021-22 and is now being carried forward for FY 2022-23.

(ii) BILT General Trading FZE

This company is incorporated under the laws of UAE and is a subsidiary of BSPH. Despite repeated requests financials have not been provided since FY 2019-20. As per information available with BILT, the company has no operations and the new management of BILT has no intention of reviving the operations. Since there are no operations and financial statements have not been provided the opening balance is being carried forward for FY 2022-23.

(iii) BILT Paper B.V

BPBV is a step-down subsidiary of BILT incorporated under laws of Netherlands and a subsidiary of BIHBV based in the Netherlands, where BIHBV holds 62.21% of BPBV, of which certain foreign lenders have invoked the voting rights of BIHBV to the extent of 21.5% in BPBV and 7.79% is held by Avantha International Assets B V, 15.71 % is held by Lathe Investments and 14.29% is held by International Finance Corporation.

For BPBV despite repeated requests for audited financial statements only unsigned and unaudited financial statements have been provided for FY 2022-23 basis which the accounts have been consolidated. BPBV is merely an investment company and currently to the best of BILT's knowledge as per information provided to the Signatories, there are no active transactions in BPBV.

d. Associate of Step-down subsidiary – BILT Paper B.V.:

(i) Ballarpur Paper Holdings B.V.

BPHBV was a step-down subsidiary of BILT and a wholly owned subsidiary of BPBV, based in the Netherlands. 70% of the shares of BPHBV have been pledged to Edelweiss ARC by BPBV and the voting rights attached to the pledged shares has been transferred to the Edelweiss ARC in February 2021, by virtue of which Edelweiss ARC has voting rights in BPHBV to the extent of 70%. There is no shareholders agreement or any similar document made available to BILT in respect of shareholding of BPHBV which would govern the interse rights between shareholders and management of BPHBV. In view thereof since February 2021, BPHBV is treated as an associate company.

BPHBV is a company incorporated under the laws of Netherlands. Despite repeated requests for audited statements, only the unsigned and unaudited financial statements have been provided for the FY 2022-23 basis which accounts have been consolidated.



e. **Subsidiaries Of Associates**

(i) **BILT Graphic Paper Product Limited**

(ii) **Sabah Forest Industries Sdn. Bhd.**

SFI was a step down subsidiary of BILT and a subsidiary of BPHBV where BPHBV holds 98.08% stake and 1.92% is held by Sabah Government which is a State in Malaysia. SFI has been in liquidation since the year 2019 and no records of the same are available with BILT. BILT has been unable to establish contact with the liquidator. Since SFI is under liquidation, BILT has no intent of reviving the operations. No financials have been provided for FY 2022-23 and since there are no operations and company is under liquidation opening balance has been carried forward for FY 2022-23.

61 **Additional regulatory information required by Schedule III of the Act**

(a) **Title deeds of immovable properties not held in name of the Parent**

There are no immovable properties whose title deeds are not held in the name of the Group.

(b) **Valuation of PP&E and Intangible Assets**

The Group has not revalued its property, plant and equipment during the year.

(c) **Loans or Advances in the nature of Loans granted to Promoters, Directors, Key Managerial Personnel and Related Parties**

The Loans or advances in the nature of loans granted by Parent to Promoters, Directors, Key Managerial Personnel and Related Parties are disclosed in notes to financial statements. (Refer Note No.42)

(d) **Details of benami property held:**

No proceedings have been initiated on or are pending against the Parent for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(e) **Willful defaulter:**

The Group has not been declared as willful defaulter by any banks or financial institutions during the current or previous year.

(f) **Registration of charges or satisfaction with Registrar of Companies:**

The Parent's new management has presumed that there are no charges or satisfactions yet to be registered with the Registrar of Companies beyond the statutory period, due to the non-availability of required data. During the year under review, the Board of the erstwhile management of the Parent was suspended, and the powers were vested with the Resolution Professional (RP) as per the Insolvency and Bankruptcy Code, 2016.

(g) **Compliance with number of layers of companies:**

The Group has complied with the number of layers prescribed under the Act.

(h) **Compliance with approved scheme(s) of arrangements:**

During the current year the Group has not entered into any scheme of arrangement.

(i) **Utilisation of borrowed funds and share premium:**

The Group has not advanced or loaned or invested to any other person or entity.

(j) **Undisclosed income:**

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(k) **Details of crypto currency or virtual currency:**

The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.

(l) **Relationship with struck off companies:**

The Group has no transactions with the companies struck off under the Act or Companies Act, 2013.

62 One of the foreign subsidiary Ballarpur Speciality Paper Holdings B.V. has fully written off its investment in BILT General Trading FZE, UAE ("BGT") in 2019-20 as BGT does not carry on any operations and there is no intention to carry on the business in future also the license of BGT was expired.



63 Due to non-availability of required information to prepare the quarterly results for the financial year 2022-23, the Parent has not filed its quarterly results in compliance with regulation 33 and 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

64 Previous year figures have been regrouped / reclassified wherever necessary to conform to current year grouping / classification.

As per our report of even date attached

For Batliboi & Purohit
Chartered Accountants
Firm Registration No.: 101048W

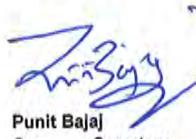


Parag Hangekar
Partner
Membership No: 110096

Place: Mumbai
Date: April 16, 2025



For Ballarpur Industries Limited



Punit Bajaj
Company Secretary
Meb. No.: A- 58392

Place: Mumbai
Date: April 16, 2025



Parashiva Murthy B S
Director
Din: 00011584



Hardik B. Patel
Whole- Time Director & Chief
Financial Officer
Din: 00590663





BALLARPUR INDUSTRIES LIMITED

CIN: L21010MH1945PLC010337

Registered Office: 602, 6th Floor, Boston House, Suren Road, Andheri East,
Mumbai, Maharashtra - 400 093, India.

E-mail: sectdiv@bilt.com; Telephone: +91 (022) 4000 2600

Website: www.biltpaper.in

NOTICE OF THE 78th ANNUAL GENERAL MEETING

Notice is hereby given that the Seventy-Eighth Annual General Meeting (“AGM”) of the members of Ballarpur Industries Limited (“the Company”) will be held on Monday, November 03, 2025 at 04.00 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”). The venue of the AGM shall be deemed to be the Registered Office of the Company. The following businesses will be transacted at the AGM:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements [including consolidated financial statements] of the Company for the financial year ended March 31, 2023, and the reports of the Board of Directors (‘the Board’) and auditors thereon

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

“**RESOLVED THAT** the audited financial statements [including consolidated financial statements] of the Company for the financial year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted.”

SPECIAL BUSINESS:

2. Ratification of Remuneration to Cost Auditors

To consider and if thought fit, pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 148 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Audit and Auditors) Rules, 2014 {including any statutory amendments(s), modification(s) or re-enactment(s) thereof, for the time being in force}, the remuneration payable to M/s Bahadur Murao & Co., Cost Accountants, New Delhi (Firm Registration No. 000008), appointed by the Board of Directors of the Company, as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024, amounting to Rs. 11,000/- (Rupees Eleven Thousand only) plus applicable taxes thereon and re-imbursalment of out-of-pocket expenses, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified, confirmed and approved.

FURTHER RESOLVED THAT any of the directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, filing of

necessary forms, returns and submissions under the Act to give effect to this resolution.”

**By Order of the Board of Directors
For Ballarpur Industries Limited**

**Sd/-
Hardik Patel
Whole-Time Director**

**Place: Mumbai
Date: October 8, 2025**

Note to Members

The National Company Law Tribunal (“NCLT”), Mumbai Bench, vide its order dated January 17, 2020, (“Insolvency Commencement Order”) has commenced the Corporate Insolvency Resolution Process (“CIRP”) against the Company in CP No. 2915/I&B/MB/2019 filed by Finquest Financial Solutions Private Limited (“**FFSPL**”).

Mr Divyesh Desai having IP Registration No. IBBI/IPA-001/IP-P00169/2017-18/10338 was appointed as an interim resolution professional (“IRP”) to manage affairs and assets of the Company in accordance with the provisions of the Code. Subsequently, the Hon’ble NCLT vide its order dated May 27, 2020 had appointed Mr Anuj Jain having IP Registration No. IBBI/IPA-001/IP-P00142/2017-18/10306 as the resolution professional (“Resolution Professional”) of the Company to take charge of the affairs and assets of the Company in accordance with the provisions of the Code.

By virtue of the commencement of CIRP against the Company, the powers of the erstwhile board of directors of the Company were suspended with effect from the Insolvency Commencement Date, i.e., January 17, 2020.

Prior to the date of the Insolvency Commencement Order, the erstwhile board of directors of the Company managed the business operations, affairs and assets of the Company. However, in accordance with the terms of the Code, the powers of the erstwhile board of directors continued to remain suspended for the entire period to which this Board Report pertains to. During the CIRP, the IRP and Resolution Professional were entrusted with the management of the affairs of the Company.

The NCLT approved the resolution plan submitted by FFSPL in its capacity as a resolution applicant under Section 31 of the Code (“**Approved Resolution Plan**”) vide order dated March 31, 2023 (“**NCLT Order**”).

As per the terms of the Approved Resolution Plan, a monitoring committee was constituted comprising of 1 (One) representative of the financial creditors, 1 (One) representative of FSSPL and the erstwhile Resolution Professional for the purposes of (i) managing the operations and affairs of the Company as a going concern and (ii) supervising the implementation of the Approved Resolution Plan. The tenure of the said monitoring committee was from April 16, 2023 to October 25, 2023.

Pursuant to the terms of the NCLT Order and in terms of the Approved Resolution Plan, FFSPL has acquired majority shareholding in the Company. Pursuant to the terms of Approved Resolution Plan, FFSPL was required to take over the Company on an “as-is where-is” basis.

The Approved Resolution Plan was implemented on and from June 12, 2023 (i.e. Closing Date (in terms of the Approved Resolution Plan)), and the new board of directors have been appointed vide resolution dated June 12, 2023 and September 08, 2023 passed by the Company.

In accordance with the provisions of the Code and the NCLT Order, the Approved Resolution Plan is binding on the Company and its employees, members, creditors, including the Central Government, any State Government and/or any local authority to whom any debt is owed, guarantors and all the stakeholders of the Company.

As on the date of the Board’s Report, the new board of directors of the Company comprised of Mr. Hardik B. Patel, the Whole-Time Director and Chief Financial Officer of the Company, Mr. Yeddala Kesava Reddy, Whole Time Director, Mr. Panchapakesan Swaminathan, Independent Director, Mr. Kulandaipaian Thangaraju Independent Director, Ms. Runel Saxena, Independent Director, and Mr. Parashiva Murthy B S, Director (“**New Board**”). Mr. Punit Bajaj was the Company Secretary and Compliance Officer of the Company as on the date of the Board’s Report (collectively with the New Board, the “**New Board and KMPs**”).

Please note that specifically, and among other matters, the Company’s financial statements for the financial years 2019-20, 2020-21, 2021-22 and 2022-23 have not been prepared, audited, approved and filed with the jurisdictional registrar of companies (“**ROC**”), as is required under the relevant provisions of the Companies Act, 2013 read with the rules and regulations framed thereunder (“**Companies Act**”) and requisite documentation and information to enable preparation of the same were not made available to the New Board. At the time of handover of control, only the audited financial statements up to FY 2019, and the unaudited standalone consolidated financial statements of the Company up to FY 2021 were handed over to the New Board.

It is the new management which incurred additional costs and took all efforts to prepare the consolidated financial statements up to FY 2024 and has successfully completed the statutory audit of the same along with standalone financial statements. However, the accounts of the Company for the financial year ending March 31, 2023 (“**Subject Accounts**”), which pertain to the period prior to the Closing Date (June 12, 2023 (As per terms of the Resolution Plan)), and the date of appointment of New Board (i.e. June 12, 2023 and September 08, 2023), are required to be adopted by the shareholders of the Company.

It is pertinent to note that the Board’s Report and Subject Accounts are required to: (i) be approved, and signed by or on

behalf of the New Board and KMPs; (ii) undergo statutory audit by the Company’s auditors; (iii) approved by the Company’s shareholders; (iv) filed with the ROC in order to (a) fulfill requisite compliance requirements, including under the Companies Act and (b) to cure/regularize the non-compliance of the Company with respect to its filing requirements under the Companies Act including to make its status 'Active Compliant' with the registrar of companies (and as reflected on the portal of Ministry of Corporate Affairs) in terms of and for the implementation of the Approved Resolution Plan. Accordingly, in fulfilling these compliance requirements certain inherent limitations and inhibitions are involved for the New Board and KMPs and management of the Company (“**Inherent Limitations and Inhibitions**”), as is set out below in further detail.

The Subject Accounts have been signed by Mr. Hardik B. Patel, the Chairman & Whole-Time Director, Mr. Parashiva Murthy B S, Director & Mr. Punit Bajaj, Company Secretary and the Board’s Report is being approved by the Company’s New Board, only for the purpose of statutory compliance as set out in the preceding paragraphs, subject to the following Inherent Limitations and Inhibitions: -

- (i) the New Board and KMPs had no access to or role in relation to the affairs and or management Company for and during the financial year ending March 31, 2023 (“**Subject Period**”);
- (ii) the New Board and KMPs have, in this regard, relied solely and exclusively on the books, papers, records and other information, documents, clarifications, representations, communications, notices and/or certifications (collectively, “**Books and Records**”) furnished to them by or on behalf of the Resolution Professional and the records and details available with the staff of the Company. The New Board has approved this Board Report and Mr. Hardik B. Patel, the Whole Time Director and Chief Financial Officer had signed the Subject Accounts on the basis that the available Books and Records believing that the same: (a) are genuine, correct and accurate; (b) have been prepared and maintained in accordance with the applicable accounting standards, policies and conventions, and the New Board and KMPs are not aware of any significant exercise of judgment which has not been disclosed to them in writing in this regard; and (c) are not in any way fraudulent or misleading;
- (iii) the New Board and KMPs do not take any responsibility or liability for the Books and Records not being in line with the matters stated in paragraph (ii) above. No statement, fact, information (whether current or historical) or opinion contained herein should be deemed or construed as a representation or warranty, confirmation, undertaking and / or assurance, whether express or implied, by the New Board and KMPs.
- (iv) Additionally, and without prejudice to the above, the New Board and KMPs further disclaim all responsibility as to matters regarding: (a) recording, disclosing and dissemination of matters set out in, and record-keeping and preservation of, the Books and Records; (b) matters that require specific disclosure in this Board Report and the Subject Accounts, including (without limitation) identification of related parties and related party transactions; and (c) matters concerning maintenance of internal controls, systems and processes;
- (v) The New Board and KMPs believe and have relied upon the accounts and financial statements of all the subsidiaries,

joint ventures and related parties, being duly and properly prepared, verified and approved in accordance with applicable laws including the relevant accounting standards, for the purpose of consolidation of such financial statements and preparation of this Board Report and the Subject Accounts.

For the reasons set out in the preceding paragraphs, the New Board and KMPs are submitting the Board's Report (including for sake of clarity, the Director's Responsibility Statement set out herein) in compliance with the provisions of the Companies Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 and in good faith and strictly on a without liability basis; and no suit, prosecution or other legal proceeding shall lie against them, now or in future, in relation to or in connection with (in any manner whatsoever) this Board Report or any matter stated herein (including, for sake of clarity, the Director's Responsibility Statement set out herein) and the Subject Accounts.

For and on behalf of the Board of Directors

**Sd/-
Hardik Bharat Patel
Whole-Time Director
DIN: 00590663**

**Place: Mumbai
Date: October 8, 2025**

NOTES FOR 78TH AGM:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the **Act**') and pursuant to relevant Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('the **Listing Regulations**'), is annexed hereto.
2. The Ministry of Corporate Affairs ("**MCA**") vide its circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 ("**MCA Circulars for General Meetings**") and The Securities and Exchange Board of India ("**SEBI**") vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 ("**SEBI Circulars for General Meetings**") (MCA Circulars for General Meetings and SEBI Circulars for General Meeting are collectively referred to as "the **MCA and SEBI Circulars**"), permitted the holding of the general meetings through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Act, the Listing Regulations, MCA Circulars for General Meetings and SEBI Circulars for General Meetings, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM will be the registered office of the Company at 602, 6th Floor, Boston House, Suren Road, Andheri East, Mumbai, Maharashtra - 400 093, India. Attendance of the Members participating in the AGM through VC / OAVM facility shall be counted for the purpose of reckoning the quorum for the AGM as per section 103 of the Act.
3. As the AGM is being held pursuant to MCA Circulars for General Meetings and SEBI Circulars for General Meetings through VC / OAVM, the facility to appoint proxy will not be available for the AGM and hence the Proxy Form and the Attendance Slip are not annexed to this Notice. However, a Body Corporate is entitled to appoint authorised representative to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-voting.
4. Further, pursuant to sections 112 and 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC / OAVM and cast their vote through e-voting. As the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.
5. Electronic copy of complete Annual Report and Notice of AGM are also being sent to all the members whose E-mail IDs are registered with the Company/Depository Participant(s) for communication purposes.
6. Recorded transcript of the proceedings at the AGM shall also be made available on Company's website in Investor Section soon after conclusion of said meeting.
7. Members holding shares in physical mode are requested to intimate RCMC Share Registry Private Limited, the Registrar and Transfer Agent of the Company ('the **RTA**') at B-25/1, Okhla Industrial Area, Phase - 2, Near Rana Motors, New Delhi - 110020, changes, if any, in their names, registered address along with pin code number, e-mail address, telephone / mobile number, Permanent Account Number ('PAN'), mandates, nominations, power of attorneys, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. and relevant evidences. Members holding shares in electronic mode shall update such details with their respective Depository Participant ('DP').
8. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / RTA / Depositories. The Notice can also be accessed from the websites of the Company i.e. www.biltpaper.in as well as from the website of Stock Exchanges where Company is listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also available on website of National Securities Depository Limited ('NSDL') (agency for providing the remote e-voting facility and e-voting during the AGM) i.e. www.evoting.nsdl.com.
9. The Register of members and share transfer books of the Company will remain closed from October 24, 2025 to November 3, 2025 (both days inclusive) for the purpose of AGM.
10. **Section 88 of the Act read with Rules framed thereunder provide for maintenance of Members Register having details like e-mail ID, Income Tax Permanent Account Number (PAN), Unique Identification Number, Corporate Identification Number, Father's / Mother's / Spouse's Name, Status, Occupation and Nationality etc.** Form for furnishing these information may be downloaded from

Company's website www.biltpaper.in and sent to the Company or its Registrar and Share Transfer Agent. Registration of e-mail ID will also facilitate receipt of all communication including Annual Report, Notices and Circulars etc electronically from the Company. Even after registration for e-communication, members will continue to be entitled to receive such documents in physical form, upon making a request for the same.

11. **Mandatory furnishing of KYC details and nomination by holders of physical securities:**

SEBI, vide its circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, has prescribed certain mandatory provisions with regard to "Common and Simplified Norms for processing investor's request by RTAs and norms for furnishing PAN, KYC details and Nomination", where the shares are held in physical mode. Said SEBI circular prescribes following norms:

- Common and simplified norms for processing any service request from the holder, pertaining to the captioned items, by the RTAs.
- Electronic interface for processing investor's queries, complaints and service requests.
- Mandatory furnishing of PAN, KYC details and Nomination by holders of physical securities.
- Freezing of folios without valid PAN, KYC details and Nomination and
- Compulsory linking of PAN and Aadhaar by all holders of physical securities.

Members of the Company holding shares in physical mode shall provide the following documents / details to the RTA of the Company:

- PAN.
- Nomination (for all eligible folios) in Form No. SH13 or submit declaration to "Opt-Out" in Form No. ISR-3.
Note: Any cancellation or change in nomination shall be provided in Form No. SH-14.
- Contact details including postal address with pin code, mobile number, e-mail address.
- Bank account details including bank name and branch, bank account number and IFSC.
- Specimen signature.

Please provide the above documents / details to the RTA of the Company along with other basic details like name of the member, folio number, certificate number and distinctive numbers. As per the said SEBI circular, the Company has uploaded the following documents (along with the SEBI circular) on the website of the Company:

- Form No. ISR-1-request for registering PAN, KYC details or changes / updation thereof.
- Form No. ISR-2-confirmation of signature of securities holder by the Banker.
- Form No. ISR-3-declaration form for opting-out of nomination by holders of physical securities in listed companies.
- Form No. SH-13-nomination form.

- Form No. SH-14-cancellation or variation of nomination.

Further, the contact details of the Company and the RTA are also available on the website of the Company.

SEBI has issued a circular No. SEBI/HO/MIRSD/PoD-1/ CIR/2023/37 dated March 16, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD1/P/ CIR/2024/37 dated May 7, 2024) on 'Common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination' which is applicable from April 1, 2023. The norms / procedural requirements for processing service requests of investors are provided in the said SEBI Circular.

The link to view the said SEBI circular dated November 3, 2021 along with the various forms and March 16, 2023 is available on the Company website at: www.biltpaper.in

Pursuant to the said SEBI circular dated March 16, 2023, the Company has sent letters to all members holding shares in physical mode, whose KYC is pending, to complete their KYC.

SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023 and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA / Company directly and through existing SCORES platform, the members can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).

12. **October 27, 2025**, has been fixed as '**Cut off Date**' for determining Members entitled to facility of voting by remote e-voting and for e-voting at said AGM following Regulation 44 of the SEBI LODR, 2015.
13. Equity Shares of the Company are available for dematerialisation both with NSDL and Central Depository Services (India) Limited ('**CDSL**'). ISIN is **INE731U01028**.
14. 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 soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
15. In terms of circulars issued by The Securities and Exchange Board of India ('**SEBI**'), it is now mandatory to furnish a copy of Permanent Account Number Card (PAN Card) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares

in physical form can submit their PAN details to the RTA of the Company.

16. As per Regulation 40 of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's RTA, RCMC Share Registry Private Limited for assistance in this regard. In view of the above, members are advised to dematerialize shares held by them in physical form.
17. As per the provisions of section 72 of the Act, the facility of making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to the DP in case the shares are held by them in electronic mode and to the Company / RTA, in case the shares are held in physical mode.
18. Members holding shares in physical mode, in identical order of names, in more than 1 (one) folios are requested to send to the Company / RTA, the details of such folios together with the share certificates for consolidating their holdings in 1 (one) folio. A consolidated share certificate will be issued to such members after making requisite changes.
19. In case of joint holders, the members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

20. Issue of shares in Demat mode only:

SEBI vide its notification dated January 24, 2022 amended certain provisions of the Listing Regulations, inter-alia, pertaining to issue of shares in demat mode only. Further, SEBI vide its circular No. SEBI/HO/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 issued operational guidelines for demat of securities received for processing investor's service request.

Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate. It also substantially reduces the risk of fraud. Therefore, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

For more details, please visit our website at <https://biltpaper.in/>

21. SEBI vide its circular dated April 20, 2018 directed all the listed companies to record the PAN and bank account details of all their members holding shares in physical mode. All those members who are yet to update their details with the Company / RTA are requested to do so at the earliest. This will help the members to receive the dividend declared by the Company, directly in their respective bank accounts.
22. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices,

Circulars, etc. from the Company electronically. The e-mail address can be registered with the DP in case the shares are held in electronic mode and with the RTA in case the shares are held in physical mode.

23. Members desiring any relevant information on the Audited Financial Statements or any matter to be placed at the AGM are requested to write to the Company at least 10 (ten) days in advance of the date of AGM through e-mail on sectdiv@biltpaper.in. The same will be replied by the Company suitably.
24. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode.

The copies of the documents will also be available for electronic inspection during normal business hours on working days from the date of circulation of the Notice upto the date of AGM. For any communication, members may also send requests to the Company's investor e-mail id sectdiv@biltpaper.in.

25. Members are requested to quote Folio No. or Client ID and DP ID Nos. in all communications with the Company.
26. Equity Shares of the Company are listed both on the BSE Limited (Code: 500102) and National Stock Exchange of India Limited (Code: BALLARPUR) and regularly traded thereon.

27. E-voting (voting through electronic means):

- a) Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
- b) Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- c) The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and

Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

- d) The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- e) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.
- f) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.biltpaper.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- g) EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

28. The instructions for members for remote E-Voting and Joining General Meeting are as under: -

The remote e-voting period begins on Thursday, October 30, 2025 at 09:00 A.M. and ends on Sunday, November 2, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. October 27, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being October 27, 2025.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed

to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

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

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

Type of shareholders	Login Method
	<p>of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. <p>Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting</p>

Type of shareholders	Login Method
	<p>feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below:
Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical
Your User ID is:
 - For Members who hold shares in demat account with NSDL. 8 Character DP ID followed by 8 Digit Client ID
For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
 - For Members who hold shares in demat account with CDSL. 16 Digit Beneficiary ID
For example, if your Beneficiary ID is 12***** then your user ID is 12*****
 - For Members holding shares in Physical Form. EVEN Number followed by Folio Number registered with the company
For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password', and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

SCRUTINISER

1. The Company has appointed Mr. Viral Sanghavi, Proprietor of Viral Sanghavi & Associates, Practicing Company Secretaries (Membership No. FCS 10331: COP No. 9035), to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

2. The Scrutinizer will collate the votes cast at the AGM and votes downloaded from the e-voting system and make, within two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

3. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the resolutions at the AGM shall be announced by the Chairman or any other person authorised by him immediately after the results are declared.

4. The results declared along with the Scrutinizer's Report, will be posted on the website of the Company www.biltpaper.in and on the website of NSDL www.evoting.nsdl.com and will be displayed on the Notice Board of the Company at its registered office immediately after the declaration of the results by the Chairman or any other person authorised by him and communicated to the Stock Exchanges.

5. Subject to receipt of requisite number of votes, the Resolution(s) set out in the Notice shall be deemed to be passed on the date of the AGM.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.viralsanghavi@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to sectdiv@biltpaper.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to sectdiv@biltpaper.in. If you are

an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

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

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.

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

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at sectdiv@biltpaper.in. The same will be replied by the company suitably.

29. Instructions for members attending the AGM through VC/OAVM & e-voting during AGM are as under:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM 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. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

5. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.

6. Further 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. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 (seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at sectdiv@biltpaper.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 (seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at sectdiv@biltpaper.in. These queries will be replied to by the company suitably by email.

9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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

11. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Explanatory Statement

In accordance with Section 102 of the Companies Act, 2013

Item No. 2

Ratification of Remuneration to Cost Auditors

M/s Bahadur Murao & Co., Cost Accountants, New Delhi (Firm Registration No. 000008), were appointed as the Cost Auditors for auditing the cost records being maintained by the Company for the financial year 2023-24, relating to Paper being manufactured at Unit Shree Gopal and pulp, if any, manufactured at Unit Kamalapuram. In accordance with provisions of Section 148 of Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014, remuneration for auditing the cost records being maintained by the Company for the financial year 2023-2024, payable to the Cost Auditors is to be approved by the Members of the Company. The New Board accordingly recommends the Ordinary Resolution as mentioned at item no. 2 of this Notice for your approval.

None of the Directors & Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

For and on behalf of the Board of Directors

Sd/-
Hardik Bharat Patel
Whole-Time Director
DIN: 00590663

Place: Mumbai
Date: October 8, 2025