

34<sup>th</sup>

*Annual Report*  
**2022 - 2023**



**DYNAMIC INDUSTRIES LIMITED**

Registered Office : Plot No. 5501/2, Phase III, G.I.D.C., Vatva, Ahmedabad - 382 445.



## **BOARD OF DIRECTORS**



**HARIN D. MAMLATDARNA**  
CHAIRMAN & WHOLE TIME DIRECTOR

**NEERAJ SHAH**

MANAGING DIRECTOR

**JATINBHAI B. SURTI**  
(NON-EXECUTIVE DIRECTOR / INDEPENDENT)

**MRS. VIRAJ D. SHAH**  
(NON-EXECUTIVE DIRECTOR / INDEPENDENT)

**APURVA MODI**

WHOLE TIME DIRECTOR

**PRAVINCHANDRA D. MASTER**  
(NON-EXECUTIVE DIRECTOR / INDEPENDENT)



**RITU AGARWAL**  
**w.e.f. 22/07/2023**  
(COMPANY SECRETARY)



**SECRETARIAL AUDITOR**  
MR. CHINTAN K. PATEL  
Practicing Company Secretary

**AUDITORS**  
G.K. CHOKSI & CO.  
Chartered Accountants  
Madhuban, Nr. Madalpur Underbridge, Ellisbridge,  
Ahmedabad - 380 006, Gujarat, India.

**BANKERS**  
HDFC BANK LTD.  
Vatva Branch  
Vatva, Ahmedabad.

**REGISTRARS & SHARE TRANSFER AGENTS**  
LINK INTIME INDIA PVT. LTD.  
5<sup>th</sup> Floor, 506-508, Amarnath Business Centre-1 (ABC-1),  
Beside Gala Business Centre,  
Nr. St. Xavier's College Corner, Off. CG Road,  
Navrangpura, Ahmedabad-380009.



**REGISTERED OFFICE & FACTORY-2:**  
Plot No. 5501/2, Phase III,  
Nr. Trikampura Cross Roads, GIDC,  
Vatva, Ahmedabad - 382 445.  
**Website: [www.dynaind.com](http://www.dynaind.com)**  
**ISIN No. : INE457C01010**

**FACTORY-1:**  
Plot No. 125, Phase - I,  
Nr. Trikampura Cross Roads, GIDC,  
Vatva, Ahmedabad - 382 445.  
**E-mail: [accounts@dynaind.com](mailto:accounts@dynaind.com)**  
**CIN No. : L24110GJ1989PLC011**

## **NOTICE**

Notice is hereby given that the **34<sup>th</sup> Annual General Meeting** of the Members of **Dynamic Industries Limited** will be held on **Monday 18<sup>th</sup> September, 2023** at **11:00 A.M.** through **video conferencing/other audio-visual means** to transact following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Financial Statements of the Company for the year ended on 31<sup>st</sup> March, 2023 including Audited Balance Sheet as at 31<sup>st</sup> March, 2023 and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To declare a dividend of Rs.1/- (10%) per Equity Share of the nominal value of Rs.10.00 each for the year ended on 31<sup>st</sup> March, 2023 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** a dividend at the rate of Rs. 1.00 (One Rupees only) per equity share of Rs. 10/- (Ten Rupees) each fully paid up of the company, as recommended by the Board of Directors, be and is hereby declared for the Financial Year ended March 31, 2023 and the same be paid to shareholders whose name appear on record date as fixed by the Board of Directors of the Company, out of the profits of the Company for the Financial Year ended March 31, 2023.”

3. To re-appoint **Mr. Neeraj Shah (DIN: 05112261)**, who is liable to retire by rotation as Director and being eligible, offers himself for re-appointment.

To re-appoint **Mr. Neeraj Shah (DIN: 05112261)**, who is liable to retire by rotation as Director and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 152(6) of the Companies Act, 2013 and the rules made thereunder, **Mr. Neeraj Shah (DIN: 05112261)**, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

### **SPECIAL BUSINESS:**

4. Approval of Related Party Transactions :

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

**“RESOLVED THAT**, pursuant to the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions and rules thereto, and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such amendments as may be made therein, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into transactions as detailed hereunder with following Related Parties as defined under the Act for purchase/sale of goods, services and/or any other business activities during the financial year 2022-23 and 2023-24.

Name of the Related Party	Maximum Amount of Transactions	Type of Transactions	Financial Year
Prima Chemicals	30 Cr	Purchase / Sale of Goods, Services and/or any other business activities	2023-24 2024-25
Sujal Dyechem Private Limited	50 Lakhs	Purchase / Sale of Goods, Services and/or any other business activities	2023-24

“RESOLVED FURTHER that Mr. Harin Mamlatdarna, Wholetime Director and Mr. Neeraj Shah, Managing Director of the Company be and is hereby authorised to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

**By Order of the Board of Directors**

**Place: Ahmedabad**  
**Date: 14<sup>th</sup> August, 2023**

*Sd/-*

**Registered Office:**

Plot No. 5501/2, Phase-III, Nr. Trikampura –  
Cross Road, G. I. D. C. Vatva, Ahmedabad – 382445.  
**CIN:** L24110GJ1989PLC011989  
**Tel:** 91-79-25833835, 25891835  
**Website:** [www.dynaind.com](http://www.dynaind.com)

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**[DIN: 00536250]**



## ANNEXURE TO THE NOTICE

## EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

## Item No 4: Approval of Related Party Transactions:

The Audit Committee and the Board of Directors of the Company, at their respective meetings has approved a proposal for entering into following related party transactions:

Name of Related Party	Prima Chemicals
Name of Related Director or KMP	Mr. Apurva Modi
Nature of Relationship	Mr. Apurva Kamleshbhai Modi, Wholetime Director of the Company is Partner of Prima Chemicals, Partnership Firm.  Mr. Kamlesh Modi, Father of Mr. Apurva Kamleshbhai Modi, Wholetime Director of the Company is also Partner of Prima Chemicals, Partnership Firm.
Material terms, monetary value and particulars of the contract or arrangement;	The transaction between the parties will be in the nature of purchase/sale of goods, services and/or any other business activities. The amount of the transactions shall be as stated in the resolution and the same has to be paid as per the terms agreed by both the parties.
The Manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The pricing is commensurate with the market value of the goods and shall be at arm's length.
Any other information relevant or important for the members to take a decision on the proposed resolution	<u>N.A.</u>

Name of Related Party	Sujal Dyechem Private Limited
Name of Related Director or KMP	Mr. Apurva Modi
Nature of Relationship	Mr. Apurva Kamleshbhai Modi, Wholetime Director of the Company is Director of the Sujal Dyechem Private Limited.  Mr. Kamlesh Modi, Father of Mr. Apurva Kamleshbhai Modi, is also Director of the Sujal

	Dyechem Private Limited.
Material terms, monetary value and particulars of the contract or arrangement;	The transaction between the parties will be in the nature of purchase/sale of goods, services and/or any other business activities. The amount of the transactions shall be as stated in the resolution and the same has to be paid as per the terms agreed by both the parties.
The Manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	The pricing is commensurate with the market value of the goods and shall be at arm's length.
Any other information relevant or important for the members to take a decision on the proposed resolution	<u>N.A.</u>

The transaction is Related Party Transaction and in terms of Section 188 of the Companies Act, 2013 and regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable rules there under prior approval of the Shareholders by way of Special Resolution is required. Accordingly, your directors recommend there solution at Item No. 4 for approval as Special resolution as set out in the notice of the meeting.

Except Harin Dhanvantlal Mamlatdarna, Wholetime Director, Mr. Apurva Kamleshbhai Modi, Wholetime Director of the Company; Ms. Maya Harin Mamlatdarna, Ms. Asita H Mamlatdarna, Ms. Mansi H Mamlatdarna, Mr. Chandresh Dhanvantrai Mamlatdarna, Mr. Kamlesh Modi & Harin D Mamlatdarna HUF Relative of Director; none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs are concerned or interested in the Resolution.

**Date : 14<sup>th</sup> August , 2023**  
**Placa: Ahmedabad**

**By Order of the Board of Directors**

*Sd/-*

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**DIN: 00536250**

**NOTES:**

1. In terms of latest General Circular No. 10/2022 dated December 28, 2022 and earlier circulars issued in this regard by the Ministry of Corporate Affairs ("MCA circular") read with the Securities and Exchange Board of India Circular No. SEBI/ HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and earlier circulars issued in this regard ("SEBI circular") and in compliance with the provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 ("Listing Regulations"), the 34<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company is being conducted through VC/OVAM and the AGM shall be deemed to be convened and held at the registered office of the Company for the purpose of meeting statutory requirement under the Companies Act, 2013 or any other statute.
2. Since the Annual General Meeting (AGM) is being held pursuant to the e-AGM circulars through video conferencing | other audio-visual MEANS, physical attendance of MEMBERS has been dispensed with. Accordingly, the facility for APPOINTMENT of proxies by the MEMBERS will not be available for the AGM and hence, the Proxy FORM, Attendance Slip and route MAP of the AGM venue are not annexed to this Notice. However, a MEMBER MAY appoint a representative as per applicable provisions of the COMPANIES Act, 2013 to attend and /or vote.
3. Copies of the Balance Sheet, the STATEMENT of Profit and Loss, the Directors' Report, the Auditor's Report and every other DOCUMENT required by law to be annexed or attached to the Balance Sheet for the financial year ended March 31, 2023 are annexed /attached.
4. Electronic copy of the Annual Report for 2022-23 including the Notice which includes the process and MANNER of attending the Annual General Meeting through video conferencing other audio-visual MEANS, and e-voting is being sent to all the MEMBERS whose e-mail addresses are registered with the COMPANY | Depository Participants.
5. Printed copy of the Annual Report (including the Notice) is not being sent to the MEMBERS in view of the e-AGM circulars.
6. The Explanatory Statement pursuant to section 102 of the Companies Act , 2013 , which set out details relating to Special Business at the meeting , is annexed herewith.
7. members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Physical attendance of Members is not required at the AGM.
8. The Company has also enabled a process with the RTA, for the limited purpose of registering contact details for receiving the Annual Report and Notice for the Annual General Meeting, allowing shareholders to update/modify their e-mail address and mobile number on a temporary basis by providing the basic credentials which may be asked for during the verification process. The link for updating the details is [https://linkintime.co.in/emailreg/email\\_register.html](https://linkintime.co.in/emailreg/email_register.html). Shareholders can also update their Bank details, PAN CARD number, Aadhar number, etc., and upload a copy of the same on the same link. No action is required to be taken by shareholders whose details are already correctly registered/updated in the Company's records. **E-mail ID:** [invgrv@dynaind.com](mailto:invgrv@dynaind.com). **Website:** [http://dynaind.com/investors\\_zone.html](http://dynaind.com/investors_zone.html).

9. The MEMBERS MAY also note that the Notice of the Annual General Meeting and the Annual Report for 2022-23 will also be available on the website of the COMPANY, [www.dynaind.com](http://www.dynaind.com), which can be downloaded. The electronic copies of the DOCUMENTS which are referred to in this Notice but not attached to it will be MADE available for inspection. For inspection, the MEMBERS are requested to send a request through an e-mail on [cs@dynaind.com](mailto:cs@dynaind.com) with Depository participant ID and Client ID or Folio NUMBER.
10. The MEMBERS desiring any information relating to the accounts or have any questions, are requested to write to the COMPANY on [cs@dynaind.com](mailto:cs@dynaind.com) at least Ten days before the date of the Annual General Meeting (AGM) so as to enable the MANAGEMENT to keep the information ready and provide it at the AGM.
11. The Board of Directors has recommended for consideration of the Members, a dividend of Rs.1.00 (10%) per equity share of the nominal value of Rs.10 each for the year ended on 31<sup>st</sup> March, 2023.
12. The Register of Members and the Share Transfer books of the Company will remain closed from **12<sup>th</sup> September, 2023 to 18<sup>th</sup> September, 2023** (both days inclusive) for purpose of Dividend, if declared. Dividend will be payable, if declared, on or before **17<sup>th</sup> October, 2023** to those members whose names are registered as such in the Register of Members of the Company as on Monday, 11<sup>th</sup> September, 2023 and to the Beneficiary holders as per the beneficiary list as on Monday, 11<sup>th</sup> September, 2023 provided by the NSDL and CDSL.
13. In accordance with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has fixed on **Monday, 11<sup>th</sup> September, 2023** as the "cut-off date" to determine the eligibility to vote by electronic means or in the general meeting. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. **Monday, 11<sup>th</sup> September, 2023**, shall be entitled to avail the facility of remote e-voting as well as voting in the general meeting.
14. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Act, be transferred to the Investor Education and Protection Fund (IEPF). Further, shares on which the dividends remain unclaimed for seven consecutive years will also be transferred to the IEPF as per Section 124 of the Act, and the applicable rules. Since, members who have not claimed/ encased their dividend warrant for respective financial years are requested to write to the Company/Registrar and Share Transfer Agent (RTA) at least a month before the due dates, as under:

Sr. No.	Financial Year	Date of Declaration	Due date for transfer to IEPF
1	2015-2016 (Final)	13-08-2016	12-09-2023
2	2016-2017 (Final)	14-08-2017	13-09-2024
3	2017-2018 (Final)	31-07-2018	30-08-2025
4	2018-2019 (Final)	31-07-2019	30-08-2026
5	2019-2020 (Final)	31-08-2020	30-09-2027
6	2020-2021 (Final)	27-09-2021	26-10-2028
7	2021-2022 (Final)	27-09-2022	26-10-2029

**15. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS**

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) 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 venue voting on the date of the AGM will be provided by CDSL.
2. The Members can join the 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 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 AGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. 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 AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.dynaind.com](http://www.dynaind.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.cdsi.com](http://www.evoting.cdsi.com).
6. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Friday, 15<sup>th</sup> September , 2023 at 09.00 A.M. and ends on Sunday, 17<sup>th</sup> September, 2023 at 05.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 11<sup>th</sup> September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**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. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:



	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- 7) After entering these details appropriately, click on “SUBMIT” tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- 11) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 17) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

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

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM 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/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 atleast **Ten days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **Ten days prior to meeting** mentioning their name, demat

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account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM 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 EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/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.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

**3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futrex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

# DIRECTORS' REPORT

Dear Members,

Your directors have pleasure in presenting their **34<sup>th</sup> (Thirty Fourth) Annual Report** on the business and operations of the Company and the Audited Accounts for the Financial Year ended on 31<sup>st</sup> March, 2023.

## 1. FINANCIAL SUMMARY/HIGHLIGHTS OF PERFORMANCE OF THE COMPANY:

<b>Financial Results</b>		(₹ in Lacs)
<b>Particulars</b>	<b>Year ended 31-03-2023</b>	<b>Year ended 31-03-2022</b>
Total Revenue	4672.31	5454.44
Profit Before Depreciation and Tax	246.03	287.56
Depreciation	90.26	96.71
Profit (Loss) before tax	155.77	190.85
Less: Tax Expenses	41.71	49.55
<b>Net Profit (Loss) for the year</b>	<b>114.06</b>	<b>141.29</b>

## 2. PERFORMANCE:

Sales decreased by 14.33% from Rs. 5454.44 lakhs to 4672.31 lakhs mainly due to lower volume Sales, primary on account of the demolished of the one of the plants out of the two plants of the Company and the same plant was working on only 30 % capacity of Production during the year. After the initial demonization of Plant, the company recorded quarter on quarter decrease in sale volume. However, in the Current year company has construct a new plant after fully demonization of old Plant. The Profit Before Tax decreased by 18.25% from Rs. 190.85 lakhs to 155.77 lakhs. Further the situation of heavy pressure on margin, acute competition and economic slowdown continued in the year. Moreover, the Company continues with its efforts to maintain growth even during the economic downturn and face new challenges.

## 3. DIVIDEND:

Your directors are pleased to recommend the dividend @ 10% (₹1.00/- per equity share) on equity shares of ₹10.00 each for the year ended 31<sup>st</sup> March, 2023. The total dividend pay-out shall be ₹30.28 Lacs.

## 4. SHARE CAPITAL:

At present, the Company has only one class of shares – equity shares with face value of ₹10.00 each. The authorized share capital of the company is ₹350.00 Lacs divided into 35,00,000 equity shares of ₹10.00 each. The paid-up share capital of the company is ₹302.85 Lacs divided into 30,28,500 equity shares of ₹10.00 each.

During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

**5. RESERVES:**

The Board decided not to transfer any amount out of the profit for the year to general reserves.

**6. DEPOSITS:**

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

**7. FUTURE OUTLOOK:**

The Company expects the market for chemicals and dyes will significantly contribute to the Indian Chemical Industry's growth. Accordingly, Company is taking effective steps to improve operational efficiency to maintain the growth.

The Board of Directors has identified material impact on the operations and financials of the company as at March 31, 2023 due to demonization of one of the Plant situated in the Company. However the Company has completed the set up of the new plant in the current year 2023-24. The Company has invested further in equipments and machineries so as enhance the capacity of Production. The Company upgraded many of its processes and operations by imbibing new technology using more efficient equipment and automation.

With India's ever growing requirements of energy and capacity addition planned by the Government through various initiatives, demand remained in line with the previous year trend, there exists substantial opportunity for future growth as the Company's products are geared up for the requirements. However, trade tensions among major economies impacted global growth prospects and has larger concerns on slowing down of world trade. Accordingly the company is executing the strategies to mitigate the impact of slowdown of trade

**8. UNCLAIMED DIVIDEND:**

As on 31<sup>st</sup> March, 2023, dividend amounting to ₹ 7.50 Lacs has not been claimed by shareholders of the Company. Shareholders are required to lodge their claims with the Registrar, Link Intime India Pvt. Ltd., for unclaimed dividend. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with Companies) rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on 27<sup>th</sup> September, 2022 (date of the last Annual General Meeting) on the website of the Company ([www.dynaind.com](http://www.dynaind.com)), as also on the website of the Ministry of Corporate Affairs ([www.mca.gov.in](http://www.mca.gov.in)).

**9. ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE:**

In accordance with the provisions of Clause (m) of Sub Section (3) of Section 134 the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, the relevant information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo is given in **ANNEXURE – I** and forms part of this report.

**10. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

**11. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS:**

No such Orders have been passed by the Regulators/Court or Tribunals which can impact the going concern status and Company's operation in future.

**12. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:**

Company do not have any subsidiary/associate company.

**13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT BY THE COMPANY:**

Details of Loans, Guarantees and Investments, if any covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statements.

**14. MEETING OF BOARD OF DIRECTORS:**

During the year under the review, 5 (Five) Board Meetings were held, with gap not exceeding the period prescribed under Companies Act, 2013 and Rules made thereunder. Details of Board and Board Committee Meetings held during the year are given in the Corporate Governance Report.

Board meeting dates are finalized in consultation with all Directors and agenda papers backed up by comprehensive notes and detailed background information are circulated well in advance before the date of the meeting thereby enabling the Board to take informed decisions. The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013.

**15. ANNUAL RETURN:**

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the weblink: [http://dynaind.com/investors\\_zone.html](http://dynaind.com/investors_zone.html).

**16. INSURANCE:**

All the Properties of the Company are adequately insured.

**17. RELATED PARTY TRANSACTIONS:**

There were no materially significant related party transactions entered between the Company, Directors, management, or their relatives except for those disclosed in the financial statements.

All the contracts/arrangements/transactions entered into by the Company with the related parties during the financial year 2022-23 were in the ordinary course of business and on an arm's length basis as disclosed in the financial statements.

Accordingly, particulars of contracts or arrangements with related parties referred to as disclosed in the financial statements in Section 188(1) in Form AOC-2 is attached herewith as **ANNEXURE-II**.

The Audit Committee has granted omnibus approval for Related Party Transactions as per the provisions and restrictions contained in the SEBI (LODR) Regulation.

The company has formulated a policy on “Materiality of Related Party transactions and on dealing with Related Party Transactions” and the same is on the company’s website at [http://www.dynaind.com/investor\\_zone/Policies/Related%20Party%20Transaction%20Policy.pdf](http://www.dynaind.com/investor_zone/Policies/Related%20Party%20Transaction%20Policy.pdf)

The details of related party disclosure form a part of the notes to the financial statements provided in the annual report.

## **18. DIRECTORATE AND KEY MANAGERIAL PERSONNEL:**

The Board of Directors of your company has various executive and non-executive directors including Independent Directors who have wide and varied experience in different disciplines of corporate functioning.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Neeraj Shah (DIN:05112261) retires by rotation at the ensuing Annual General Meeting and being eligible in terms of Section 164 of the Act offers himself for re-appointment.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

As required under Section 203 of the Companies Act, 2013, the Company has Mr. Harin Dhanvantlal Mamlatdarna as Chairman and Whole-time Director, Mr. Neeraj Shah as Managing Director, Mr. Apurva Kamleshbhai Modi as Whole-time Director, Mr. Kalpesh Chandulal Patel as Chief Financial Officer.

Remuneration to Key Managerial Personnel, Senior Management and other employees will involve a balance between fixed and incentive pay reflecting short and long-term performance objectives of the employees in line with the working of the Company and its goals.

### **Resignations and Appointment**

Mr. Gaurav Jani Company Secretary has tendered his resignation on 28<sup>th</sup> March, 2023. Further, Ms. Ashna Pahwa was appointed as Whole Time Company Secretary in Board of Company with effect from 02<sup>nd</sup> May, 2023 and was resigned as Whole time Secretary with effect from 30<sup>th</sup> June, 2023.

### **Reappointments of Director**

As per the provisions of the Companies Act, 2013, Mr. Neeraj Shah, who has been longest in the office, retires by rotation at the ensuing AGM and, being eligible, and seeks reappointment. The Board recommends his reappointment.

## **19. EVALUATION OF BOARD, COMMITTEES AND DIRECTORS:**

In compliance with the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the performance evaluation of the Board was carried out during the year under review. More details on the same are given in the Corporate Governance Report.

**20. POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS:**

The Board has on the recommendation of the Nomination & Remuneration Committee, formulated criteria for determining Qualifications, Positive Attributes and Independence of a Director and also a Policy for remuneration of Directors, Key managerial Personnel and senior management.

**21. MANAGERIAL REMUNERATION**

Details of remuneration paid / payable to the Directors for Financial Year 2022-2023

(₹In Lacs)

Name	Salary and Perquisites F.Y.2022-23	Commission	Shares issued under ESOP	Details of service contracts: notice period and severance fees
Harin D. Mamlatdarna	40.19	Nil	Nil	Special Resolution, tenure from 1 <sup>st</sup> October, 2021, valid up to 30 <sup>th</sup> September, 2024; no Notice period and no severance fees.
Neeraj Shah	30.53	Nil	Nil	
Apurva Modi	3.00	Nil	Nil	

The statement containing particulars of employees as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as **ANNEXURE-III**.

**22. INDEPENDENT DIRECTORS' DECLARATION:**

The Company has received the necessary declaration from each Independent Director, in accordance with Section 149(7) of the Companies Act, 2013, that he/she met the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013 and the Regulation 16(1)(B) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Board of Directors confirms that in their opinion, the independent directors fulfill all the conditions specified in 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

The Company has also received a certificate from Mr. Chintan K. Patel 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.

Familiarization Programme for Independent Directors: The Company has an ongoing programme where Directors in the course of meetings of the Board of Directors give information about developments and amendments in legal and regulatory areas which include mandatory disclosures and fair disclosures stated under SEBI (LODR) Regulations, 2015 (herein referred to as "Listing Regulation"), Prohibition & Insider Trading Regulations and SAST Regulations so as to enable them to effectively discharge their roles, rights and responsibilities in the Company.



The Company has uploaded the details of the above on the website of the company i.e. [www.dynaind.com](http://www.dynaind.com).

## 23. COMMITTEES OF THE BOARD:

During the year, in accordance with the Companies Act, 2013, the Board re-constituted some of its committees.

There are currently **four Committees** of the Board, as follows:

1. Audit Committee
2. Corporate Social Responsibility Committee
3. Nomination and Remuneration Committee
4. Stakeholders' Relationship Committee

Details of all the Committees along with their charters, composition and meetings held during the year, are provided in the **"Report on Corporate Governance"**, a part of this Annual Report.

## 24. AUDITORS:

### A. Statutory Auditors

The Audit Report for the financial year end 31<sup>st</sup> March, 2023 given by the M/s. G.K. CHOKSI & Co., Chartered Accountants (Firm registration number 101895W). M/s. G.K. CHOKSI & Co., Chartered Accountants was appointed at the Annual General Meeting held on 27<sup>th</sup> September, 2022 for the period of 5 years. The Report given by the Auditors on the financial statement's year ended 31<sup>st</sup> March 2023 of the Company is part of the Annual Report. The notes to the accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

### B. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Chintan Patel, Practicing Company Secretaries, Ahmedabad to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **Annexure IV**. There is no qualification, reservation or adverse remark in the report.

## 25. INTERNAL CONTROL SYSTEM AND COMPLIANCE FRAMEWORK:

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively to ensure orderly and efficient conduct of business operations. The Company has appointed M/s. VKJD & Associates, Chartered Accountant vide (FRN 128985W) as Internal Auditors of the Company. The Audit Committee in consultation with the internal auditors formulates the scope, functioning, periodicity and methodology for conducting the internal audit. The internal auditors carry out audit, covering inter alia, monitoring and evaluating the efficiency & adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations and submit their periodical internal audit reports to the Audit Committee. Based on the internal audit report and review by the Audit committee, process owners undertake necessary actions in their respective areas. The internal auditors have expressed that the internal control system in the Company is robust and effective. The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and that such systems are adequate and operating effectively.

**26. RISK MANAGEMENT:**

Company has implemented an integrated risk management approach through which it reviews and assesses significant risks on a regular basis to help ensure that there is a robust system of risk controls and mitigation in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges. Major risks identified for the Company by the management are Currency fluctuation, Compliances of various applicable Laws, Regulatory changes, Manufacturing & Supply, Litigation, Technological Changes. The management is however, of the view that none of the above risks may threaten the existence of the Company as robust Risk mitigation mechanism is put in place to ensure that there is nil or minimum impact on the Company in case any of these risks materialize.

**27. VIGIL MECHANISM AND WHISTLE BLOWER POLICY:**

In accordance with Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has constituted a Whistle Blower Policy/ Vigil Mechanism to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed and to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct.

The detail of the Whistle Blower Policy is explained in the Corporate Governance Report.

None of the Non-Executive Directors has any pecuniary relationship or transactions with the Company other than sitting fees payable to them.

**28. CORPORATE SOCIAL RESPONSIBILITY (CSR):**

Pursuant to the provisions of section 135 of the Act, read with CSR Rules, the Company ceases to be a company covered under sub-section (1) of section 135 of the Act and hence Company is not required to comply with the provisions contained in sub-section (2) to (5) of the said section, till such time it meets the criteria specified in sub-section (1) of section 135 of the Act.

**29. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:**

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made thereunder, your Company has assigned the responsibilities to Sexual Harassment Committee. During the year, no complaint with allegations of sexual harassment was filed against the Company.

**30. PREVENTION OF INSIDER TRADING:**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Company has also adopted a Policy and Procedure for Inquiry in Case of Leak of Unpublished Price Sensitive Information. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

**31. DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors state that-

- i. In the preparation of the annual accounts, the applicable Indian Accounting Standards (Ind AS) had been followed along with proper explanation relating to material departures;
- ii. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31<sup>st</sup> March, 2023 and of the profit and loss of the company for that period;
- iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 and Rules made thereunder for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. The directors had prepared the annual accounts on a going concern basis; and
- v. The directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**32. CORPORATE GOVERNANCE:**

As required by the Regulation 27 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 entered into with the Stock Exchanges, a detailed report on Corporate Governance is given as a part of the Annual Report. The Company is in full compliance with the requirements and disclosures that have to be made in this regard. The Auditors' Certificate of the compliance with Corporate Governance requirements by the Company is attached to the Report on Corporate Governance. Report on Corporate Governance is given elsewhere in this Annual Report, herewith attached as **ANNEXURE V**.

The Company has also complied with all the mandatory Secretarial Standards issued by The ICSI (Institute of Company Secretaries of India).

**33. CORPORATE GOVERNANCE CERTIFICATE:**

The Compliance certificate from the auditors regarding compliance of conditions of Corporate Governance as stipulated in Regulation 27 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is appended to the report on Corporate Governance., herewith attached as **Annexure VI**.

**34. RELATED PARTY DISCLOSURE:**

Related Party discloser as mentioned in Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is appended to the report of Director herewith attached as **Annexure VII**.

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**35. GENERAL SHAREHOLDER INFORMATION:**

General Shareholder Information is given in Report on Corporate Governance forming part of the Annual Report.

**36. ACKNOWLEDGEMENT:**

Your Directors take this opportunity to express their gratitude for the unstinted commitment, dedication, hard work and significant contribution made by employees at all levels in ensuring sustained growth of the Company. Your Directors also sincerely thank all the stakeholders, customers, vendors, bankers, business associates, government, other statutory bodies and look forward to their continued assistance, co-operation and support.

**Date : 14<sup>th</sup> August , 2023**  
**Place: Ahmedabad**

**By Order of the Board of Directors**

*Sd/-*

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**DIN: 00536250**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INDUSTRIAL STRUCTURE AND DEVELOPMENT:**

The Company is in the business of manufacturing of Chemical and Dye and Dye Stuffs. Your Company is key producer of Synthetic Organic Dyes, Acid Dyes, Direct Dyes and Solvent Dyes based in India having its Plants Situated at Gujarat Industrial Development Corporation (GIDC), Vatva, Ahmedabad, India. The Products find their application in various industry segments such as Textiles, leather, cosmetic, paper printing, plastics to shade their products etc. The plant facility is equipped with up to date manufacturing equipment and supported by R & D Center and quality assurance department which are equipped with advanced equipment and analytical instruments. The Company has an excellent team of experienced and qualified professional to manage day to day operations efficiently. For more details, please visit [www.dynaind.com](http://www.dynaind.com).

### **OVERVIEW:**

The financial statements have been prepared in compliance with the Indian Accounting Standards (Ind AS) issued by The Institute of Chartered Accountants of India (ICAI) which have been notified under the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS Rules'), of the Companies Act, 2013. The management of the company accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflect in a true and fair manner the form and substance of transactions, and reasonably present the company's state of affairs and profit for the year.

### **OPPORTUNITY:**

India is one of the largest exporters of Dyes & Intermediates across the global. India's capability in low cost manufacturing, availability of technically trained manpower, better price realization globally and strong presence in market are the key growth drivers. Your company is key manufacturer of Dye and Dye stuffs in India which is a growth market. This offers regular opportunities & helps company to cater to market needs very effectively. Over the years, the company has developed robust Systems which help to maintain and sustain the operations despite sever challenges it faces and able to enjoy the market leadership position. Its geographical position & the vicinity to customers also offer added advantage in servicing the customers.

### **THREATS:**

1. Changes in the tax laws, Government policies, and regulatory requirement might affect the company's business.
2. The cost of electricity for Chemical Industry has been ongoing bone of contention for decades, and at times of high oil prices, the cost of feedstocks can put the industry at a huge disadvantages.
3. Compliance issues with the environmental norms and regulations

### **COMPETITION:**

Competition in the domestic as well as international market has intensified and forced the players to adopt aggressive marketing strategy and promotional campaigns to capture and protect their market shares. The Company has the plans to penetrate better into global market, especially

through the customer retention and business development in the regions which have not been tapped.

The Company sells its products through a well-established network in different countries, which are supported by the Company's strong marketing force. The Company has developed a well-defined Trade Relationship Management Policy. The Company's broad product range and frequent visits by its marketing people to the outlets and the importing countries ensure that the Company's products receive a maximum response and are adequately promoted.

#### **SEGMENT WISE AND PRODUCT WISE PERFORMANCE:**

The Company operates within a solitary business segment i.e. manufacturing of chemicals and dyes. Further, all products of the company are classified as "Dyes". Hence, Segment/Product wise report is not given separately.

#### **RISK AND CONCERN:**

The risk management function is integral to the company and its objectives include ensuring that critical risk is identified continuously, monitored and managed effectively in order to protect the company's business.

However, the changes in the tax laws, Government policies, and regulatory requirement might affect the company's business. Uncontrolled variation in the price of input materials could impact the company's profitability to the extent that the same are not absorbed by the market through a price increase and/or could have a negative impact on the demand in the market. Currency risks mainly arise out of overseas operations. Exchange rate fluctuation could significantly impact earnings because of earning in foreign currencies and expenditures in foreign currencies. The company is operating in the highly competitive market.

The management has already taken initiatives in advance for mitigating the above mentioned risk and concerns/challenges. The company has taken major initiatives like a hedging of exposure in foreign currencies, strong marketing efforts, focus on cost reduction through inventory management techniques, the introduction of new products and manufacturing process without compromising the quality of products and retain talented employees etc.

#### **INITIATIVES BY THE COMPANY:**

The Company has taken the following initiatives:

- Concentration on the reduction of costs by undertaking a specific exercise in different fields.
- Concentration in Increase of Exports.
- Focusing on the modernization of manufacturing process to improvise quality and reduction of costs.
- The Company is quite confident that the overall productivity, profitability would improve in a sustainable manner, as a result of this strategy.
- The company has demolished the old Plant and Machineries and install new Plant and Machineries with latest technologies to improve the quality of product and avoid any uncertainty at Company's Unit.

**OUTLOOK:**

For the year 2023-24, the Company's focus will continue to be stable, as the Company continues to work on distribution expansion and strengthening of supply chain. The Company is confident to meet the challenges with its strength in marketing network, its strategic planning, Research & Development productivity improvement and cost reduction exercise. This will be achieved by forging stronger relationship with customers and by negotiating and entering into beneficial contracts with the suppliers of raw materials.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposal. The internal control systems are supplemented by an extensive program of internal audits, review by management guidelines & procedures. Company's control systems are time tested, documented and recognized under ISO Certification. On the financial side, periodic audits by Internal Auditors and External Auditors provide a means whereby identification of areas of improvement and corrective measures taken whenever applicable. The Company has an independent internal audit system, covering on a continuous basis, the entire gamut of operations and services spanning major business functions. The internal audit functions include evaluation of all financial & major operating system controls. The internal audit findings and recommendations are reviewed by the Audit Committee and are then reported to the Board.

**HUMAN RESOURCE:**

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building efforts are made to enhance employee skills, motivation as also to foster team spirit. Industrial relations were cordial throughout the year. The Company has 76 employees excluding Directors & KMP as on year ended 31<sup>st</sup> March, 2023.

**WHISTLE BLOWER POLICY :**

The Company has a Whistle Blower policy in place to deal with instances of fraud and mismanagement, if any. The details of the policy are explained in the Corporate Governance Report and the said whistle blower policy is posted on the website of the Company.

**DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

In terms of performance, FY 2022-2023 has been a moderately good year. Company is focused on the task on hand in terms of better reliability of operations and more focussed market efforts. Our financial performance reflected the steady operational performance. Our revenue from continuing operations declined by 15.14% to Rs.4563.10 Lakhs. EBITDA was Rs.155.77 Lakhs and Profit for the period was Rs.114.06 Lakhs. Cash and cash equivalents at the end of the year stood at Rs.87.67 lakhs.

**DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFOR:**

<b>Sr. no.</b>	<b><u>Particulars</u></b>	<b>2022-23</b>	<b>2021-22</b>
1	Debtors Turnover Ratio	3.75	4.10
2	Inventory Turnover Ratio	3.36	3.66
3	Interest coverage ratio	17.78	13.05
4	Current Ratio	2.75	2.43
5	Debt Equity Ratio	0.05	0.08
6	Operating Profit Margin	0.04	0.04
7	Net Profit Margin	2.51	2.64
8	Return on Net worth	2.43	3.08
9	P/E Ratio	16.46	14.99

**DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF:**

The Company has earned reasonably better during the year as compared to previous year, hence your company has earned significant sum as return on Net Worth.

**DISCLOSURE OF ACCOUNTING TREATMENT :**

The Financial statements have been prepared in compliance with the Indian Accounting Standards (Ind AS) issued by The Institute of Chartered Accountants of India (ICAI) which have been notified under the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS Rules'), of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention.

**CAUTIONARY STATEMENT**

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

**Date : 14<sup>th</sup> August , 2023**  
**Place: Ahmedabad**

**By Order of the Board of Directors**

*Sd/-*

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**DIN: 00536250**



**FINANCIAL HIGHLIGHTS****➤ REVENUES:**

Total income during the year under review was ₹ 4672.32 Lacs (Previous year ₹ 5454.44 Lacs).

**➤ OPERATING EXPENSES:**

The operating and other expenses for the year ended 31<sup>st</sup>March, 2023 were ₹ 642.22 Lacs (Previous year ₹642.24 Lacs).

**➤ PROFIT AFTER TAX:**

The net profit after tax during the year under review period was ₹ 114.06 Lacs (Previous year ₹ 141.29Lacs).

**➤ INTEREST ON BORROWINGS:**

The Company has incurred interest cost of ₹ 10.49 Lacs (Previous year ₹ 20.22Lacs).

**➤ CAPITAL EMPLOYED:**

The Return on Average Capital Employed (ROCE) for the year ended 31<sup>st</sup>March, 2023 was 3.48% as compared to 4.64 %for the last year.

**➤ RETURN ON NET WORTH:**

The return on Average Net worth (RONW) for the year ended 31<sup>st</sup>March, 2023 was 2.43 % as compared to 3.08 % for the last year.

**➤ FIXED ASSETS:**

There was addition of ₹ 574.57 Lacs to the Fixed Assets of the Company. (Previous year ₹48.43 Lacs).

**➤ SHARE CAPITAL:**

At present, the Company has only one class of shares – equity shares with face value of ₹10/- each. The authorized share capital of the company is ₹ 3, 50, 00,000/- divided into 35, 00,000 equity shares of ₹ 10/- each. The paid up share capital of the company is ₹ 3, 02, 85,000/- divided into 30, 28,500 equity shares of ₹10/- each.

During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity. Out of the profits for the year ended March 31, 2023, a sum of ₹ Nil has been transferred to General Reserve. (Previous year Rs. Nil)

➤ **SUNDRY DEBTORS:**

Sundry debtors amount to ₹ 942.52 Lacs as of March 31, 2023, as compared with ₹ 1476.52 Lacs as of March 31, 2022. These debtors are considered good and realizable. The need for provisions is assessed based on various factors including collectability of specific dues, risk perceptions of the industry in which the customer operates and general economic factor, which could affect the customer's ability to settle.

➤ **CASH AND CASH EQUIVALENTS:**

The bank balances include both Rupee accounts and foreign currency accounts. Advances are primarily towards amounts paid in advance for value and services to be received in future. Advance income tax represents payments made towards tax liability and also refunds due for the previous year. The Company's liability towards income tax is provided for. Electricity and other deposits represent electricity deposits, telephone deposits, insurance deposits and advances of a similar nature. Sundry creditors for other liabilities represent amounts accrued for various other operational expenses. Advances received from clients denote monies received for the delivery in future. Provisions for taxation represent estimated income tax liabilities.

**Date : 14<sup>th</sup> August , 2023**

**Place: Ahmedabad**

**By Order of the Board of Directors**

/-

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**DIN: 00536250**

**ANNEXURE – I TO THE DIRECTORS REPORT****CONSERVATION OF ENERGY/ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:****A. TECHNOLOGY ABSORPTION: -**

The Company has no foreign collaboration and is well versed with the indigenous technology.

**B. CONSERVATION OF ENERGY: -**

- i. As power and energy expenditure are not main cost constituent of company's overall product costing. So, at present company is not required to take any conservation measures.
- ii. Power and fuel consumption

Particulars	(₹ In Lacs)	
	2022-23	2021-22
<b>Electricity</b>		
Purchase Unit(in KW)	6,78,582	750662
Total Amount	71.24	
Average rate ` per unit	10.50	72.27
		9.63
<b>Light Diesel Oil / Diesel Oil / Furnace Oil</b>		
Quantity (in litres)	2100.111	
Total Amount	1.96	2560.55
Average rate Rs per unit	93.09	2.30
		89.94
<b>Gas</b>		
Quantity (in SCM.)	204830.1	
Total Amount	166.36	265151
Average rate Rs per unit	81.22	167.46
		63.16

**C. RESEARCH AND DEVELOPMENT:**

- **Specific areas in which R&D carried out by the company:**

Dyes

- **Benefits derived as a result of the above R&D:**

By addition on new products the company has been able to improve presence in overseas market. R & D has also resulted in to cost reduction.

- **Future plan of Action**

R&D is being strengthened and equipped to play an effective role for improving the quality.

- **Expenditure on R&D:**

No separate expenditure on R&D is booked in the accounts but is included in laboratory expenses.

**D. TECHNOLOGY ABSORPTION, ADOPTATION AND INNOVATION:**

- **Efforts Made: -**  
The Company deploys indigenous technology and continues its efforts to increase its yield, production, scale of operations and up-gradation of technology.
- **Benefits derived as a result of above efforts:**  
Product improved through high efficiency and energy saving has improved an overall working of the Company.

**E. FOREIGN EXCHANGE EARNINGS AND OUT GO:****(₹ In Lacs)**

	<b>2022-23</b>	<b>2021-22</b>
Foreign Exchange Earning	<b>2318.27</b>	<b>1552.36</b>
Foreign Exchange out go	<b>555.56</b>	<b>507.56</b>

**Date : 14<sup>th</sup> August , 2023**  
**Place: Ahmedabad**

**By Order of the Board of Directors***Sd/-*

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**DIN: 00536250**

**ANNEXURE-II TO THE DIRECTOR'S REPORT****Form No. AOC-2**

*(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 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:**

Name of the Related Party & Nature of Relationship	Nature of Contracts/ Arrangements / transactions	Duration of Contract s/Arrangements /Transactions	Salient terms of Contracts/ Arrangements/Transactions including value, if any	Justification for entering into such Contracts /Arrangements/Transactions	Date of Approval by the Board	Amount paid as advances, if any	Date of passing Special Resolution
NIL							

**2.Details of material contracts or arrangement or transactions at arm's length basis:**  
**(Amount in Lakhs)**

Name of the Related Party & Nature of Relationship	Nature of Contracts/ Arrangements/ transactions	Duration of Contracts/ Arrangements/ Transactions	Salient terms of Contracts/ Arrangements/ Transactions including value, if any	Date of Approval by the Board, if any	Amount paid as advances, if any
Prima Chemicals	Sale of Goods	2022-23	₹623.45	20.05.2022	Nil
	Purchase of Goods		₹289.64		
Asita Mamlatdarna	Place of Profit	2022-23	₹5.29	14.11.2022	Nil

Mansi Talati	Place of Profit	2022-23	₹6.25	14.11.2022	Nil
Sujal Dyechem Private Limited	Purchase of Goods	2022-23	₹14.81	20.05.2022	
	Services Availed	2022-23	₹0.32		

**Date : 14<sup>th</sup> August , 2023**  
**Place: Ahmedabad**

**By Order of the Board of Directors**

*Sd/-*

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**DIN: 00536250**

**ANNEXURE-III TO THE DIRECTORS REPORT****1. Information pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

- i. The ratio of the remuneration of each Director to the Median Remuneration of the Employees of the Company for the Financial Year 2022-23 and
- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Managing Director, Company Secretary or Manager, if any, during the Financial Year.

(₹ In Lakhs)

Sr. No.	Name of Director/KMP and its Designation	Remuneration to the Director/KMP for the Financial Year 2022-2023	Remuneration to the Director/KMP for the Financial Year 2021-2022	Percentage increase/decrease in remuneration in the Financial Year 2022-23	Ratio of Remuneration of each Director to the Median Remuneration of Employees
1.	Mr. Harin Dhanvantlal Mamlatdarna (Whole Time Director and Chairman)	40.19	39.97	0.55%	14.36
2.	Neeraj Shah (Managing Director from 17.07.2021)	30.53	22.06	38.39%	13.26
3.	Apurva Modi (Whole time Director from 17.07.2021)	3.00	2.27	32.15%	1.38
4.	Mr. Jatinbhai Biharilal Surti (Independent Director)	0.12*	0.18*	NA	NA
5.	Mr. Pravinchandra Devidas Master (Independent Director)	0.12*	0.15*	NA	NA
6.	Mrs. Viraj Darshit Shah (Independent Director)	0.12*	0.18*	NA	NA
9.	Mr. Kalpesh Chandulal Patel ( Chief Financial Officer)	8.43	8.37	0.71%	3.58
10.	Mr. Gauravkumar Jani (Company Secretary upto 28.03.2023)	2.51	0.78	NA	1.16

\* Only Sitting Fees is paid to Independent-Non-Executive Directors.

- i. Median Remuneration of Employees (MRE) of the Company is ₹2.17 Lacs for the Financial Year 2022-23. The MRE for the year increased by 11.85% compared to ₹ 1.94 Lacs during the previous financial year.
- ii. The number of permanent employees on the rolls of the Company is 76 including Directors & KMP for the year ended 31<sup>st</sup> March, 2023.
- iii. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company.

**2. There were no employee covered under rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014.**

**Date : 14<sup>th</sup> August , 2023**  
**Place: Ahmedabad**

**By Order of the Board of Directors**

*Sd/-*

**Harin Mamlatdarna**  
**Chairman & Wholetime Director**  
**DIN: 00536250**



**ANNEXURE-IV TO THE DIRECTORS REPORT****FORM NO. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

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

To,  
The Members,  
**Dynamic Industries Limited**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Dynamic Industries Limited** (CIN: L24110GJ1989PLC011989) having its registered office at Plot No. 5501/02, Phase-III, Nr. Trikampura Cross Road, GIDC Vatva, Ahmedabad 382445. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Dynamic Industries Limited** (the Company) for the financial year ended on 31<sup>st</sup> March, 2023 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- 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;
- 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 to the Company during the Audit Period]
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; [Not Applicable to the Company during the Audit Period]
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; [Not Applicable to the Company during the Audit Period]
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and [Not Applicable to the Company during the Audit Period]
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; [Not Applicable to the Company during the Audit Period]
  - (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- IV. Other laws as may be applicable specifically to the Company:
- The Chemical Accidents (Emergency Planning, Preparedness and Response) Rules, 1996;
  - Manufacture, Storage and Import of Hazardous Chemical Rules, 1989.
  - Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange.
- (iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

- A) The Company has maintained a Register of Directors' Attendance as prescribed in the Secretarial Standards.
- B) The Directors have signed against their respective names after the meeting has been held.
- C) The Company had not received proxy forms for the Annual General Meeting for the financial year ended 31<sup>st</sup> March, 2022.
- D) The Company has complied with requirements of at least half of the total number of directors as independent directors as stated in Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- E) The Company has complied with the of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- F) The Company has obtained all necessary approvals under the various provisions of the Act;
- G) There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

**I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

The following mentioned observations are made:

- A) The Directors have complied with the requirements as to disclosure of interests and concerns in contracts and arrangements, shareholdings and directorships in other companies and interests in other entities;
- B) The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct and ethics for Directors and Management Personnel;

**I further report that** there are adequate systems and processes in the Company 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, except as mentioned herein under the Company has no other major / specific events, actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

- i. Public/Right/Preferential issue of shares / debentures/sweat equity etc. :
- ii. Redemption / buy-back of securities
- iii. Merger / amalgamation / reconstruction etc.
- iv. Foreign technical collaborations.

**Place : Ahmedabad**  
**Date : 14<sup>th</sup> August, 2023**

**Sd/-**  
**Chintan K. Patel**  
**Practicing Company**  
**Secretary**  
**UDIN: A031987E000799028**  
**Mem. No. A31987, COP No.**  
**11959**  
**PR. No. 2175/2022**

**ANNEXURE - A to the Secretarial Audit Report**

**To,  
The Members,  
Dynamic Industries Limited  
Our report of even date is to be read along with this letter.**

1. The Management of the company is responsible for maintenance of secretarial records, devise proper system to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility is to express an opinion on these secretarial records and procedures followed by the company with respect to Secretarial Compliances.
3. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
7. The secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

**Place : Ahmedabad  
Date : 14<sup>th</sup> August, 2023**

***/s/-*  
Chintan K. Patel  
Practicing Company  
Secretary  
UDIN:  
A031987E000799028  
Mem. No. A31987, COP No.  
11959  
PR. No. 2175/2022**

**ANNEXURE V- TO THE DIRECTOR REPORT****REPORT ON CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Your Company adheres the importance of good Corporate Governance in its true spirit and benchmarks it with high standards. Corporate Governance is set of systems and practices to ensure that the operations of the Company are being managed in a way which ensures fairness, integrity, transparency and accountability in its dealings with its customers, stakeholders, dealers, lenders, government and employees. Company has guiding principles laid out through its Code of business conduct, duly adopted by directors and senior management personnel, which has been posted on website of Company ([http://www.dynaind.com/investors\\_zone.shtml](http://www.dynaind.com/investors_zone.shtml)).

**2. BOARD OF DIRECTORS:****➤ Composition of the Board of Directors**

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors Pursuant Regulation 17 of SEBI (LODR) Regulations, 2015. The composition of the Board and category of Directors are as follows:

Executive Director (Promoters)	<ul style="list-style-type: none"> <li>➤ Mr. Harin Mamlatdarna, Chairman &amp; Whole Time Director</li> <li>➤ Mr. Neeraj Shah, Managing Director</li> <li>➤ Mr. Apurva Kamleshbhai Modi, Whole Time Director</li> </ul>
Independent (Non-Executive) Director	<ul style="list-style-type: none"> <li>➤ Mr. Pravinchandra Master</li> <li>➤ Mr. Jatinbhai Surti</li> <li>➤ Ms. Viraj Darshit Shah</li> </ul>

**➤ Skills/expertise/competencies of the Board of Directors:**

The Board of the Company comprises of qualified individuals who collectively possess the skills, competencies and experience across diverse fields that enable them to make effective contributions to the Board and its Committees. The details of the same are as given below:

Sr. No.	Name of Director	Areas of Core Skills/Expertise/Competence
1.	Mr. Harin Dhanvantlal Mamlatdarna	He has technical, administrative and legal experience which leads to Strategic thinking and efficient business decision making.
2.	Mr. Apurva Kamlesh Modi	He has vast exposure into the fields of management, finance, accounting, information technology and legal. He has been guiding force behind the growth and business strategy of our Company.

3.	Mr. Neeraj Shah	He has good understanding of marketing which helps in making efficient marketing strategies of the company.
4.	Ms. Veeraj Darshit Shah	She posses good analytical abilities and has a sound knowledge of investment and portfolio management.
5.	Mr. Jatin Biharilal Surti	leadership; strategic planning; operational experience; chemical industry experience; finance, accounting; risk management; global business, corporate Governance
6.	Mr. Pravinchandra Devidas Master	leadership; strategic planning; operational experience; chemical industry experience; finance, accounting; risk management; global business, corporate Governance

➤ **Number of Board Meetings and Attendance of Directors:**

During the financial year 2022-23, 5(Five) Board Meetings were held on 20/05/2022, 09/08/2022, 25/08/2022, 14/11/2022 and 12/01/2023.

Board meeting dates are finalized in consultation with all the directors and agenda papers with detailed notes and other background information, which are essential for the Board to effectively and reasonably perform their duties and functions, are circulated well in advance before the meeting thereby enabling the Board to take informed decisions.

The composition of Directors and the attendance at the Board Meeting during the year 2022-2023 and last Annual General Meeting are as under:

Name of Director	Category	No. of other Direct or-ships	Membership of Board Committees		No. of Board Meetings Attended	Attendance at last AGM
			Chairman	Member		
Mr. Harin D. Mamlatdarna (DIN: 00536250)	Chairman & Whole Time Director	1	Nil	1	5	Yes
Mr. Neeraj Shah (DIN: 05112261)	Managing Director	1	Nil	0	5	Yes
Mr. Apurva Kamleshbhai Modi (DIN: 00536250)	Whole Time Director	1	Nil	1	5	Yes

07046796)						
Mr. Jatinbhai B. Surti (DIN: 05195572)	Independent Director	0	Nil	3	5	Yes
Mr. Pravinchandra D. Master (DIN: 05195587)	Independent Director	0	4	4	5	Yes
Ms. Viraj D. Shah (DIN: 07220630)	Independent Director	0	Nil	3	5	No

**\* No director holds director's position in any other Listed Entity.**

**\* There is no inter-se relationships between directors.**

**Shareholding of Non-Executive Directors as on 31<sup>st</sup> March, 2023**

<b>Name of Director</b>	<b>No. of shares held</b>
Mr. Pravinchandra Devidas Master	NIL
Mr. Jatinbhai Biharilal Surti	NIL
Ms. Viraj D. Shah	NIL

- All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. Board of Directors confirms that in their opinion, the independent directors fulfill all the conditions specified in 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

**a) Separate Meeting of Independent Directors:**

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing (Obligation and Disclosure Requirements) Regulation, 2015, a separate meeting of the Independent Directors of the Company was held on January 01, 2023 to review the performance of Non-independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties. The Independent Directors found the performance of Non-Independent Directors (including Chairman) and the Board as

well as flow of information between the Management and the Board to be satisfactory. All independent directors were present in the meeting.

**b) Induction & Training of Board Members (Familiarization programme for Independent Directors)**

Letter of Appointment(s) issued to Independent Directors setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Director taken through a formal induction program including the presentation from the Chairman and Managing Director & Whole Time Director on the Company's manufacturing, marketing, finance and other important aspects.

Familiarization Programme for Independent Directors: The Company has an ongoing programme where Directors in the course of meetings of the Board of Directors give information about developments and amendments in legal and regulatory areas which include mandatory disclosures and fair disclosures stated under SEBI (LODR) Regulations, 2015 (herein referred to as "Listing Regulation"), Prohibition & Insider Trading Regulations and SAST Regulations so as to enable them to effectively discharge their roles, rights and responsibilities in the Company. The web link for the Familiarization Programmes for Independent Directors:

[http://www.dynaind.com/investor\\_zone/Familiarization%20Programme/Details%20of%20Familiarization%20Programme-2019-20.pdf](http://www.dynaind.com/investor_zone/Familiarization%20Programme/Details%20of%20Familiarization%20Programme-2019-20.pdf)

**c) Evaluation of the Board's Performance:**

The Board has a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board based on the criteria laid down by Nomination and Remuneration Committee which included attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest, adherence to Code of Conduct and Business ethics, monitoring of regulatory compliance, risk assessment and review of Internal Control Systems etc.

**3. AUDIT COMMITTEE:**

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the Board's responsibilities, an Audit Committee had been constituted by the Board. The terms of reference of this committee covers matters specified in Regulation read with Part C of Schedule II 18 of SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013 and other matters referred by the Board from time to time. Committee lays emphasis on adequate disclosures and compliance with all relevant statutes.

Main areas are deliberated as under.

- a. To provide an open avenue of communication between the independent auditors, internal auditors and the Board of Directors (BOD).
- b. To oversee the work of the independent auditors for the purpose of preparing or issuing an audit report or related work.



- c. Relying on the review and discussions with the management and the independent auditor, the Audit Committee believes that the Company's financial statements are fairly presented in conformity with Generally Accepted Accounting Principles in all material aspects.
- d. To consider and review the adequacy of internal control including computerized information system controls a periodically to the Board of Directors on significant activities.
- e. To ensure that the Company maintain effective risk management and internal control system and process.

The Constitution of the committee and the attendance of each member of the committee is given below:

The Committee comprises of three Directors and all the three Directors are Independent Directors. All members of the Audit Committee are financially literate. In the financial year 2022-23, **4(four) Meetings were held on 20/05/2022, 09/08/2022, 14/11/2022 and 12/01/2023.**

Composition of committee as on 31<sup>st</sup> March, 2023 and member's attendance at the meetings during the year are as under:

Name	Designation	Meetings held	Meetings attended
Mr. Pravinchandra D. Master (Independent - Non-Executive Director)	Chairman	4	4
Mr. Jatinbhai B. Surti (Independent - Non-Executive Director)	Member	4	4
Ms. Viraj D, Shah (Independent - Non-Executive Director)	Member	4	4

#### 4. NOMINATION AND REMUNERATION COMMITTEE:

Terms of reference of the committee comprise various matters provided under Part D of Schedule II of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 as well as section 178 of the Companies Act, 2013, and other matters referred by the Board from time to time. The Committee comprises of three Independent Directors. In the financial year 2022-23, 1(One) Meeting was held on 14/11/2022.

The Constitution of the committee and the attendance of each member of the committee is given below:

Name	Designation	Meetings held	Meetings attended
Mr. Pravinchandra D. Master (Independent - Non-Executive Director)	Chairman	1	1
Mr. Jatinbhai B. Surti (Independent - Non-Executive Director)	Member	1	1
Ms. Viraj D, Shah (Independent - Non-Executive Director)	Member	1	1

## 5. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Stakeholders' Relationship Committee performs various functions provided under the Listing Regulation and section 178 of the Companies Act, 2013. The Committee comprises of three Directors out of which one is independent. It is headed by Mr. Pravinchandra D. Master, an Independent Director. Ms. Ritu Agarwal a, Company Secretary acts as the Secretary to the Committee and is also the "Compliance Officer" pursuant to the requirements of SEBI Listing Regulations.

Name	Designation	Category
Mr. Pravinchandra D. Master	Chairman	Independent - Non-Executive Director
Mr. Harin D. Mamlatdarna	Member	Chairman & Whole-time Director
Mr. Apurva Modi	Member	Whole Time Director

The Stakeholders' Relationship Committee has been constituted to administer the following activities:

- a) Transfer of shares
- b) Transmission of shares
- c) Issue of Duplicate Share Certificates
- d) Change of Status
- e) Change of Name
- f) Transposition of Shares
- g) Sub-Division of Share Certificates
- h) Consolidation of folios
- i) Shareholders' requests for Dematerialization of shares
- j) Shareholders' requests for Rematerialization of shares

The Committee meets from time to time and approves the transfer and transmission of shares, deletion of names, issue of duplicate share certificates etc. The Committee facilitates prompt

and effective redressal of investors' complaints and the reporting of the same to the Board of Directors.

The Board has delegated the power of Share Transfer to Registrar and Share Transfer Agent, M/s. Link Intime India Pvt. Ltd., who processes the transfers.

- ✓ No. of shareholders' complaints received -- **NIL**.
- ✓ No. of complaints not solved to the satisfaction of shareholders-- **NIL**.
- ✓ No. of pending share transfers -- **NIL**.
- ✓ As at 31<sup>st</sup> March, 2023 no equity Shares were pending for transfer.

## 6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

In terms of section 135 of Companies Act, 2013, the Committee comprises of three Independent Directors as on 31<sup>st</sup> March, 2023. It is headed by Mr. Pravinchandra D. Master, an Independent Director.

Name	Designation	Category
Mr. Pravinchandra D. Master (Independent - Non-Executive Director)	Chairman	Independent - Non-Executive Director
Mr. Jatinbhai B. Surti (Independent - Non-Executive Director)	Member	Independent - Non-Executive Director
Ms. Viraj D, Shah (Independent - Non-Executive Director)	Member	Independent - Non-Executive Director

Corporate Social Responsibility at the Company stems from the ideology of providing sustainable value to the society in which the Company operates and contributing towards development of the underprivileged sections of the society. Based on the recommendations of the CSR Committee, the Company has laid down the CSR policy, which is displayed on the website of the Company.

The Committee oversees the execution of Policy and provides guidance on various CSR activities to be undertaken by the Company. The policy is within the ambit of Schedule VII of the Companies Act, 2013.

## 7.PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS:

Based on the criteria laid down in the Policy for evaluation of Board and Independent Directors, the Board carried out the annual performance evaluation of Board Committees and the Independent Directors, whereas at a separate meeting, Independent Directors evaluated the performance of Executive Directors, Board as a whole and of the Chairman. Nomination and Remuneration Committee also evaluated individual directors' performance.

- I. As per the said Policy, evaluation criteria for evaluation Board inter alia covers: Composition in light of business complexities and statutory requirements; establishment of vision, mission, objectives and values for the Company; laying down strategic road map for the Company and annual plans; growth attained by the Company; providing leadership and

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directions to the Company and employees; effectiveness in ensuring statutory compliances and discharging its duties / responsibilities towards all stakeholders; identification, monitoring and mitigation of significant corporate risks; composition of various committees, laying down terms of reference and reviewing committee's working etc.

- II. Performance evaluation criteria for Executive Directors inter alia include: level of skill, knowledge and core competence; performance and achievement vis-à-vis budget and operating plans; effectiveness towards ensuring statutory compliances; discharging duties/responsibilities towards all stakeholders; reviewing/monitoring executive management performance, adherence to ethical standards of integrity; employment of strategic perception and business acumen in critical matters etc.
- III. Performance of Independent Directors is evaluated based on objectivity and constructiveness while exercising duties; providing independent judgment on strategy, performance, risk management and Board's deliberations; devotion of sufficient time for informed decision making; exercising duties in bona fide manner; safeguarding interests of all stakeholders, particularly minority shareholders; updating knowledge of the Company and its external environment.
- IV. Evaluation criteria for performance evaluation of Chairman are: providing guidance and counsel in strategic matters; providing overall direction to Board towards achieving Company's objectives; effectiveness towards ensuring statutory compliances; maintaining critical balance between the views of different Board Members; ensuring maximum participation and contribution by each Board member; monitoring effectiveness of Company's governance practices; conducting Board and Shareholders' meetings in effective and orderly manner.
- V. Committees of the Board are evaluated for their performance based on: effectiveness in discharging duties and functions conferred; setting up and implementation of various policies, procedures and plans, effective use of Committee's powers as per terms of reference, periodicity of meetings, attendance and participation of committee members; providing strategic guidance to the Board on various matters coming under committee's purview etc.

**Details of remuneration paid / payable to the Directors for Financial Year 2022-2023**  
**(₹in Lakhs)**

Name	Salary and Perquisites	Commission	Shares issued under ESOP	Details of service contracts: notice period and severance fees
<b>(Executive Directors Non-Independent)</b>				
Harin Mamlatdarna	40.19	Nil	Nil	Special Resolution, tenure from 1st October, 2021, valid up to 30th September, 2024; no Notice period and no severance fees.
Neeraj Shah	30.53	Nil	Nil	
Apurva Modi	3.00	Nil	Nil	
<b>(Non-Executive Independent Director)</b>				
Pravinchandra Master	0.12*	Nil	Nil	
Jatin Surti	0.12*	Nil	Nil	
Viraj Darshit Shah	0.12*	Nil	Nil	

\* Only Sitting Fees is paid to Independent-Non-Executive Director

## 8. GENERAL BODY MEETINGS:

### A. location and time, where last three annual general meetings held;

Year	Date	Time	Venue	No. of Special Resolutions passed
2019-20	31-08-2020	3:00 p.m.	5501/2, Phase III, Near Trikampura Cross Roads, G.I.D.C., Vatva, Ahmedabad - 382 445 through Video Conference Mode	-
2020-21	27-09-2021	3:00 p.m.	5501/2, Phase III, Near Trikampura Cross Roads, G.I.D.C., Vatva, Ahmedabad - 382 445 through Video Conference Mode	6
2021-22	27-09-2022	3:00 p.m.	5501/2, Phase III, Near Trikampura Cross Roads, G.I.D.C., Vatva, Ahmedabad - 382 445 through Video Conference Mode	-

**B. Postal ballot:**

During the year, the Company had not sought approval from the shareholders through Postal Ballot. The Company had provided e-voting facility at the time of Annual General Meeting for the year ended 31<sup>st</sup> March, 2022. The Company had appointed Mr. Chintan Patel, Practicing Company Secretary to act as Scrutinizer for the entire e-voting process.

No Resolutions were put through postal ballot.

**9. MEANS OF COMMUNICATION:**

I. Quarterly Results	Published in the newspapers every quarter.
II. Newspapers wherein results normally published	i. Chanakaya Ni Pothe (English) ii. The Newslane (Gujarati)
III. Any website, where results are displayed	iii. The website of the Company <a href="http://www.dynaind.com">www.dynaind.com</a> which contains details/information of interest to various stakeholders, including Financial Results, Shareholding Pattern, Press Releases, Company Policies, etc. The Members / Investors can view the details of electronic filings done by the Company on the website of BSE i.e., <a href="http://www.bseindia.com">www.bseindia.com</a>
IV. Whether it also displays official news release	Yes
V. The presentation made to Institutional Investors or to the analysts	No presentation has been made during the year.

Further, all other price sensitive and other information is sent to the Stock Exchange where shares of the Company are listed, enabling them to display the same on their website.

**10. ADDITIONAL INFORMATION TO SHAREHOLDERS****a) Annual General Meeting:**

**Date:** 27<sup>th</sup> September, 2022(through Video Conferencing Mode)

**Day:** Monday

**Time:** 03.00 P.M.

**Address:** Plot No. 5501/2, Phase III, Near Trikampura Cross Roads,  
G.I.D.C. Vatva, Ahmedabad – 382445.(through Vide ConferencingMode)

**b) Financial Year:**

**2022 -2023 (Consisting of 12 Months) 01/04/2022 to 31/03/2023.**

**Calendar of Financial Year ended 31<sup>st</sup>March, 2023**

The meetings of Board of Directors for approval of quarterly financial results during the Financial Year ended 31st March, 2023 were held on the following dates:

<b>First Quarter Results:</b>	20 <sup>th</sup> May, 2022
<b>Second Quarter and Half yearly Results:</b>	09 <sup>th</sup> August, 2022
<b>Third Quarter Results:</b>	14 <sup>th</sup> November, 2022
<b>Fourth Quarter and Annual Results:</b>	12 <sup>th</sup> January, 2023

**Tentative Calendar for financial year ending 31<sup>st</sup>March, 2024**

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year ending 31<sup>st</sup>March, 2024 are as follows:

<b>First Quarter Results:</b>	On or before	14 <sup>th</sup> August, 2023
<b>Second Quarter and Half yearly Results:</b>	On or before	14 <sup>th</sup> November, 2023
<b>Third Quarter Results:</b>	On or before	14 <sup>th</sup> February, 2024
<b>Fourth Quarter and Annual Results:</b>	On or before	30 <sup>th</sup> May, 2024

**c) Date of Book Closure**

12<sup>th</sup> September, 2023 to 18<sup>th</sup> September, 2023 (Both Days Inclusive) for Annual General Meeting and dividend.

**d)** Dividend will be paid within 30 days from the date of AGM if declared by members of the Company (i.e. on or before 17<sup>th</sup> October, 2023).

**e) Registered Office**

Plot no. 5501/2, Phase III, Near Trikampura Cross Roads, G.I.D.C. Vatva, Ahmedabad -382445.

**f)** Equity shares of the Company are listed on BSE Limited Stock Exchange, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 and stock code is 524818

**g)** Company has paid the annual listing fee for the financial year 2023-24 to BSE.

**h)** Scrip Code:-524818 (BSE), Scrip ID: DYNAMIND, ISIN : INE457C01010

**i ) Stock Market Data (in ₹ / Per Share)**

Month	The Bombay Stock Exchange Ltd.	
	Month's High	Month's Low
April, 2022	65.40	41.35
May, 2022	74.80	55.70
June, 2022	78.30	59.10
July, 2022	115.45	82.20
August, 2022	112.20	75.55
September, 2022	87.20	71.55
October, 2022	92.40	76.00
November, 2022	83.50	73.35

December, 2022	84.70	68.65
January, 2023	92.95	75.40
February, 2023	83.35	70.95
March, 2023	80.80	61.30

#### j) Share Transfer System

As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/ LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialised form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

#### k) Shareholding pattern as on 31-03-2023 is as given below :

Sr. No.	Category	No. of Shares	% of holding
1	Promoters	1449875	47.87
2	Persons acting in Concert	--	--
3	Mutual Funds, UTI, Banks, Financial	--	--
4	Institutions, Insurance Companies Central /State Govt., Government institutions	--	--
5	FII's	--	--
6	NRI's	10830	0.36
7	Bodies Corporate	17614	0.58
8	Others	1550181	51.19
	<b>Grand Total</b>	<b>3028500</b>	<b>100.00</b>

#### l) Distribution of Shareholding as on 31-03-2023 is as under:

Slab of Share Holdings	No. of Shareholders	% of Shareholders	No. of Shares	Amount (in ₹)	% of Capital
1-500	2879	88.6119	344280	₹3442800	11.3680%
501-1000	168	5.1708	135857	₹1358570	4.4860%
1001-2000	98	3.0163	143181	₹1431810	4.7278%
2001-3000	36	1.1080	90115	₹ 901150	2.9756%
3001-4000	16	0.4925	55224	₹55224	1.8235%
4001-5000	12	0.3693	56939	₹569390	1.8801%



5001-10000	16	0.4925	107862	₹1078620	3.5616%
10001 & above	24	0.7387	2095042	₹20950420	69.1775%
<b>TOTAL</b>	<b>3224</b>	<b>100.00</b>	<b>30,28,500</b>	<b>₹3,02,85,000</b>	<b>100.00%</b>

#### m) Demat / Remat Of Shares

Details of Shares Dematerialized / Rematerialized during the last financial year is as below:

	Number of Demat requests approved	27
	Number of Shares Dematerialized	2750
	Percentage of Shares Dematerialized	0.09%
	Number of Remat requests approved	0
	Number of Shares Rematted	0

Representatives of the Company are constantly in touch with M/s. Link Intime India Pvt. Ltd., Share Transfer Agents of the Company and review periodically the outstanding matters.

#### n) Dematerialization of Shares and liquidity

The Securities and Exchange Board of India (SEBI), through a notification have made it compulsory that delivery in the Company's shares against Stock Exchange trades became compulsory in Demat format. As on **31-03-2023** total **29,25,899** equity shares i.e. **96.61%** of the total number of shares have been dematerialized. **100% promoters** share holdings are in dematerialized form.

#### o) Outstanding GDRs / ADRs / Warrants or Conversion instruments, Conversion date and like impact on equity- Not applicable

#### p) Plant Location:

1) Plot No. 125, Phase I, GIDC, Vatva, Ahmedabad – 382 445.

2) 5501/2, Phase III, Near Trikampura Cross Roads, G.I.D.C.,  
Vatva, Ahmedabad -382 445.

#### q) Investors' correspondence / Registrar and Shares Transfer Agents:

For transfer / dematerialization of shares, Change of Address, Change in Status of investors, payment of dividend on shares and other query relating to the shares of the Company:

**Link Intime India Pvt. Ltd.**

(Ahmedabad Branch)

5<sup>th</sup> Floor, 506-508,

Amarnath Business Centre-1 (ABC-1),

Beside Gala Business Centre,

Nr. St. Xavier's College Corner,

Off. CG Road, Navrangpura,

Ahmedabad-380009.

Email: - ahmedabad@linkintime.co.in

Contact Person:-Mr. Narendra Tavde.

**r) Compliance Officer of the Company:** Ms. Ritu Agarwal**s) List of all credit rating obtain by the entity during the financial year:** Not Applicable**11. OTHER DISCLOSURES:**

There were no transactions of material nature with its related parties that may have the potential conflict with the interest of the Company at large. Transactions with related parties are disclosed in Note No. 39 of the Financial Statements.

- A.** During the last three years there was no instance of non-compliance and no penalty was imposed on the listed entity by stock exchange or the board or any statutory authority.
- B.** The Company has adopted a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company have been denied access to the Audit Committee.
- C.** Policy for determination of material subsidiary: As the company has no subsidiary as on date, the requirement of formulating specific policy on dealing with material subsidiaries does not arise.
- D.** Web link where policy on dealing with related party transactions is disclosed on the Company's website at the following web link:  
[http://www.dynaind.com/investor\\_zone/Policies/Related%20Party%20Transaction%20Policy.pdf](http://www.dynaind.com/investor_zone/Policies/Related%20Party%20Transaction%20Policy.pdf)
- E.** Risk Management Policy: The Company has a well-defined risk management framework in place. The Company periodically places before the Audit Committee and the Board, the key risks and the risk assessment and mitigation procedures followed by the Company.
- F.** During the financial year there were no recommendation of any committee of the board, which is mandatorily required and board has not accepted the same.
- G.** The Company has complied with all the mandatory requirements of the Listing Regulations relating to Corporate Governance.

**H. Disclosure of commodity price risks and commodity hedging activities: Not applicable**

- I. The Company has complied with Clauses (b) to (i) of Regulation 46 (1) & (2) relating to the dissemination of information on the website of the Company.
- J. The Company has complied with requirements of Regulations 27 read with Part E of Schedule II of SEBI (LODR) Regulations, 2015.

The following non-mandatory requirements have been adopted by the Company:

- 1. The listed entity has appointed separate person to the post of Chairperson and Managing Director.
- 2. The Internal Auditors report directly to the Audit Committee: Complied
- 3. Separate posts of Chairman & CEO: Not applicable
- 4. Audit Qualifications: Complied as there are no audit qualifications
- 5. Half-yearly declaration of financial performance to each household of shareholders: Not complied

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

- 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

**L. During the year company has paid **Rs. 6,00,000** as total fees for all services given by Statutory Auditor of the Company. No payment was done to any network entity of which statutory auditor is part.****M. There is no deviation in utilization of funds raised as during the year 2022-23 the Company had not raised any amount by issue of shares/warrants etc****N. The Company values the dignity of individuals and is committed to provide an environment, which is free of discrimination, intimidation and abuse. The Company has put in place a policy against sexual harassment at work place as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Sexual Harassment Act"). As per the policy, any employee may report his/ her complaint to the Audit Committee to which responsibility of the same has been assigned. We affirm that adequate access was provided to any complainant, who wished to register a complaint under the policy and no complaints have been filed/ disposed of/ pending during the financial year ended 31st March 2023.****P. Disclosures with respect to demat suspense account/ unclaimed suspense account**

There are no shares lying in the demat suspense account or unclaimed suspense account.

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**Q. Compliance Certificate of Company Secretary in Practice:**

Mr. Chintan K. Patel Practicing Company Secretary, Ahmedabad has certified that none of the directors on the board of the company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority. A copy of certificate received from him is enclosed as '**Annexure**' to this report.

**12. CEO CERTIFICATION:**

The Chairman &Wholetime Director of the Company give an annual certificate on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations. The Vice-Chairman &Whole time Director give quarterly certificate on financial results while placing the financial results before the Board in terms of Regulation 33(2) (a) of the Listing Regulations. A copy of certificate received from him is enclosed as '**Annexure**' to this report.

**13. COMPLIANCE CERTIFICATE FROM A COMPANY SECRETARY IN PRACTICE**

A Certificate from the Practicing Company Secretary Mr. Chintan Patel of the Company regarding compliance of conditions of corporate Governance as stipulated under Schedule V of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is attached to this report.

**DECLARATION**

Pursuant to the Schedule V (Part D) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, I hereby confirm that the Company has received affirmations on compliance with the Code of Conduct for the financial year ended March 31, 2023 from all the Board Members and Senior Management Personnel.

*Sd/-*

**Harin D Mamlatdarna**  
**Chairman & Whole time Director**  
**[DIN: 00536250]**

**Date : 14<sup>th</sup> August, 2023**  
**Place: Ahmedabad**

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**CEO/CFO COMPLIANCE CERTIFICATE**  
**[Under Regulation 17(8) of SEBI (LODR) Regulations, 2015]**

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To,  
The Board of Directors,  
**DYNAMIC INDUSTRIES LIMITED**  
Ahmedabad.

We hereby certify that:

- i. We have reviewed the financial statements and the cash flow statement of the Financial Year 2022-23 and that to the best of my knowledge and belief.
  - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- ii. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violated of the Company's code of conduct.
- iii. We accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the Company and I hereby disclose to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- iv. We have indicated to the auditors and the Audit committee :
  - a. Significant changes in internal control over financial reporting during the year;
  - b. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - c. Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**Date: 14<sup>th</sup> August, 2023**

**Place: Ahmedabad**

<i>sd/-</i> <b>Harin D Mamlatdarna</b> <b>Chairman &amp; Whole time Director</b> <b>[DIN: 00536250]</b>	<i>sd/-</i> <b>Kalpesh Patel</b> <b>Chief Financial Officer</b>
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**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

I, Chintan K. Patel, Practicing Company Secretary, have examined the registers, records and books and papers of Dynamic Industries Limited (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its directors and officers, I certify 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 Securities Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority.

**Place :Ahmedabad**

*Sd/-*

**Date: 14<sup>th</sup> August, 2023**

**Chintan K. Patel  
Practising Company Secretary  
Mem No : A31987  
COP No: 11959  
PR no. 2175/2022  
UDIN: A031987E000799028**

**ANNEXURE-VI TO THE BOARD'S REPORT****CORPORATE GOVERNANCE CERTIFICATE**

To  
The Members  
**Dynamic Industries Limited**

We have examined the compliance of conditions of Corporate Governance by Dynamic Industries Limited ('the Company') for the year ended on 31<sup>st</sup> March, 2023, as per Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that 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.

**Place : Ahmedabad**

*sd/-*

**Date: 14<sup>th</sup> August, 2023**

**Chintan K. Patel**  
**Practising Company Secretary**  
**Mem No : A31987**  
**COP No: 11959**  
**PR no. 2175/2022**  
**UDIN: A031987E000799039**



**ANNEXURE VII – TO THE DIRECTOR REPORT****DISCLOSURES UNDER REGULATION 34(3) READ WITH SCHEDULE V OF LISTING REGULATIONS.**

<b>Sr. No.</b>	<b>Disclosure of loans/ advances/ investments/ Outstanding during the year</b>	<b>As at 31<sup>st</sup> March, 2023</b>	<b>Maximum amount during the year</b>
1.	Loans and advances in the nature of loans to subsidiary	Nil	Nil
2.	Loans and advances in the nature of loans to associate	Nil	Nil
3.	Loans and advances in the nature of loans to firms/companies in which directors are interested	Nil	Nil

*sd/-*

**Harin D Mamlatdarna**  
**Chairman & Whole time Director**  
**[DIN: 00536250]**

**Date : 14<sup>th</sup> August, 2023**  
**Place: Ahmedabad**

## **Secretarial Compliance Report of Dynamic Industries Limited for the year ended March 31, 2023.**

(Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019)

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Dynamic Industries Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at **Plot No.5501, Phase-III, Nr. Trikampura Cross Road, GIDC Vatva, Ahmedabad 382445**, Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that the listed entity has, during the review period covering the financial year ended on **March 31, 2023** complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I, **Chintan K. Patel, Practicing Company Secretary** have examined:

- (a) all the documents and records made available to me and explanation provided by **Dynamic Industries Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the year ended **March 31, 2023** ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable during the period under review.**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the period under review.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable during the period under review.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the period under review.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable during the period under review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder; and based on the above examination, I hereby report that, during the Review Period:
- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports. Not Applicable as no observation made in previous reports.

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
1.	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	NA
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	NA
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	NA

2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:	NA	NA
	a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	NA	NA
	b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.	NA	NA
	c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.	NA	NA
	ii. Disclaimer in case of non-receipt of information:		

	a. The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	NA

*\*Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

III. I/we hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	<p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	Yes	Complied
2.	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	<p>Yes</p> <p>Yes</p>	<p>Complied</p> <p>Complied</p>

3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/ information under a separate section on the website</li> <li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/section of the website</li> </ul>	Yes	Complied
4.	<b>Disqualification of Director:</b>  None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Complied
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b>  (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA	NA
6.	<b>Preservation of Documents:</b>  The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	Complied
7.	<b>Performance Evaluation:</b>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	Complied

8.	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or  (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes          NA	Complied          NA
9.	<b>Disclosure of events or information:</b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Complied
10.	<b>Prohibition of Insider Trading:</b>  The listed entity is in compliance with Regulation 3 (5) & 3 (6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Complied
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.	NA	NA
12.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	NA
13.	<b>Compliance with the requirement of SDD by the listed entities.</b>	Yes	Complied

**Assumptions & Limitation of scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**Place: Ahmedabad****Date: May 29, 2023**

**Chintan K. Patel**  
**Practicing Company Secretary**  
**Mem. no. A31987**  
**COP no. 11959**  
**PR no. 2175/2022**  
**UDIN: A031987E000408803**



## INDEPENDENT AUDITOR'S REPORT

To the Members of  
**DYNAMIC INDUSTRIES LIMITED**  
Ahmedabad.

### Report on the Audit of the financial statements

#### Opinion

We have audited the accompanying financial statements of **DYNAMIC INDUSTRIES LIMITED** ("the Company"), which comprise the balance sheet as at 31<sup>st</sup> March, 2023, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (The Act) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2023, and its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

#### Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Management Discussion and Analysis, Report on Corporate Governance, including Annexures to Board's report but does not include the standalone financial statements and our auditor's report thereon.

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

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

1. As required by 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, we give in the Annexure - A - a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" and
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its Directors during the year is in accordance with the provisions of Section 197 of the Act.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 36 to the financial statements;
  - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - (iv) Proviso to Rule 3(1) of the Companies (Accountants) Rules, 2014 for maintaining books of accounts using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the company with effect from 1<sup>st</sup> April, 2023, and accordingly reporting under Rule 11(g) of the Companies Audit and Auditor Rules 2014 is not applicable for the financial year ended 31<sup>st</sup> March, 2023.
  - (v) As stated in Note 18.1 to the financial statements.
  - (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]

*Chartered Accountants*

*Sd/-*

**ROHIT K. CHOKSI**

*Partner*

Mem. No. 31103

Place : Ahmedabad  
Date : 25th May, 2023



**Annexure - A to the Independent Auditors' Report of even date on financial statements of Dynamic Industries Limited**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Based on the information provided to us the title deed of all the immovable properties disclosed in the financial statements are held in the name of the Company.
- (d) According to information and explanation given to us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, clause 3 (i)(d) of the Order is not applicable to the Company.
- (e) According to information and explanation given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder. Accordingly, clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) According to information and explanation given to us, the Management of the Company has conducted physical verification of inventory at reasonable intervals and no material discrepancies were noticed on such physical verification during the year.
- (b) According to information and explanation given to us, the Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, during the year, from banks on the basis of security of current assets. Quarterly return & statement filed by the Company with such banks or financial institutions are materially in agreement with the books of account of the company.
- (iii) In respect of investment made by the company, providing any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, during the year:
- (a) During the year, the company has not provided any loans or advances in the nature of loans or guarantee to companies, firms, limited liability partnership or any other parties.
- As the company has not provided any loans and advances in the nature of loans or guarantees or securities, hence reporting under clause 3(iii)(b), (c), (d), (e) and (f) of the order is not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, wherever applicable with respect to the loans, investments, guarantees and securities.
- (v) According to information and explanations given to us, the Company has not accepted any deposits within the meaning of section 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules 2014 (as amended). Accordingly, the provisions of Clause 3(v) of the Order are not applicable to the Company.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to rules made by the Central Government. We are of the opinion that prima facie the prescribed accounts and records have been maintained and being made. We have not, however, made a detailed examination of these records with a view to determine whether they are accurate or complete.

- (vii) (a) According to the information given to us, In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, duty of Custom, Cess and other material statutory dues applicable to it with the appropriate authorities and There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, duty of Custom, Cess and other material statutory dues in arrears as at 31<sup>st</sup> March, 2023 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, the company has no disputed outstanding statutory dues as at 31st March, 2023 other than stated below:

Name of the Statute	Nature of Dues	Amount in lacs	Period which amount relates to the	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	1.45 12.21 1.68	A.Y. 2013-2014 A.Y. 2003-2004 A.Y. 2008-2009	CIT(A), Ahmedabad CIT(A), Ahmedabad CIT(A), Ahmedabad
Customs Act, 1962	Customs Duty	171.14	F.Y. 2006-2007 & F.Y. 2007-2008	CESTAT, Ahmedabad

- (viii) According to information and explanations given to us, the Company has not surrendered or disclosed any unrecorded transaction as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, the provisions of Clause 3(viii) of the Order are not applicable to the Company.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us, the Company has not been declared as wilful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) In our opinion and according to the information and explanation given to us, the company has not raised any funds on short term basis which have been utilised for long term purposes. Accordingly, the provisions of Clause 3(ix)(d) of the Order are not applicable to the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint venture.
- (f) The Company has not raised any loans during the year on the pledge of securities held in subsidiaries, associates or joint venture and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) Accordingly to information and explanation provided to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions of Clause 3(x)(a) of the Order are not applicable to the Company.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the provisions of Clause 3(x)(b) of the Order are not applicable to the Company.
- (xi) (a) Accordingly to information and explanation provided to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the year. Accordingly, the provisions of Clause 3(xi)(a) of the Order are not applicable to the Company.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the provisions of Clause 3(xi)(b) of the Order are not applicable to the Company.
- (c) As represented by the management, there are no whistle blower complaints received by the Company during the year.

- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us, transactions with the related parties are in compliance with section 177 and 188 of the Act, where applicable and details have been disclosed in the Ind AS Financial Statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion and according to the information and explanation provided to us, the Company has an internal audit system commensurate with the size and nature of its business.  
(b) The internal audit reports furnished by the internal auditors for the period under audit have been considered by us.
- (xv) In our opinion and according to the information and explanations given to us during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.  
(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) In our opinion and according to the information and explanation provide to us, the Company has not incurred cash losses during the current financial year and in the immediately preceding financial year.
- (xviii) During the year there has not been any resignation of the statutory auditors. Accordingly, paragraph 3(xviii) of the Order are not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the information available and explanation provided 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) In our opinion and according to the information and explanations given to us, the company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during immediately preceding financial year. Hence, reporting under clause 3(xx)(a) and (b) of the Order is not applicable.

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]

*Chartered Accountants*

*Sd/-*

**ROHIT K. CHOKSI**

*Partner*

Mem. No. 31103

Place : Ahmedabad

Date : 25th May, 2023

**Annexure - B to the Independent Auditors' Report of even date on the Financial Statements of Dynamic Industries Limited**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting **Dynamic Industries Limited** ("the Company") as of 31<sup>st</sup> March, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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



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

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

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]

*Chartered Accountants*

*Sd/-*

**ROHIT K. CHOKSI**

*Partner*

Mem. No. 31103

Place : Ahmedabad

Date : 25th May, 2023

**DYNAMIC INDUSTRIES LIMITED**

**Balance Sheet as at 31st March, 2023**

[₹ in Lakhs]

Particulars	Notes	As at 31st March, 2023	As at 31st March, 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	5	1 070.82	582.19
Capital work-in-progress	6	215.34	81.35
Right to use assets	7	1 540.12	1 557.72
Other Intangible Asset	8	0.05	0.05
Financial assets			
Investments	9	273.41	313.82
Other financial assets	10	31.13	25.11
Other non-current assets	11	22.51	33.86
		<u>3 153.38</u>	<u>2 594.10</u>
<b>Current assets</b>			
Inventories	12	1 101.42	1 596.37
Financial assets			
Trade receivables	13	942.52	1 476.85
Cash and cash equivalents	14	87.67	61.80
Other bank balances	15	71.05	245.06
Other financial assets	10	93.33	40.12
Current tax assets (Net)	16	16.31	4.12
Other Current Assets	11	332.89	210.83
		<u>2 645.19</u>	<u>3 635.15</u>
<b>Total Assets:</b>		<u><u>5 798.57</u></u>	<u><u>6 229.25</u></u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	17	302.85	302.85
Other equity	18	4 424.08	4 340.78
		<u>4 726.93</u>	<u>4 643.63</u>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	19	20.44	5.25
Provisions	20	33.53	24.65
Deferred tax liabilities (net)	21	56.34	56.79
		<u>110.31</u>	<u>86.69</u>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	19	223.73	348.28
Trade payables	22		
Due to micro and small enterprise		40.30	90.35
Due to others		647.56	989.77
Other financial liabilities	23	15.24	32.46
Provisions	20	19.87	19.22
Current tax liabilities (net)	24	8.06	1.02
Other current liabilities	25	6.57	17.83
		<u>961.33</u>	<u>1 498.93</u>
<b>Total Equity and Liabilities:</b>		<u><u>5 798.57</u></u>	<u><u>6 229.25</u></u>

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]

Chartered Accountants



**ROHIT K. CHOKSI**

Partner

Mem. No. 31103

Place : Ahmedabad

Date : 25th May, 2023

**FOR AND ON BEHALF OF THE BOARD**



**HARIN MAMLATDARNA**

Chairman & Whole time

Director

[DIN : 00536250]



**KALPESH PATEL**

Chief Financial Officer

Place : Ahmedabad

Date : 25th May, 2023



**NEERAJ SHAH**

Managing Director &

Executive Director

[DIN : 0005112261]



**ASHNA PAHWA**

Company Secretary

Place : Ahmedabad

**DYNAMIC INDUSTRIES LIMITED**

**Statement of Profit and Loss for the Year ended 31st March, 2023**

[₹ in Lakhs]

Particulars	Notes	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>REVENUE</b>			
Revenue from operations	26	4 563.10	5 377.23
Other Income	27	109.21	77.23
<b>Total Income:</b>		<b>4 672.31</b>	<b>5 454.46</b>
<b>EXPENSES</b>			
Cost of materials consumed	28	2 890.37	3 598.88
Purchase of stock in trade	29	273.71	831.53
Changes in inventories of Finished goods, stock in process and stock in trade	30	280.18	( 270.23)
Employee benefit expenses	31	325.49	293.02
Finance cost	32	14.66	23.86
Depreciation and amortisation	33	90.26	96.71
Manufacturing and other expenses	34	641.87	689.83
<b>Total Expenses:</b>		<b>4 516.54</b>	<b>5 263.60</b>
<b>Profit/(Loss) before tax</b>		<b>155.77</b>	<b>190.86</b>
<b>Tax Expenses</b>	21		
Current tax		42.00	52.00
Deferred tax		( 0.29)	( 2.44)
<b>Total tax expenses</b>		<b>41.71</b>	<b>49.56</b>
<b>Profit / (Loss) for the year, net of tax</b>	<b>[A]</b>	<b>114.06</b>	<b>141.30</b>
<b>Other comprehensive income</b>			
<b>(i) Items that will not be reclassified to profit or loss</b>			
(a) Remeasurement of the gain/(loss) of defined benefit plans		( 0.62)	10.02
(b) Investments at FVTOCI		( 0.02)	0.00
<b>(ii) Income tax relating to items that will not be reclassified to profit or loss</b>			
plans		0.16	( 2.52)
(b) Income Tax relating to the same		0.00	0.00
<b>Other comprehensive income for the year.</b>	<b>[B]</b>	<b>( 0.48)</b>	<b>7.50</b>
<b>Total comprehensive income for the year, net of tax</b>	<b>[A + B]</b>	<b>113.58</b>	<b>148.80</b>
<b>Earnings per share</b>			
Basic and diluted earnings per share of face value of ₹10 each (in ₹)	35	3.77	4.67

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]

Chartered Accountants

*Sd/-*

**ROHIT K. CHOKSI**

Partner

Mem. No. 31103

**FOR AND ON BEHALF OF THE BOARD**

*Sd/-*

**HARIN MAMLATDARNA**

Chairman & Whole time Director

[DIN : 00536250]

*Sd/-*

**KALPESH PATEL**

Chief Financial Officer

*Sd/-*

**NEERAJ SHAH**

Managing Director & Executive Director

[DIN : 0005112261]

*Sd/-*

**ASHNA PAHWA**

Company Secretary

Place : Ahmedabad

Date : 25th May, 2023

Place : Ahmedabad

Date : 25th May, 2023

**DYNAMIC INDUSTRIES LIMITED**

**Statement of Cash Flows for the year ended 31st March, 2023**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>A. Cash flow from operating activities</b>		
Profit/(Loss) for the year before taxation	155.77	190.86
<b>Adjustments for</b>		
Depreciation and amortisation	90.26	96.71
Profit on sale of property, plant and equipment	( 3.35)	-
Loss on sale of property, plant and equipment	11.16	-
Finance cost	14.66	23.86
Fair value changes in investments measured at FVTPL	-	( 43.26)
Profit from Sale of Investments	( 18.50)	( 8.18)
Interest Income from financial assets measured at amortised cost		
- on fixed deposits with Bank	( 1.74)	( 2.31)
- on other financial assets	( 10.64)	( 8.72)
Other Comprehensive Income	( 0.64)	10.02
Allowance for Expected credit Losses	( 3.53)	1.81
Operating profit before working capital changes	233.45	260.79
<b>Adjustments for</b>		
Trade Payable	( 392.26)	631.53
Other current financial liabilities	( 17.22)	23.84
Other Non current financial asset	( 6.02)	( 0.10)
Other current financial asset	( 52.48)	1.64
Other current assets	( 122.06)	( 81.23)
Provisions	9.54	( 1.30)
Other current liabilities	( 11.25)	( 27.30)
Inventories	494.94	( 267.25)
Trade receivables	537.87	( 342.54)
Other bank balances	174.48	( 212.16)
Cash generated from operations	848.99	( 14.08)
Direct taxes Refund/(paid)	( 47.15)	( 58.69)
<b>Net Cash from Operating Activities</b>	<b>[A]</b>	<b>( 72.77)</b>
<b>B. Cash flow from investing activities</b>		
Purchase of property, plant and equipment (Including Capital Advances)	( 697.22)	( 154.03)
Sale of Property, Plant and Equipment	5.48	-
Sale of investments	57.97	262.50
Purchase of investments	0.93	( 60.00)
Interest received	11.65	10.54
<b>Net Cash from / (used in) investing activities</b>	<b>[B]</b>	<b>59.01</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from / (Repayment) of borrowings - non current	15.19	( 64.05)
Proceeds from / (Repayment) of borrowings - current	( 124.55)	160.58
Interest paid	( 14.66)	( 23.86)
Dividend paid to company's shareholders	( 30.28)	( 30.29)
<b>Net cash flow from financial activities</b>	<b>[C]</b>	<b>42.38</b>
<b>Net Increase/(Decrease) in cash &amp; cash equivalents</b>	<b>[A+B+C]</b>	<b>28.62</b>
Cash and cash equivalents opening	70.44	41.82
Cash and cash equivalents closing	96.79	70.44
<b>Components of Cash and cash equivalent</b>		
Balances with scheduled banks	96.28	69.72
Cash in hand	0.51	0.72
	96.79	70.44

**DYNAMIC INDUSTRIES LIMITED**

**Statement of Cash Flows for the year ended 31st March, 2023**

**Explanatory Notes to Cash Flow Statement**

- 1 The Cash Flow Statement is prepared by using indirect method in accordance with the format prescribed by Indian Accounting Standard 7.
- 2 In Part A of the Cash Flow Statements, figures in brackets indicates deductions made from the net profit for deriving the cash flow from operating activities. In part B & part C, figures in brackets indicates cash outflows.
- 3 Figures of the previous year have been regrouped wherever necessary, to confirm to current years presentation.
- 4 Disclosure of debt reconciliation statement in accordance with IND AS 7

[₹ in Lakhs]

Particulars	As at 1st April, 2022	Net Cash flow	Non-cash changes	As at 31st March, 2023
Borrowings	353.53	( 109.36)	( 0.13)	244.17

As per our attached report of even date

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]  
Chartered Accountants

*Sd/-*

**ROHIT K. CHOKSI**

Partner  
Mem. No. 31103

**FOR AND ON BEHALF OF THE BOARD**

*Sd/-*

**HARIN MAMLATDARNA**

Chairman &  
Whole time Director  
[DIN : 00536250]

*Sd/-*

**NEERAJ SHAH**

Managing Director  
& Executive Director  
[DIN : 0005112261]

*Sd/-*

**KALPESH PATEL**

Chief Financial Officer

*Sd/-*

**ASHNA PAHWA**

Company Secretary

Place : Ahmedabad  
Date : 25th May, 2023

Place : Ahmedabad  
Date : 25th May, 2023

**DYNAMIC INDUSTRIES LIMITED**

**Statement of changes in Equity for the year ended 31st March, 2023**

**A. Equity share capital**

[₹ in Lakhs]

<b>As at 1st April, 2021</b>	302.85
Issue of Equity Share capital	0.00
<b>As at 31st March, 2022</b>	302.85
Issue of Equity Share capital	0.00
<b>As at 31st March, 2023</b>	302.85

**B. Other equity**

[₹ in Lakhs]

Particulars	Reserves and Surplus			Other Comprehensive Income		Total equity
	General Reserve	Securities Premium	Retained Earnings	(Remeasurement of Employee Benefit)	FVTOCI	
<b>Balance as at 31st March, 2021</b>	1 831.97	178.60	2 209.02	2.68	0.00	4 222.27
Profit for the year	0.00	0.00	141.30	0.00	0.00	141.30
Final dividend	0.00	0.00	( 30.29)	0.00	0.00	( 30.29)
Other comprehensive income for the year	0.00	0.00	0.00	7.50	0.00	7.50
<b>Balance as at 31st March, 2022</b>	1 831.97	178.60	2 320.03	10.18	0.00	4 340.78
Profit for the year	0.00	0.00	114.06	0.00	0.00	114.06
Final dividend	0.00	0.00	( 30.28)	0.00	0.00	( 30.28)
Corporate dividend tax	0.00	0.00	0.00	0.00	0.00	0.00
Other comprehensive income for the year	0.00	0.00	0.00	( 0.46)	( 0.02)	( 0.48)
<b>Balance as at 31st March, 2023</b>	1 831.97	178.60	2 403.81	9.72	( 0.02)	4 424.08

The accompanying notes are an integral part of the financial statements.

As per our report of even date

**FOR G. K. CHOKSI & CO.**

[Firm Registration No. 101895W]

*Chartered Accountants*

*Sd/-*

**ROHIT K. CHOKSI**

*Partner*

Mem. No. 31103

**FOR AND ON BEHALF OF THE BOARD**

*Sd/-*

**HARIN MAMLATDARNA**

*Chairman & Whole time Director*

[DIN : 00536250]

*Sd/-*

**NEERAJ SHAH**

*Managing Director & Executive Director*

[DIN : 0005112261]

*Sd/-*

**KALPESH PATEL**

*Chief Financial Officer*

*Sd/-*

**ASHNA PAHWA**

*Company Secretary*

Place : Ahmedabad  
Date : 25th May, 2023

Place : Ahmedabad  
Date : 25th May, 2023

## **DYNAMIC INDUSTRIES LIMITED**

### **Notes forming part of the financial statements for the year ended 31st March, 2023**

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#### **Note 1: Company Overview**

Dynamic Industries Limited is a public company limited by shares, domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The company's shares are listed in Bombay Stock Exchange. The Company is in the business of manufacturing of Dyes and Chemicals and main products of the Company are Dyes and Dye stuffs. The Competition in the industry is continuously increasing but overall performance of the company is good. The registered office of the Company is located at Plot No.5501/02, Phase-III Nr. Trikampura Cross Road, GIDC Vatva, Ahmedabad – 382 445.

The financial statements for the year ended 31<sup>st</sup> March, 2023 were considered by the Board of Directors and approved for issuance on 25<sup>th</sup> May, 2023.

#### **Note 2: Basis of Preparation**

The financial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, as applicable. Accounting Policies have been consistently applied except where newly issued accounting standard is initially adopted or revision to the existing standards requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised accounting standards on an on-going basis.

##### **2.1 Statement of Compliance**

The financial statements comprising Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity and Cash Flow Statement, together with notes for the year ended 31<sup>st</sup> March, 2023 have been prepared in accordance with Ind AS as per Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies' Act, 2013 ("the Act") and other relevant provisions of the Act.

##### **2.2 Basis of Measurement**

The financial statements of the Company have been prepared and presented in accordance with the Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis of accounting, except for certain Assets and Liabilities as stated below:

- (a) Financial instruments (assets / liabilities) classified as Fair Value through profit or loss or Fair Value through Other Comprehensive Income are measured at Fair Value.
- (b) The defined benefit asset/liability is recognised as the present value of defined benefit obligation less fair value of plan assets.

The above items have been measured at Fair Value and the methods used to measure Fair Values are discussed further in Note 4.16.

##### **2.3 Functional and Presentation Currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). Indian Rupee is the functional currency of the Company.

The financial statements are presented in Indian Rupees (₹) and all values are rounded to the nearest lakhs as per the requirement of Schedule III, except when otherwise indicated.

## **DYNAMIC INDUSTRIES LIMITED**

### **Notes forming part of the financial statements for the year ended 31st March, 2023**

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#### **2.4 Recent Accounting Pronouncements:**

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

##### **Ind AS 1 - Presentation of Financial Statements**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. (The Company has evaluated the amendment and does not expect this amendment to have any significant impact in its financial statements).

##### **Ind AS 12- Income Taxes**

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. (The Company has evaluated the amendment and does not expect this amendment to have any significant impact in its financial statements).

##### **Ind AS 8- Accounting Policies, Changes in Accounting Estimates and Errors**

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. (The Company has evaluated the amendment and does not expect this amendment to have any significant impact in its financial statements).



## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

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#### **Note 3: Significant accounting judgments, estimates and assumptions**

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosures of contingent assets and contingent liabilities at the date of financial statements, income and expense during the period. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the periods in which the estimates are revised and in future periods which are affected.

#### **Critical Accounting Estimates and Judgments**

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the financial statements.

##### **(i) Contingences and Commitments**

In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallising or are very difficult to quantify reliably, such liabilities treated are as contingent liabilities. Such liabilities are disclosed in the notes but are not provided for in the financial statements. Although there can be no assurance regarding the final outcome of the legal proceedings, the management do not expect them to have a materially adverse impact on our financial position or profitability.

##### **(ii) Taxes**

Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

##### **(iii) Employee Benefits**

Discount rate used to determine the carrying amount of the Company's defined benefit obligation.

The cost of defined benefit plan is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rates of return on assets, future salary increases, mortality rates and future pension increases. Due to the long-term nature of these plans, such estimates are subject to significant uncertainty.

In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

##### **(iv) Fair value measurement of financial instruments**

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. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Estimated irrecoverable amounts are based on the ageing of the receivable balance and historical experience. Individual trade receivables are written off when management deems it not to be collectible.

## **DYNAMIC INDUSTRIES LIMITED**

### **Notes forming part of the financial statements for the year ended 31st March, 2023**

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**(v) Allowance for uncollectible trade receivables**

Provision matrix takes into accounts historical credit loss experience and adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the day of the receivables are due and the rates as given in the provision matrix.

**(vi) Impairment of Property, Plant & Equipment**

The value in use calculation requires the directors to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. Where the actual future cash flows are less than expected, an impairment loss which is material in nature is accounted for.

**(vii) Litigations**

The provision is recognized based on the best estimate of the amount desirable to settle the present obligation arising at the reporting period and of the income is recognized in the cases involving high degree of certainty as to realization.

**(viii) Useful Life of Property, Plant and Equipment**

As described in Note 4.3, the Company reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period. During the current financial year, the management determined that there were no changes to the useful lives and residual values of the property, plant and equipment.

## DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

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### Note 4: Significant Accounting Policies

#### 4.1 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

##### (a) Financial Assets

Financial Assets comprises of investments in equity instruments, trade receivables, cash and cash equivalents and other financial assets.

##### Initial Recognition:

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit or Loss, transaction costs that are attributable to the acquisition of financial assets. Purchases or sales of financial assets that requires delivery of assets within a period of time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the company committed to purchase or sell the asset.

##### Subsequent Measurement:

##### (i) Financial assets measured at amortized Cost:

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

##### (ii) Financial assets at Fair Value through Other Comprehensive Income (FVTOCI):

Financial Assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are subsequently measured at FVTOCI. Fair Value movements in financial assets at FVTOCI are recognized in Other Comprehensive Income.

Equity instruments held for trading are classified as at fair value through profit or loss (FVTPL). For other equity instruments the company classifies the same as FVTOCI. The classification is made on initial recognition and is irrevocable. Fair Value changes on equity instruments at FVTOCI, excluding dividends are recognized in Other Comprehensive Income (OCI).

##### (iii) Fair Value through Profit or Loss (FVTPL):

Financial Assets are measured at FVTPL if it does not meet the criteria for classification as measured at amortized cost or at FVTOCI. All fair value changes are recognized in the Statement of Profit and Loss.

##### De-recognition of Financial Assets:

Financial Assets are derecognized when the contractual rights to cash flows from the financial assets expire or the financial asset is transferred and the transfer qualifies for de-recognition. On de-recognition of the financial assets in its entirety, the difference between the carrying amount (measured at the date of de-recognition) and the consideration received (including any new asset obtained less any new liability assumed) shall be recognized in the Statement of Profit and Loss.

## **DYNAMIC INDUSTRIES LIMITED**

**Notes forming part of the financial statements for the year ended 31st March, 2023**

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### **(b) Financial Liabilities**

#### **Initial Recognition and Measurement**

Financial Liabilities are initially recognized at fair value plus any transaction costs, (if any) which are attributable to acquisition of the financial liabilities.

#### **Subsequent Measurement:**

Financial Liabilities are classified for subsequent measurement into following categories:

##### **(i) Financial liabilities at Amortized Cost:**

The Company is classifying the following under amortized cost:

- Borrowing from Banks
- Borrowing from Others
- Trade Payables
- Other Financial Liabilities

Amortized cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus cumulative amortization using the effective interest method of any differences between the initial amount and maturity amount.

##### **(ii) Financial liabilities at Fair Value through Profit or Loss:**

Financial liabilities held for trading are measured at Fair Value through Profit or Loss

#### **De-recognition of Financial Liabilities:**

Financial liabilities shall be derecognized when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires.

### **(c) Offsetting of Financial assets and Financial Liabilities**

Financial assets and Financial Liabilities are offset and the net amount is presented in Balance Sheet when, and only when, the Company has legal right to offset the recognized amounts and intends either to settle on the net basis or to realize the assets and liabilities simultaneously.

### **(d) Reclassification of Financial Assets and Financial Liabilities**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are categorized as equity instruments at FVTOCI, and financial assets or liabilities that are specifically designated as FVTPL. For financial assets which are debt instruments, a reclassification is made only if there is a change in business model for managing those assets. Changes to the business model are expected to be very infrequent. The management determines the change in a business model as a result of external or internal changes which are significant to the Company's Operations. A Change in business occurs when the company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively effective from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

#### 4.2 Share Capital

Ordinary Shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or share options are recognized as a deduction from equity, net of any tax effects.

#### 4.3 Property, Plant and Equipment

Property, plant and equipment held for use in the supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated. All repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred.

Properties in the course of construction for supply of goods or services or administrative purpose are carried at cost, less any recognised impairment loss. Cost includes professional fees and other directly attributable cost and for qualifying assets, borrowing cost capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of Property Plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives as prescribed under Part C of Schedule II to the Companies Act 2013, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. Depreciation for assets purchased/sold during a period is proportionately charged for the period of use.

##### Derecognition of Property, Plant and Equipment

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and are recognised net within "other income / other expenses" in the Statement of profit and loss.

#### 4.4 Intangible assets

##### Intangible Assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

##### Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in statement of profit and loss when the asset is de-recognised.

##### Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

Type of Asset	Useful Life
Computer software	3 years

## **DYNAMIC INDUSTRIES LIMITED**

### **Notes forming part of the financial statements for the year ended 31st March, 2023**

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#### **4.5 Inventories**

- (i) Raw Materials, Stock-in-process, Finished Goods are valued at lower of cost or net realizable value. Cost of stock-in-process and finished goods include materials, labour, manufacturing overhead and other cost incurred in bringing the inventories to their present location.
- (ii) Stock of stores, spares, consumable and packing materials are valued at cost.

#### **4.6 Impairment**

##### **(a) Financial assets (other than at fair value)**

The Company assesses at each date of balance sheet, whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the twelve-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly, since initial recognition.

##### **(b) Non-financial assets**

###### **Tangible and Intangible assets**

Property, Plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is an indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

###### **Reversal of impairment loss**

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists.

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized directly in other comprehensive income and presented within equity.



## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

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#### 4.7 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre tax rates that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A provision for onerous contract is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with the contract.

Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

#### 4.8 Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

The specific recognition criteria described below must also be met before revenue is recognized.

##### **Sale of Goods**

- (i) Revenue is recognised when control of goods is transferred to a customer in accordance with the terms of the contract. The control of the goods is transferred upon delivery to the customers either at factory gate of the Company or specific location of the customer or when the goods are handed over to the freight carrier, as per the terms of the contract. A receivable is recognised by the Company when the goods are delivered to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

##### **Variable Consideration**

If the consideration in a contract includes a variable amount, the company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at the time of completion of performance obligation and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

- (ii) The Company accounts for pro forma credits, refunds of duty of customs or excise, or refunds of sales tax/ GST in the year of admission of such claims by the concerned authorities.
- (iii) Export benefits are classified as other operating income and recognized on accrual basis in the year of export based on eligibility and when there is no uncertainty on receiving the same.

## **DYNAMIC INDUSTRIES LIMITED**

### **Notes forming part of the financial statements for the year ended 31st March, 2023**

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#### **Interest Income**

Interest income is recognised using the effective interest method as set out in Ind AS 109 – Financial Instruments: Recognition and Measurement, when it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of the revenue can be measured reliably. The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period.

#### **Dividend Income**

Dividend income is recognised when right to receive payment is established and it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of the revenue can be measured reliably

#### **4.9 Leases**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

##### **Company as a lessor**

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

##### **Company as a lessee**

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

##### **(i) Right-of-use assets**

The Company recognises right-of-use assets ("ROU Assets") at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in 4.6(b) Impairment of non-financial assets.



## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

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#### (ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. Lease liabilities has been presented under the head "Other Financial Liabilities".

#### (iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

### 4.10 Foreign Currency Translation

The functional currency of the Company is the Indian Rupee (₹).

Exchange differences on monetary items are recognised in the Statement of profit and loss in the period in which they arise except for:

- (i) exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- (ii) exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements of the Company for the period immediately before the beginning of the first Ind AS financial reporting period (prior to 1<sup>st</sup> April, 2016), as per the previous GAAP, pursuant to the Company's choice of availing the exemption as permitted by Ind AS 101.

Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

Income and expense items in foreign currency are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used.

## **DYNAMIC INDUSTRIES LIMITED**

### **Notes forming part of the financial statements for the year ended 31st March, 2023**

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#### **4.11 Borrowing Costs**

Borrowing costs include

- (i) interest expense calculated using the effective interest rate method,
- (ii) finance charges in respect of finance leases, and
- (iii) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

#### **4.12 Employee benefits**

##### **(a) Short-term obligations**

Liabilities for salaries, including other monetary and non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

##### **(b) Post-employment obligations**

The Company operates the following post-employment schemes: a) defined contribution plans - provident fund b) defined benefit plans - gratuity plans

###### **(i) Defined contribution plans**

The Company has defined contribution plan for the post-employment benefits namely Provident Fund and Employees Death Linked Insurance, the contributions towards such funds and schemes are recognised as employee benefits expense and charged to the Statement of Profit and Loss when they are due. The Company does not carry any further obligations with respect to this, apart from contributions made on a monthly basis.

###### **(ii) Defined benefit plans**

The Company has defined benefit plan, namely gratuity for eligible employees in accordance with the Payment of Gratuity Act, 1972 the liability for which is determined on the basis of an actuarial valuation (using the Projected Unit Credit method) at the end of each year.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the tenor of the related obligation. The liability or asset recognized in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

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The service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements) is recognised in the Statement of profit and loss in the line item 'Employee benefits expense'.

Remeasurements of the net defined liability, comprising of actuarial gains and losses, return on plan assets (excluding amounts included in net interest on the net defined benefit liability) and any change in the effect of asset ceiling (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI) in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Change in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the profit or loss as past service cost.

#### 4.13 Income Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax

(i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

(ii) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively 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 amount of its assets and liabilities.

(iii) Current and deferred tax for the year

Current and deferred tax are recognised in the Statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

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#### 4.14 Derivative financial instruments

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

#### 4.15 Earnings per share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to the ordinary shareholders of the company by the weighted average number of ordinary shares outstanding during the period. Where ordinary shares are issued but not fully paid, they are treated in the calculation of basic earnings per share as a fraction of an ordinary share to the extent that they were entitled to participate in dividends during the period relative to a fully paid ordinary share. Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

#### 4.16 Fair Value Measurement

A number of Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair value is the price that would be received on sell of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal market or the most advantageous market must be accessible to the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as below:

- (a) Level 1 - unadjusted quoted prices in active markets for identical assets and liabilities.
- (b) Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- (c) Level 3 - unobservable inputs for the asset or liability.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy.

## **DYNAMIC INDUSTRIES LIMITED**

### **Notes forming part of the financial statements for the year ended 31st March, 2023**

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Fair values have been determined for measurement and / or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(a) Investment in equity and debt securities

The fair value is determined by reference to their quoted price at the reporting date. In the absence of quoted price, the fair value of the financial asset is measured using valuation techniques.

(b) Trade and other receivables

The fair value of trade and other receivables, excluding construction contracts in progress, is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date. However in respect of such financial instruments, fair value generally approximates the carrying amount due to short term nature of such assets. This fair value is determined for disclosure purposes or when acquired in a business combination.

(c) Non derivative financial liabilities

Fair Value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date. For finance leases, the market rate of interest is determined by reference to similar lease agreements.

#### **4.17 Current / non- current classification**

An asset is classified as current if:

- (a) it is expected to be realized or sold or consumed in the Company's normal operating cycle;
- (b) it is held primarily for the purpose of trading;
- (c) it is expected to be realized within twelve months after the reporting period; or
- (d) it is cash or cash equivalent unless it is 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 classified as current if:

- (a) it is expected to be settled in normal operating cycle;
- (b) it is held primarily for the purpose of trading;
- (c) it is expected to be settled within twelve months after the reporting period;
- (d) it has 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.

The operating cycle is the time between acquisition of assets for processing / trading / assembling and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

#### **4.18 Cash and cash equivalent**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**5 Property, plant and equipment**

**5.1 As at 31st March, 2023**

[₹ in Lakhs]

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at 1st April, 2022	Additions	Deduction / Adjustments	As at 31st March, 2023	Upto 31st March, 2022	For the year	Deduction / Adjustments	Upto 31st March, 2023	As at 31st March, 2023
<b>Tangible Assets</b>									
Buildings	222.29	227.81	( 16.68)	433.42	76.62	11.32	( 5.52)	82.42	351.00
Plant & Machinery	730.93	316.03	0.00	1 046.96	327.87	53.88	0.00	381.55	665.41
Office Equipments	8.48	0.00	0.00	8.48	5.61	0.97	0.00	6.58	1.90
Computer	4.91	0.87	0.00	5.78	3.08	0.33	0.00	3.41	2.37
Furnitures and Fixtures	17.71	0.00	0.00	17.71	14.07	0.24	0.00	14.31	3.40
Vehicles	35.98	29.86	10.72	76.56	10.86	6.11	12.85	29.82	46.74
<b>Total :</b>	<b>1 020.30</b>	<b>574.57</b>	<b>( 5.96)</b>	<b>1 588.91</b>	<b>438.11</b>	<b>72.65</b>	<b>7.33</b>	<b>518.09</b>	<b>1 070.82</b>

**5.2 As at 31st March, 2022**

[₹ in Lakhs]

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at 1st April, 2021	Additions	Deduction / Adjustments	As at 31st March, 2022	Upto 31st March, 2021	For the year	Deduction / Adjustments	Upto 31st March, 2022	As at 31st March, 2022
<b>Tangible Assets</b>									
Buildings	222.29	0.00	0.00	222.29	64.62	12.00	0.00	76.62	145.67
Plant & Machinery	696.09	34.84	0.00	730.93	267.38	60.49	0.00	327.87	403.06
Office Equipments	7.75	0.73	0.00	8.48	4.62	0.99	0.00	5.61	2.87
Computer	4.91	0.00	0.00	4.91	2.99	0.09	0.00	3.08	1.83
Furnitures and Fixtures	17.71	0.00	0.00	17.71	13.78	0.29	0.00	14.07	3.64
Vehicles	23.10	12.88	0.00	35.98	5.63	5.23	0.00	10.86	25.12
<b>Total :</b>	<b>971.85</b>	<b>48.45</b>	<b>0.00</b>	<b>1 020.30</b>	<b>359.02</b>	<b>79.09</b>	<b>0.00</b>	<b>438.11</b>	<b>582.19</b>

**Note :**

Refer Note 44 (a) for title deeds of the immovable property and 44 (b) for revaluation of property, plant and equipments.



**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**6 Capital work in progress**

**6.1 As at 31st March, 2023**

[₹ in Lakhs]

Particulars	As at 1st April, 2022	Additions	(Deductions)/ Adjustment	Capitalised	As at 31st March, 2023
Plant and Machinery	66.53	224.88	-	(268.82)	22.59
Building	14.82	429.19	-	(251.26)	192.75
	81.35	654.07	-	(520.08)	215.34

**6.2 As at 31st March, 2022**

[₹ in Lakhs]

Particulars	As at 1st April, 2021	Additions	(Deductions)/ Adjustment	Capitalised	As at 31st March, 2022
Plant and Machinery	5.18	61.35	-	-	66.53
Building	-	14.82	-	-	14.82
	5.18	76.17	-	-	81.35

**Note :**

**Ageing for Capital-work-in-progress  
As at 31st March, 2023**

[₹ in Lakhs]

CWIP	Amount of CWIP for a period of				Total
	Less Than 1 Year	1-2 Year	2-3 Year	More than 3 Years	
Building	22.59	-	-	-	22.59
Plant & Machinery	192.75	-	-	-	192.75
<b>Total</b>	<b>215.34</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>215.34</b>

**As at 31st March, 2022**

[₹ in Lakhs]

CWIP	Amount of CWIP for a period of				Total
	Less Than 1 Year	1-2 Year	2-3 Year	More than 3 Years	
Building	14.82	-	-	-	14.82
Plant & Machinery	61.35	5.18	-	-	66.53
<b>Total</b>	<b>76.17</b>	<b>5.18</b>	<b>-</b>	<b>-</b>	<b>81.35</b>

Particulars	Status
Temporary suspended projects	None
Overdue completion of projects	None
Projects which have exceeded the cost compared to its original plan	None

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**7 Right to use asset**

**7.1 As at 31st March, 2023**

[₹ in Lakhs]

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at 1st April, 2022	Additions	Deduction / Adjustments	As at 31st March, 2023	Upto 31st March, 2022	For the year	Deduction / Adjustments	Upto 31st March, 2023	As at 31st March, 2023
Land	1 663.33	0.00	0.00	1 663.33	105.61	17.60	0.00	123.21	1 540.12
<b>Total :</b>	1 663.33	0.00	0.00	1 663.33	105.61	17.60	0.00	123.21	1 540.12

**7.2 As at 31st March, 2022**

[₹ in Lakhs]

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at 1st April, 2021	Additions	Deduction / Adjustments	As at 31st March, 2022	Upto 31st March, 2021	For the year	Deduction / Adjustments	Upto 31st March, 2022	As at 31st March, 2022
Land	1 663.33	0.00	0.00	1 663.33	88.01	17.60	0.00	105.61	1 557.72
<b>Total :</b>	1 663.33	0.00	0.00	1 663.33	88.01	17.60	0.00	105.61	1 557.72

**Note :**

Refer Note no. 40 for detailed disclosure on lease.



**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**8 Other Intangible Assets**

**8.1 As at 31st March, 2023**

[₹ in Lakhs]

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at 1st April, 2022	Additions	Deduction / Adjustments	As at 31st March, 2023	Upto 31st March, 2022	For the year	Deduction / Adjustments	Upto 31st March, 2023	As at 31st March, 2023
Software	0.95	0.00	0.00	0.95	0.90	0.00	0.00	0.90	0.05
<b>Total :</b>	0.95	0.00	0.00	0.95	0.90	0.00	0.00	0.90	0.05

**8.2 As at 31st March, 2022**

[₹ in Lakhs]

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount
	As at 1st April, 2021	Additions	Deduction / Adjustments	As at 31st March, 2022	Upto 31st March, 2021	For the year	Deduction / Adjustments	Upto 31st March, 2022	As at 31st March, 2022
Software	0.95	0.00	0.00	0.95	0.88	0.02	0.00	0.90	0.05
<b>Total :</b>	0.95	0.00	0.00	0.95	0.88	0.02	0.00	0.90	0.05

**Note :**

Refer Note no. 44(b) for revaluation of Intangible assets.

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**9 Investments**

Particulars	Paid up value	As at 31st March, 2023		As at 31st March, 2022	
		No of shares	₹ in Lakhs	No of shares	₹ in Lakhs
Non current					
A) Investment in equity instruments					
Quoted (at FVTOCI)					
Reliance Industries Limited	₹ 10 each	40	0.93	0	0.00
B) Investment in REF / AIF					
Unquoted (at FVTPL)					
Amplus Reality Fund II			0.81		1.36
Avendus Future Leaders Fund - 1			210.56		222.04
Indiabulls High Yield Fund			61.11		90.42
			273.41		313.82
Aggregate carrying value of quoted and unquoted investments			273.41		313.82
Aggregate market value of quoted investments			0.93		0.00
Aggregate market value of unquoted investments			272.48		313.82

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**10 Other financial assets**

	[₹ in Lakhs]	
Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Non- current</b>		
Security deposits	31.13	25.11
	<u>31.13</u>	<u>25.11</u>
<b>Current</b>		
Interest accrued but not due	6.69	5.97
Advances		
Staff	2.14	6.79
Others	16.00	0.00
Other Recoverables	68.50	27.36
	<u>93.33</u>	<u>40.12</u>
<b>The amount due by:</b>		
Directors	NIL	NIL
Officers either severally or jointly with other persons	NIL	NIL
Firm or private company in which any director is partner or director or a member	NIL	NIL

**11 Other assets**

	[₹ in Lakhs]	
Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Non- current</b>		
Capital Advances	22.51	33.86
	<u>22.51</u>	<u>33.86</u>
<b>Current</b>		
Balance with revenue authorities	297.17	194.66
Pre-paid expenses	12.30	11.28
Advance to suppliers	23.42	4.89
	<u>332.89</u>	<u>210.83</u>

**12 Inventories**

(As taken, valued and certified by the Management)

	[₹ in Lakhs]	
Particulars	As at 31st March, 2023	As at 31st March, 2022
Raw materials	407.91	619.26
Work in progress	79.28	126.93
Finished goods	593.12	833.84
Stock in trade	16.79	9.13
Stores, spares and consumables	2.26	4.24
Others	2.06	2.97
	<u>1 101.42</u>	<u>1 596.37</u>

**Notes:**

- Inventory items have been valued considering the significant accounting policy disclosed in note 4(4.5) to this financial statement.
- The above carrying amount of inventories has been mortgaged and hypothecated to secure borrowings of the company.[Refer note no. 19]

**DYNAMIC INDUSTRIES LIMITED**

**Notes forming part of the financial statements for the year ended 31st March, 2023**

**13 Trade receivables**

	[₹ in Lakhs]	
<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Unsecured - Considered good	943.34	1 481.20
- Credit impaired	4.09	4.09
Less: Loss Allowance	( 4.09)	( 4.09)
	943.34	1 481.20
Less: Allowance for bad and doubtful debts	( 0.82)	( 4.35)
	942.52	1 476.85
<b>The amount due by:</b>		
Directors	NIL	NIL
Officers either severally or jointly with other persons	NIL	NIL
Firm or private company in which any director is partner or director or a member	NIL	NIL

**Notes:**

- 1 Refer note no. 43 (a) for credit risk related disclosures.
- 2 The above carrying amount of inventories has been mortgaged and hypothecated to secure borrowings of the company.[Refer note no. 19]

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**13 Trade receivables ...Continued...**

**13A Trade receivable ageing schedule**  
As at 31st March, 2023

[₹ in Lakhs]

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	
<b>Undisputed trade receivable</b>							
Considered Good	-	942.58	0.70	0.06	0.00	0.00	943.34
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	-	-	4.09	4.09
<b>Disputed trade receivables</b>							
Considered Good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	-	-	-	-
							947.43
<b>Less : Allowance for bad/doubtful Debts</b>							
Considered Good	-	0.81	-	0.01	-	-	0.82
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	-	-	4.09	4.09
							4.91
<b>Total :</b>	-	941.77	0.70	0.05	0.00	-	942.52

...Continued..

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**13A Trade receivable ageing schedule ...Continued..**

As at 31st March, 2022

[₹ in Lakhs]

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	
<b>Undisputed trade receivable</b>							
Considered Good	-	1 451.24	0.06	20.52	9.38	-	1 481.20
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	-	4.09	-	4.09
<b>Disputed trade receivables</b>							
Considered Good	-	-	-	-	-	-	-
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	-	-	-	-
							1 485.29
<b>Less : Allowance for bad/doubtful Debts</b>							
Considered Good	-	1.36	-	2.05	0.94	-	4.35
Which have significant increase in credit risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	-	4.09	-	4.09
							8.44
<b>Total :</b>	-	1 449.88	0.06	18.47	8.44	-	1 476.85

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

...Continued...

**14 Cash and cash equivalents**

	[₹ in Lakhs]	
<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Balance with Bank		
In Current accounts / Cash Credit	87.16	61.08
Cash in hand	0.51	0.72
	87.67	61.80

**15 Other bank balances**

	[₹ in Lakhs]	
<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Balance in fixed deposit accounts		
[maturity of more than 3 months but less than 12 months]	61.93	236.41
Unclaimed dividend	9.12	8.65
	71.05	245.06

**Notes:**

The amount of fixed deposits with banks includes deposits placed as Margin Money amounting for ₹ 11.93/- lakhs (P.Y. ₹ 11.41/- lakhs)

**16 Current tax assets (Net)**

	[₹ in Lakhs]	
<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Advance Tax	86.31	20.12
Less: Provision	70.00	16.00
	16.31	4.12

## DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

### 17 Equity share capital

[₹ in Lakhs]

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Authorised share capital</b>		
35,00,000 (March 31, 2022: 35,00,000) Equity Shares of ₹10/ each	350.00	350.00
	<u>350.00</u>	<u>350.00</u>
<b>Issued, subscribed and paid-up share capital</b>		
30,28,500 (March 31, 2022: 30,28,500) Equity Shares of ₹10/ each	302.85	302.85
	<u>302.85</u>	<u>302.85</u>

#### 17.1 Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year.

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>At the beginning of the year</b>	30 28 500	30 28 500
Add : Issued during the year	0	0
	<u>30 28 500</u>	<u>30 28 500</u>
Less : Shares bought back / Redemption	0	0
<b>Outstanding at the end of the year</b>	<u>30 28 500</u>	<u>30 28 500</u>

#### 17.2 Notes

During the period of five financial years immediately preceding the Balance Sheet date,

- (i) The company has not allotted any fully paidup equity shares by way of bonus shares;
- (ii) The company has not allotted any equity shares pursuant to any contract without payment being received in
- (iii) The Company has not bought back any equity shares.

#### 17.3 Rights, preferences and restrictions

The Company has only class of equity shares having a par value of ₹ 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

#### 17.4 Details of shareholders holding more than 5% shares in the company

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	% of holding	No. of Shares	% of holding
Harin D. Mamlatdarna	3 35 624	11.08%	3 57 538	11.81%
Apurva Kamleshbhai Modi	4 50 000	14.86%	4 50 000	14.86%
Mayaben H. Mamlatdarna	2 22 117	7.33%	2 33 832	7.72%
Asita H Mamlatdarna	1 62 794	5.38%	0	0.00%
Neeraj Shah	1 74 246	5.75%	1 74 246	5.75%
Sangeetha S	1 62 050	5.35%	1 62 050	5.35%



# DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

... Continued..

## 17.5 Disclosures relating to promoter's holding in the company ...Continued..

### Shares held by promoters

Promoter name	As at 31st March, 2023		As at 31st March, 2022		%Change during the year
	No. of Shares	% of holding	No. of Shares	% of holding	
Apurva Kamleshbhai Modi	4 50 000	14.86%	4 50 000	14.86%	0.00%
Harin Dhanvantlal Mamlatdarna	3 35 624	11.08%	3 57 538	11.81%	-0.72%
Maya Harin Mamlatdarna	2 22 117	7.33%	2 33 832	7.72%	-0.39%
Asita H Mamlatdarna	1 62 794	5.38%	1 51 079	4.99%	0.39%
Kamleshbhai Ramakant Modi	1 45 000	4.79%	1 45 000	4.79%	0.00%
Mansi H Mamlatdarna	1 00 000	3.30%	78 086	2.58%	0.72%
Harin D Mamlatdarna Huf	30 560	1.01%	30 560	1.01%	0.00%
Chandresh Dhanvantrai Mamlatdarna	3 780	0.12%	3 780	0.12%	0.00%

Promoter name	As at 31st March, 2022		As at 31st March, 2021		%Change during the year
	No. of Shares	% of holding	No. of Shares	% of holding	
Apurva Kamleshbhai Modi	4 50 000	14.86%	0	0.00%	14.86%
Harin Dhanvantlal Mamlatdarna	3 57 538	11.81%	3 57 538	11.81%	0.00%
Maya Harin Mamlatdarna	2 33 832	7.72%	2 33 832	7.72%	0.00%
Asita H Mamlatdarna	1 51 079	4.99%	88 285	2.92%	2.07%
Kamleshbhai Ramakant Modi	1 45 000	4.79%	0	0.00%	4.79%
Mansi H Mamlatdarna	78 086	2.58%	78 086	2.58%	0.00%
Harin D Mamlatdarna Huf	30 560	1.01%	30 560	1.01%	0.00%
Chandresh Dhanvantrai Mamlatdarna	3 780	0.12%	3 780	0.12%	0.00%
Deepak N Chokshi	0	0.00%	3 00 000	9.91%	-9.91%
Beenaben Deepak Chokshi	0	0.00%	1 00 000	3.30%	-3.30%
Bimal D Chokshi	0	0.00%	1 00 000	3.30%	-3.30%
Ronak D Chokshi	0	0.00%	1 00 000	3.30%	-3.30%
Dinesh Jasraj Jain	0	0.00%	99 136	3.27%	-3.27%
Ornet Intermediates Private Limited	0	0.00%	75 110	2.48%	-2.48%

# DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

## 18 Other equity

[₹ in Lakhs]

Particulars	As at 31st March, 2023	As at 31st March, 2022
General reserve (Refer note 18.1)	1 831.97	1 831.97
Securities premium (Refer note 18.2)	178.60	178.60
Retained earnings (Refer note 18.3)	2 413.51	2 330.21
	<u>4 424.08</u>	<u>4 340.78</u>

### 18.1 General reserve

[₹ in Lakhs]

Particulars	As at 31st March, 2023	As at 31st March, 2022
Balance as at the beginning of the year	1 831.97	1 831.97
Addition during the year	0.00	0.00
<b>Balance at the end of the year</b>	<u>1 831.97</u>	<u>1 831.97</u>

### 18.2 Securities premium

[₹ in Lakhs]

Particulars	As at 31st March, 2023	As at 31st March, 2022
Balance as at the beginning of the year	178.60	178.60
Addition during the year	0.00	0.00
<b>Balance at the end of the year</b>	<u>178.60</u>	<u>178.60</u>

### 18.3 Retained earnings

[₹ in Lakhs]

Particulars	As at 31st March, 2023	As at 31st March, 2022
Balance as at the beginning of the year (inclusive of OCI)	2 330.21	2 211.70
Add / (Less): Profit/(Loss) for the year	114.06	141.30
Add / (Less): OCI for the year	( 0.48)	7.50
<b>Balance available for appropriation</b>	<u>2 443.79</u>	<u>2 360.50</u>
<b>Less: Appropriation</b>		
- Dividend	30.28	30.29
	<u>30.28</u>	<u>30.29</u>
<b>Balance at the end of the year (inclusive of OCI)</b>	<u>2 413.51</u>	<u>2 330.21</u>

#### Notes:

#### 1 General reserve:

General Reserve is a free reserve created by the Company by transfer from Retained earnings for appropriation purposes. It Includes Revaluation reserve amounting to ₹ 1 522.04/- lakhs which is not available for distribution of Profit.

#### 2 Securities premium:

Securities premium reserve is created due to premium on issue of shares. These reserve is utilised in accordance with the provisions of the Companies, Act, 2013

#### 3 Retained earnings (includes other comprehensive income)

The retained earnings reflect the profit of the Company earned till date net of appropriations. The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the balance in this reserve, after considering the requirements of the Companies Act, 2013

#### 4 Dividend

The company has paid dividend amounting to ₹ 30.28 lakhs during the year which pertains to the dividend declared in previous year.

# DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

## 19 Borrowings

	[₹ in Lakhs]	
Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Non- current</b>		
<b>Secured loans - at amortised cost</b>		
<b>Term loans</b>		
From bank		
HDFC Bank Limited (Refer note below)	0.85	0.00
<b>Unsecured loans - at amortised cost</b>		
<b>Vehicle loans</b>		
From banks		
HDFC Bank Limited	19.59	5.25
<b>Total(A):</b>	<u>20.44</u>	<u>5.25</u>
<b>Current</b>		
<b>Secured loans - at amortised cost</b>		
<b>Working Capital loan from bank</b>		
HDFC Bank Limited	215.15	303.87
<b>Current maturities of long term debts</b>	8.58	44.41
<b>Total(B):</b>	<u>223.73</u>	<u>348.28</u>
<b>Total (A+B):</b>	<u><u>244.17</u></u>	<u><u>353.53</u></u>

### Disclosure for secured loans

#### Term Loans & Working capital loans

##### HDFC Bank Limited

##### Security

The HDFC Bank Ltd loans are primarily secured against Hypothecation of present and future stocks and book debts and Plant & Machineries. It is further secured by Equitable Mortgage on Leasehold land bearing Plot / Shed No 125, in aggregate admeasuring 1330 Sq mts in phase I, Vatva Industrial Estate, lying at Mouje: Vatva, in Taluka Dascroi, and building constructed thereon and Equitable Mortgage on Non Agricultural Constructed Leasehold Property bearing plot / Shed No. 5501/2, in aggregate admeasuring 7363 Sq. Mtrs. in Phase III, in Vatva Industrial Estate and building constructed thereon.

##### Terms of Repayment

Term Loan - 1 Repayable in 60 numbers of monthly installments of ₹ 1.39 lacs each (including interest), commencing from April 2018. The last installment falls due in March 2023.

Term Loan - 2 Repayable in 60 numbers of monthly installments of ₹ 1.13 lacs each (including interest), commencing from October 2022. The last installment falls due in September 2027.

Working capital loan is repayable on demand.

### Disclosure for unsecured loans

#### Vehicle Loans

##### HDFC Bank Limited

##### Terms of Repayment

It is repayable in 36 numbers of equal monthly installments of ₹ 0.31 lacs each (including interest) commencing from November, 2021. The last installment falls due in October, 2024.

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**20 Provisions**

	[₹ in Lakhs]	
Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Non Current</b>		
Provision for gratuity (Refer Note 37)	33.53	24.65
	<u>33.53</u>	<u>24.65</u>
<b>Current</b>		
Provision for gratuity (Refer Note 37)	5.44	5.97
Provision for Bonus	14.43	13.25
	<u>19.87</u>	<u>19.22</u>

**21 Income Taxes**

**21.1 The major components of income tax expense for the year as under :**

	[₹ in Lakhs]	
Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Income tax recognised in the statement of Profit and Loss</b>		
<b>Current tax:</b>		
Expenses for current year	42.00	52.00
<b>Deferred tax:</b>		
Deferred tax for current year	( 0.29)	( 2.44)
	<u>41.71</u>	<u>49.56</u>
<b>Income tax expense recognised in other comprehensive income (OCI)</b>		
<b>Deferred tax:</b>		
Remeasurment Gains/(Losses) on defined benefit plans	0.16	( 2.52)
	<u>0.16</u>	<u>( 2.52)</u>

**21.2 Reconciliation of effective tax rate :**

	[₹ in Lakhs]	
Particulars	As at 31st March, 2023	As at 31st March, 2022
Profit before tax from continuing operations	155.77	190.86
Income tax calculated at 25.12% ( P.Y. 25.12%)	39.13	47.94
<b>Adjustment to reconcile expected income tax expense to reported income tax expense:</b>		
Tax effect on non-deductible expenses	0.63	0.64
Others (Net)	1.95	0.98
	<u>41.71</u>	<u>49.56</u>
<b>Effective tax rate (%)</b>	26.78%	25.97%

... Continued...

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**21.3 Deferred tax assets / (liabilities) (net) ...Continued...**

[₹ in Lakhs]		
Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Opening balance</b>	56.79	56.71
<b>Adjustment for the current year:</b>		
(Charged) / Credited in the statement of profit and loss	( 0.29)	( 2.44)
Charged / (Credited) through other comprehensive income	( 0.16)	2.52
<b>Closing balance</b>	56.34	56.79

**21.4 Movement of deferred tax assets / (liabilities)**

**As at 31st March, 2023**

[₹ in Lakhs]				
Particulars	Opening Balance at at 1st April, 2022	Recognised in statement of Profit & Loss	Recognised in OCI	Closing Balance as at 31st March, 2023
<b>Deferred Tax liabilities /</b>				
Fair value of investmnets in Equity Instruments	10.88	2.60	-	13.48
Property, Plant and Equipments and Intangible	54.82	2.87	-	57.69
Allowance for doubtful trade receivables	2.12	(3.36)	-	(1.24)
Provision for Employee benefits	(11.03)	(2.40)	(0.16)	(13.59)
	56.79	( 0.29)	( 0.16)	56.34

**As at 31st March, 2022**

[₹ in Lakhs]				
Particulars	Opening Balance at at 1st April, 2021	Recognised in statement of Profit & Loss	Recognised in OCI	Closing Balance as at 31st March, 2022
<b>Deferred Tax liabilities /</b>				
Fair value of investmnets in Equity Instruments	5.83	5.05	-	10.88
Property, Plant and Equipments and Intangible	60.23	(5.41)	-	54.82
Allowance for doubtful trade receivables	2.02	0.10	-	2.12
Provision for Employee benefits	(11.37)	(2.18)	2.52	(11.03)
	56.71	( 2.44)	2.52	56.79

## DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

### 22 Trade Payables

[₹ in Lakhs]

Particulars	As at 31st March, 2023	As at 31st March, 2022
Due to Micro and Small Enterprise	40.30	90.35
Due to Others	647.56	989.77
	<u>687.86</u>	<u>1 080.12</u>

**Note:**

Refer note 47 relating to due to Micro and Small Enterprise.

#### 22.1 Trade payable ageing schedule

As at 31st March, 2023

[₹ in Lakhs]

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed dues</b>						
MSME	-	39.40	-	-	-	39.40
Others	-	647.51	0.94	-	0.01	648.46
<b>Disputed dues</b>						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
<b>Total</b>	-	<b>686.91</b>	<b>0.94</b>	-	<b>0.01</b>	<b>687.86</b>

As at 31st March, 2022

[₹ in Lakhs]

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed dues</b>						
MSME	-	90.34	-	0.01	-	90.35
Others	38.95	948.18	2.56	0.08	-	989.77
<b>Disputed dues</b>						
MSME	-	-	-	-	-	-
Others	-	-	-	-	-	-
<b>Total</b>	<b>38.95</b>	<b>1 038.52</b>	<b>2.56</b>	<b>0.09</b>	-	<b>1 080.12</b>

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**23 Other Financial Liabilities (Current)**

	[₹ in Lakhs]	
<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Interest Accrued but not due on Borrowings	0.19	0.34
Payable for capital goods	5.92	23.47
Unpaid dividends	9.13	8.65
	<u>15.24</u>	<u>32.46</u>

**24 Current tax liabilities**

	[₹ in Lakhs]	
<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Provision for tax	365.00	377.00
Less: Advance Tax	356.94	375.98
	<u>8.06</u>	<u>1.02</u>

**25 Other current liabilities**

	[₹ in Lakhs]	
<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Statutory Liabilities	6.57	6.92
Advance from Customers	0.00	10.59
Advance received against Assets	0.00	0.32
	<u>6.57</u>	<u>17.83</u>

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**26 Revenue from Operations**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Sale of Products	4 536.45	5 357.34
Other Operating Revenue	26.65	19.89
<b>Total :</b>	<b>4 563.10</b>	<b>5 377.23</b>

**Break up of sale of products**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Manufactured</b>		
Dyes, Pigments and Chemicals		
Export	2 326.22	1 540.13
Local	1 938.71	2 943.21
	<b>4 264.93</b>	<b>4 483.34</b>
<b>Stock in trade</b>		
Dyes and Chemicals		
Export	19.35	39.33
Local	252.18	834.67
	<b>271.53</b>	<b>874.00</b>
<b>Total :</b>	<b>4 536.46</b>	<b>5 357.34</b>

**Break up of Other Operating revenue**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Export benefits (Net)	26.65	19.89
<b>Total :</b>	<b>26.65</b>	<b>19.89</b>

**27 Other Income**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Interest income from</b>		
Banks	1.74	2.31
Staff loan	0.59	0.58
VAT Refund	0.00	2.95
Real estate fund	8.49	4.36
Others	1.56	0.83
	<b>12.38</b>	<b>11.03</b>
<b>Dividend from Real Estate Fund</b>	<b>0.90</b>	<b>0.42</b>
<b>Other Non Operating Income</b>		
Gain on Foreign Exchange Fluctuation (Net)	79.52	8.54
Fair value changes in investments measured at FVTPL	( 15.19)	43.26
Sundry Credit Balance written back (net)	1.13	0.00
Profit on sale of property, plant and equipment	3.35	0.00
Profit from sale of Investment	18.50	8.18
Insurance Claim received	1.17	1.69
Miscellaneous Income	7.45	4.11
<b>Total :</b>	<b>109.21</b>	<b>77.23</b>



**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**28 Cost of Materials / Products Consumed**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Raw Materials	2 824.02	3 526.95
Packing Materials	35.69	49.88
Freight, Inward Clearing and Loading / Unloading	30.66	22.05
<b>Total :</b>	<b>2 890.37</b>	<b>3 598.88</b>

**29 Purchase of Stock-in-trade**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Dyes and Chemicals	273.71	831.53
<b>Total :</b>	<b>273.71</b>	<b>831.53</b>

**30 Changes in inventories of Finished goods, stock in process and stock in trade**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Inventory at the end of the year</b>		
Finished Goods	593.12	833.84
Stock in trade	16.79	9.13
Work in progress	79.29	126.93
	<b>689.20</b>	<b>969.90</b>
<b>Inventory at the beginning of the year</b>		
Finished Goods	833.84	596.26
Stock in Trade	8.61	13.99
Work in progress	126.93	89.42
	<b>969.38</b>	<b>699.67</b>
<b>(Increase) / Decrease in stocks</b>	<b>280.18</b>	<b>( 270.23)</b>

**31 Employee benefits expense**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Salary, Wages and Bonus	300.60	267.77
Contribution to Provident Fund & Other Funds	21.73	22.02
Staff Welfare and Training	3.16	3.23
<b>Total :</b>	<b>325.49</b>	<b>293.02</b>

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**32 Finance Cost**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Interest expense for financial liabilities measured at amortised cost</b>		
On Bank loan	10.49	20.22
Amortisation of Processing Fees	0.13	0.34
	<u>10.62</u>	<u>20.56</u>
<b>Other Borrowing Cost</b>		
LC Charges	0.10	0.11
Loan Renewal Charges	3.94	3.19
	<u>4.04</u>	<u>3.30</u>
<b>Total :</b>	<u>14.66</u>	<u>23.86</u>

**33 Depreciation and Amortization**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Depreciation</b>		
On Property, Plant and Equipment	72.66	79.09
<b>Amortisation</b>		
Of Right Of Use Asset	17.60	17.60
Of Intangible Assets	0.00	0.02
	<u>90.26</u>	<u>96.71</u>

**34 Manufacturing and other expenses**

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Manufacturing Expenses</b>		
Power, Fuel and Water Charges	278.17	264.28
Stores and other consumables	2.05	2.36
Job work Charges	0.00	0.40
Laboratory Expenses	6.45	9.19
Factory Expenses	0.68	1.67
Pollution Plant Treatment	92.56	68.13
Repairs and Maintenance		
Building	7.11	4.11
Plant and Machinery	18.87	29.99
Others	4.00	4.13
	<u>29.98</u>	<u>38.23</u>

... Continued..

# DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

## 34 Manufacturing and other expenses ... Continued..

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>Establishment Expenses</b>		
Rates and Taxes	9.82	34.56
Insurance	24.69	22.57
Fees and Legal Expenses	31.74	38.84
Auditors' Remuneration (refer note below)	6.00	6.00
Travelling Expense	0.22	0.00
Bank Charges	3.68	4.55
Postage, Telephone & Internet Expenses	4.80	4.67
Membership and Subscription	0.23	5.26
Vehicle Expenses	5.19	8.80
Security Charges	9.32	8.98
Donation	2.75	2.93
Loss on sale of fixed assets	11.16	0.00
Allowance for Doubtful debts	( 3.53)	1.81
Sundry Balance written off (Net)	11.90	3.47
Bad Debts	0.00	1.39
Less : Provision for Bad Debts	0.00	( 1.39)
	0.00	0.00
Other Miscellaneous Expenses	7.57	45.36
	125.54	187.80
<b>Selling and Distribution Expenses</b>		
Advertisement Expenses	0.81	2.19
Commission and Discount	40.09	47.89
Registration Expenses	0.26	14.64
Freight Outwards	65.28	53.05
	106.44	117.77
	641.87	689.83
<b>Auditor's Remuneration is made of</b>		
Statutory Audit Fees	4.75	4.75
Tax Audit Fees	1.25	1.25
	6.00	6.00

## 35 Earnings per Share

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Profit attributable to Equity shareholders (₹ in lakhs)	114.06	141.30
Number of equity shares	30 28 500	30 28 500
Face value of equity share (₹)	10	10
Basic earnings per share (₹)	3.77	4.67
Diluted earnings per shares (₹)	3.77	4.67

**Note :** The Company has not issued any equity shares during the year.

**DYNAMIC INDUSTRIES LIMITED**

Notes forming part of the financial statements for the year ended 31st March, 2023

**36. Contingent Liabilities and Commitments**

[₹ in Lakhs]

Particular	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
<b>A Contingent Liabilities not provided for in respect of</b>		
(i) Claim against the company not acknowledged as debt -		
- Income Tax (Refer note (i) below)	15.34	15.34
- Custom Duty (Refer note (ii) below)	171.14	171.14
- Service Tax (Refer note (iii) below)	77.13	77.13
- Employee	3.28	3.28
(ii) Custom Duty (Import under Advance Licenses Export Obligation Pending)	8.42	61.94
	<b>275.31</b>	<b>335.31</b>
<b>B Capital Commitments and Other Commitments</b>		
Estimated amount of contract remaining to the executed-on capital accounts	78.05	193.94

- (i) The Company has not recognized and acknowledged the Income Tax demand as liability in its books of accounts aggregating to ₹ 15.34 Lakhs (P.Y. ₹ 15.34 Lakhs) in respect of earlier years since the company has disputed the demand and has filed appeals before appropriate authorities. The same are pending for final adjudication.
- (ii) In the Financial year 2008-2009 the Department of Excise and Customs had inspected certain records related to materials imported under license removed for jobwork to various parties whose name did not appear in the license as job-worker or as supporting manufacturer. The department had objected such removal and also observed that aforesaid materials have not been returned back under job work challan from the above parties but under sales invoices. The department also seized certain records related to job work for the Financial Year 2006-07 and 2007-08. The company had deposited a sum of ₹ 5.08 Lakhs under protest. However based on legal opinion obtained from the excise consultant, the company has transferred the aforesaid deposit to PLA under intimation to department concerned. After that the company has received an order on 28<sup>th</sup> March, 2012 confirming the demand of custom duty amounting to ₹ 85.57 Lakhs and penalty of ₹ 85.57 Lakhs under section 114A of the Custom Act aggregating to ₹ 171.14 Lakhs and interest at applicable rates on the amount of duty evaded.
- The company has filed an appeals and Hon'ble Tribunal has granted stay against aforesaid demand. The Custom Authority against such stay has referred the matter to Hon'ble High court, Gujarat which is yet to be heard. Pending final outcome, the company does not expect any liability and accordingly no provision in respect thereof has been made but disclosed the same as contingent liability.
- (iii) The company has been served with show cause notices in respect of service tax credit aggregating amounting to ₹ 77.13 Lakhs availed by the company in the earlier financial years. The Company has already filed its reply against the aforesaid show cause notices before appropriate authorities & such authorities are yet to react on such replies.

## DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

### 37. Employee Benefits

#### 37.1 Defined contribution plan

The Company has defined contribution plan in form of Provident Fund & Pension Scheme and Employee State Insurance Scheme for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The total expense recognised in the Statement of profit and loss under employee benefit expenses in respect of such schemes are given below:

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Contribution to Provident Fund and Pension Scheme, included under contribution to provident and other funds	12.31	11.24
Contribution to Employee State Insurance Scheme, included under contribution to provident and other funds	1.69	1.90

#### 37.2 Defined benefit plan

##### (a) Gratuity

The Company offers gratuity plan for its qualified employees which is payable as per the requirements of Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

##### (b) Defined Benefit Plan

The principal assumptions used for the purposes of the actuarial valuations were as follows :  
**Gratuity**

Particulars	Valuation	
	As at 31st March, 2023	As at 31st March, 2022
Discount rate	7.30%	6.40%
Expected rate(s) of salary increase	7.00%	7.00%
Withdrawal Rate	Age 25 & Below : 15% p.a. 25 to 35 : 12 % p.a. 35 to 45 : 9 % p.a. 45 to 55 : 6 % p.a. 55 & above : 3 % p.a.	Age 25 & Below : 15% p.a. 25 to 35 : 12 % p.a. 35 to 45 : 9 % p.a. 45 to 55 : 6 % p.a. 55 & above : 3 % p.a.

# DYNAMIC INDUSTRIES LIMITED

## Notes forming part of the financial statements for the year ended 31st March, 2023

The following table sets out the status of the amounts recognised in the balance sheet & movements in the net defined benefit obligation as at 31st March, 2023.

[₹ in Lakhs]

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
	Gratuity (Funded)	Gratuity (Funded)
<b>Changes in the present value of obligation</b>		
1. Present value of obligation (Opening)	52.87	81.17
2. Interest cost	2.48	3.22
3. Past service cost adjustments/Prior year Charges	--	--
4. Current service cost	5.96	7.31
5. Curtailment Cost / (Gain)	--	--
6. Settlement Cost / (Gain)	--	--
7. Benefits paid	(4.33)	(29.35)
8. Actuarial (Gain) / Loss arising from change in financial assumptions	(2.31)	(2.04)
9. Actuarial (Gain) / Loss arising from change in demographic assumptions	--	--
10. Actuarial (Gain) / Loss arising from change on account of experience changes	3.54	(7.44)
11. Present value of obligation (Closing)	58.21	52.87
<b>Changes in the fair value of plan assets</b>		
1. Present value of plan assets (Opening)	22.25	49.41
2. Past contribution / Adjustment to Opening Fund	--	--
3. Expected return on plan assets	0.61	0.55
4. Interest Income	0.71	1.64
5. Actuarial Gain / (Loss)		--
6. Employers Contributions		--
7. Employees Contributions		--
8. Benefits paid	(4.33)	(29.35)
9. Expense deducted from the fund		--
10. Fair Value of Plan Assets (Closing)	19.24	22.25
<b>Percentage of each category of plan assets to total fair value of plan assets at the year end</b>		
1. Bank Deposits	--	--
2. Debt Instruments	--	--
3. Policy of Insurance	100%	100%
4. Others	--	--

# DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

## Reconciliation of Present Value of Defined Benefit Obligation and the Fair value of Assets

[₹ in Lakhs]

Particulars	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2022
	Gratuity	Gratuity
<b>Present Value of funded obligation at the end of the year</b>	58.21	52.87
Fair Value of Plan Assets as at the end of the period	19.24	22.25
Amount not recognised due to asset limit	--	--
<b>Deficit of funded plan</b>		
<b>Deficit of unfunded plan</b>	38.97	30.62
- Current	5.44	5.97
- Non current	33.53	24.65

Amount recognized in statement of profit and loss in respect of defined benefit plan are as follows:

[₹ in Lakhs]

Expense recognised in the Statement of Profit and Loss	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2023
	Gratuity	Gratuity
Current Service Cost	5.97	7.31
Past Service Cost	--	--
Net interest Cost (Net of Interest on Plan Asset)	1.77	1.57
Net value of remeasurements on the obligation and plan assets		
(Gains)/Loss on Settlement	--	--
<b>Total Expenses recognized in the Statement of Profit and Loss #</b>	7.74	8.88
#Included in 'Salary and Wages' under 'Employee benefits expense'		
<b>Re-measurements during the year due to</b>		
Changes in financial assumptions	(2.31)	(2.04)
Changes in demographic assumptions	--	--
Experience adjustments	3.54	(7.44)
Return on plan assets excluding amounts included in interest income	(0.61)	(0.55)
<b>Amount recognised in OCI during the year</b>	0.62	(10.02)

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

#### (c) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

##### Gratuity

Impact on defined benefit obligation								
	Change in Assumption			Increase in Assumptions			Decrease in Assumptions	
Particulars	31 <sup>st</sup> March, 2023	31st March, 2022	Particulars	31 <sup>st</sup> March, 2023	31st March, 2022	Particulars	31 <sup>st</sup> March, 2023	31st March, 2022
Discount rate	0.50%	0.50%	Decrease by	(2.02)%	(2.20)%	Increase by	2.15%	2.36%
Salary growth rate	0.50%	0.50%	Increase by	2.04%	2.21%	Decrease by	(1.88)%	(2.08)%
Withdrawal rate	0.50%	0.50%	Decrease by	(0.01)%	(0.18)	Increase by	(0.01)%	0.19%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined obligation calculated with the projected unit credit method at the end of reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior year.

#### (d) Major Category of Plan Asset as a % of total Plan Assets

Category of Assets (% Allocation)	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
	%		₹ in Lakhs	
Insurer Managed Funds	100.00%	100.00%	19.24	22.25
<b>Total</b>	100.00%	100.00%	19.24	22.25

#### (e) Risk exposure

Through its defined benefit plans, the group is exposed to a number of risks, the most significant of which are detailed below:

##### Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit.

The gratuity fund is administered through Life Insurance Corporation of India (insurer) under its group gratuity scheme. Accordingly, almost the entire plan asset investment is maintained by the insurer. These are subject to interest rate risk which is managed by the insurer.



## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

#### Changes in bond yields

A decrease in bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' assets maintained by the insurer.

The gratuity fund is administered through Life Insurance Corporation (LIC) of India under its Group Gratuity Scheme.

#### (f) Defined benefit liability and employer contribution

The Company generally eliminates the deficit in the defined benefit gratuity plan within next one year.

Expected contribution to the post – employment benefit plan (Gratuity) for the next year is ₹ 5.44 lakhs (P.Y. ₹ 5.97 Lakhs).

The weighted average duration of the defined benefit obligation is 4.38 years (P.Y. 4.57 years).

**The expected maturity analysis of undiscounted post-employment benefit plan (gratuity) is as follows:**

#### (a) Gratuity

[₹ in Lakhs]

Particulars	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Cash Flow (₹)	(%)	Cash Flow (₹)	(%)
1 <sup>st</sup> following year	30.80	34.7%	28.17	36.0%
2 <sup>nd</sup> following year	2.17	2.4%	1.88	2.4%
3 <sup>rd</sup> following year	2.39	2.7%	1.86	2.4%
4 <sup>th</sup> following year	2.14	2.4%	2.00	2.6%
5 <sup>th</sup> following year	1.95	2.2%	1.8	2.3%
Sum of year 6 to 10 <sup>th</sup>	22.83	25.8%	11.16	14.2%

### 38. Segment Information

The operating segment of the company is identified to be "**Manufacturing and trading of Dyes, Chemicals and Pigments**", as the Chief Operating Decision Maker (CODM) reviews business performance at an overall company level as one segment and hence, does not have any additional disclosures to be made under Ind AS 108 Operating Segments.

However, the revenue of the Company from two geographical locations "India" and "rest of world", based on domicile of the customer are as follows:

[₹ in Lakhs]

Description	India	Rest of the world	Total
<b>Revenues</b>			
- Year ended 31 <sup>st</sup> March, 2023	2 190.89	2 345.56	4 536.45
- Year ended 31 <sup>st</sup> March, 2022	3 777.88	1 579.46	5 357.34

# DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

## 39. Related party disclosures

### 1. For the year ended 31st March, 2023

#### (a) Details of Related Parties

Sr. No.	Description of Relationship	Names of Related Parties
1	Key Management Personnel (KMP)	Harin D. Mamlatdarna Apurva Modi Neeraj Shah Kalpesh Patel Gaurav Jani
2	Relatives of KMP	Mansi Talati Asita Mamlatdarna
3	Enterprise over which KMP / Relatives of KMP exercise significant influence through controlling interest (Other Related Party)	Neo Farbe Pvt. Ltd. Prima Chemicals Sujal Dyechem Private Limited

#### (b) Details of transactions with related parties for the year ended 31st March, 2023 in the ordinary course of business:

[₹ in Lakhs]

Sr. No.	Nature of Relationship / Transaction	KMP & Relatives	Enterprise over which KMP and Relatives have significant influence	Total
1	Managerial Remuneration Harin Mamlatdarn Neeraj Shah Apurva Modi	40.19 30.53 3.00	-- -- --	40.19 30.53 3.00
2	Salary Asita Mamlatdarna Mansi Talati Kalpesh Patel Gaurav Jani	5.29 6.25 8.43 2.51	-- -- -- --	5.29 6.25 8.43 2.51
3	Sales Prima Chemicals	--	623.45	623.45
4	Purchase of Material Prima Chemicals Sujal Dyechem Private Limited	-- --	289.64 14.81	289.62 14.81
5	Power, Fuel and Water charges Sujal Dyechem Private Limited	--	0.32	0.32

**DYNAMIC INDUSTRIES LIMITED**

**Notes forming part of the financial statements for the year ended 31st March, 2023**

(c) Amount due to / from related parties as at 31<sup>st</sup> March, 2023

[₹ in Lakhs]

Sr. No.	Nature of Relationship / Transaction	KMP & Relatives	Enterprise over which KMP and Relatives have significant influence	Total
1	Trade Receivables Prima Chemicals	--	118.95	<b>118.95</b>
2	Director's Remuneration Neeraj Shah Apurva Modi Harin Mamlatdarna	1.80 0.25 1.60	-- -- --	<b>1.80</b> <b>0.25</b> <b>1.60</b>
3	Director's Perquisites Harin Mamlatdarna	0.4	--	<b>0.4</b>
4	Salary and Bonus Asita Mamlatdarna Mansi Talati	0.43 0.98	-- --	<b>0.43</b> <b>0.98</b>
5	Trade Payables Prima Chemicals	--	71.51	<b>71.51</b>

**2. Year ended 31<sup>st</sup> March, 2022**

(a) Details of Related Parties

Sr. No.	Description of Relationship	Names of Related Parties
1	Key Management Personnel (KMP)	Harin D. Mamlatdarna Dipakkumar Choksi (upto 15-07-2021) Dinesh Jain (upto 15-07-2021) Apurva Modi (from 15-07-2021) Neeraj Shah (from 15-07-2021) Kalpesh Patel Kunal Chauhan (upto 20-06-2021) Gaurav Jani (from 10-12-2021)
2	Relatives of KMP	Ronak D. Choksi (upto 15-07-2021) Bimal D. Choksi (upto 15-07-2021) Mansi Talati Asita Mamlatdarna
3	Enterprise over which KMP / Relatives of KMP exercise significant influence through controlling interest (Other Related Party)	Ornet Intermediate Pvt. Ltd. (upto 15-07-2021) Neo Farbe Pvt. Ltd. Prima Chemicals (from 15-07-2021) Sujal Dychem Private Limited (from 15-07-2021)

# DYNAMIC INDUSTRIES LIMITED

## Notes forming part of the financial statements for the year ended 31st March, 2023

- (b) Details of transactions with related parties for the year ended 31<sup>st</sup> March, 2022 in the ordinary course of business:

[₹ in Lakhs]

Sr. No.	Nature of Relationship / Transaction	KMP & Relatives	Enterprise over which KMP and Relatives have significant influence	Total
1	Managerial Remuneration Dipakkumar Choksi Dinesh Jain Harin Mamlatdarn Neeraj Shah Apurva Modi	11.97 2.96 39.97 22.06 2.27	-- -- -- -- --	11.97 2.96 39.97 22.06 2.27
2	Salary Ronak Choksi Bimal Choksi Asita Mamlatdama Mansi Talati Kalpesh Patel Kunal Chauhan Gaurav Jani	1.83 1.94 3.23 3.70 8.37 0.25 0.78	-- -- -- -- -- -- --	1.83 1.94 3.23 3.70 8.37 0.25 0.78
3	Sales Ornet Intermediate Pvt. Ltd. Neo Farbe Pvt. Ltd. Prima Chemicals	-- -- --	141.56 1.28 336.36	141.56 1.28 336.36
4	Purchase of Material / MEIS License Neo Farbe Pvt. Ltd. Ornet Intermediate Pvt. Ltd. Prima Chemicals Sujal Dyechem Private Limited	-- -- -- --	0.52 46.33 325.82 5.60	0.52 46.33 325.82 5.60

# DYNAMIC INDUSTRIES LIMITED

## Notes forming part of the financial statements for the year ended 31st March, 2023

(c) Amount due to / from related parties as at 31<sup>st</sup> March, 2022

[₹ in Lakhs]

Sr. No.	Nature of Relationship / Transaction	KMP & Relatives	Enterprise over which KMP and Relatives have significant influence	Total
1	Trade Receivables Prima Chemicals	--	60.95	<b>60.95</b>
2	Director's Remuneration Neeraj Shah Apurva Modi Harin Mamlatdarna	1.70 0.25 2.00	-- -- --	<b>1.70</b> <b>0.25</b> <b>2.00</b>
3	Director's Perquisites Harin Mamlatdarna	0.40	--	<b>0.40</b>
4	Salary and Bonus Asita Mamlatdarna Mansi Talati	0.61 0.69	-- --	<b>0.61</b> <b>0.69</b>
5	Trade Payables Prima Chemicals Sujal Dychem Private Limited	-- --	56.43 6.47	<b>56.43</b> <b>6.47</b>

### 40. Leases

The Company has entered into various Lease Arrangements for "Land" for the purpose of factory building, which are "Non-cancellable" and thus, creates enforceable rights. The Company applied the standard on such Lease Arrangements and recognised the "Right of Use".

Further, the Company, having already paid the upfront Lease rentals / premium at the time of execution of Lease Deed which accounted for almost all the lease payments, does not owe any lease obligations under such lease arrangement and accordingly "Lease obligations" corresponding to "Right of Use" asset are not recognised.

(i) Amounts recognised in the Balance sheet and statement of profit and loss:

Set out below, are the carrying amounts of the Company's right-of-use assets and the movements during the period:

[₹ in lakhs]

Particulars	Right of Use Asset
As at 1 <sup>st</sup> April, 2022	1 557.72
Additions	--
Amortization	(17.60)
Derecognition (net of accumulated amortization)	--
As at 31 <sup>st</sup> March, 2023	1 540.12

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

Set out below, are the amounts recognised in Statement of profit and loss:

[₹ in lakhs]

Particulars	For the year ended 31 <sup>st</sup> March, 2023
Amortization expense of right-of-use assets	17.60
Rent expense - short-term leases and leases of low value assets	--
Total amounts recognised in (profit) or loss	<b>17.60</b>

Set out below, are the carrying amounts of the Company's right-of-use assets and the movements for the financial year 2022:

[₹ in lakhs]

Particulars	Right of Use Asset
As at 1 <sup>st</sup> April, 2021	1 575.32
Additions	--
Amortization	(17.60)
Derecognition	--
As at 31 <sup>st</sup> March, 2022	1 557.72

Set out below, are the amounts recognised in Statement of profit and loss:

[₹ in lakhs]

Particulars	For the year ended 31 <sup>st</sup> March, 2022
Amortization expense of right-of-use assets	17.60
Rent expense - short-term leases and leases of low value assets	--
Total amounts recognised in (profit) or loss	17.60

#### 41. Capital Management

The Company manages its capital to ensure that entities in the Company will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance. The capital structure of the Company consists of net debt (borrowings offset by cash and bank balances) and total equity of the Company.

[₹ in Lakhs]

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
A Loans & Borrowings		
Current	223.73	348.28
Non – current	20.44	5.25
<b>Total :</b>	<b>244.17</b>	<b>353.53</b>
B Cash & Cash equivalent	87.67	61.80
C Net Borrowings (A-B)	156.50	291.73
D As a percentage of total capital	3.15 %	5.84 %
E Total capital (Borrowings and equity)	4 971.10	4 997.16

# DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

## 42. Fair value measurements

### A. Financial instruments by category

[₹ in Lakhs]

Particulars	31 <sup>st</sup> March, 2023			31 <sup>st</sup> March, 2022		
	Amortized cost	FVTPL	FVTOCI	Amortized cost	FVTPL	FVTOCI
<b>Financial Assets</b>						
Investments	--	273.41	--	--	313.82	--
Trade and other receivables	942.52	--	--	1 476.85	--	--
Cash and cash Equivalents	87.67	--	--	61.80	--	--
Other bank balances	71.05	--	--	245.06	--	--
Other financial assets	124.46	--	--	51.52	--	--
<b>Total Financial Assets</b>	<b>1 225.70</b>	<b>273.41</b>	<b>--</b>	<b>1 835.23</b>	<b>313.82</b>	<b>--</b>
<b>Financial Liabilities</b>						
Borrowings	244.17	--	--	353.53	--	--
Trade payables	687.86	--	--	1 080.12	--	--
Other financial liabilities	15.24	--	--	32.46	--	--
<b>Total Financial Liabilities</b>	<b>947.27</b>	<b>--</b>	<b>--</b>	<b>1 466.11</b>	<b>--</b>	<b>--</b>

### Fair value hierarchy

The following section explains the judgments and estimates made in determining the fair values of the financial instruments that are recognized and measured at fair value through profit or loss. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial investments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

### B. Fair value hierarchy for assets

#### Financial assets measured at fair value at 31<sup>st</sup> March, 2023

[₹ in Lakhs]

	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investments				
- Real Estate Funds / Liquid Mutual Fund / Equity shares	62.04	210.56	0.80	<b>273.40</b>

#### Financial assets measured at fair value at 31<sup>st</sup> March, 2022

[₹ in Lakhs]

	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investments				
- Real Estate Funds / Liquid Mutual Fund	90.42	222.04	1.36	<b>313.82</b>

### Notes:

Level 1 hierarchy includes financial instruments measured using quoted prices (unadjusted) in active market for identical assets that the entity can access at the measurement date. This represents mutual funds that have price quoted by the respective mutual fund houses and are valued using the closing Net asset value (NAV).

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

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Level 2 hierarchy includes the fair value of financial instruments measured using quoted prices for identical or similar assets in markets that are not active.

Level 3 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 compound instruments.

There are no transfers between any of these levels during the year. The Company's policy is to recognize transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

#### **C. Valuation techniques used to determine fair value**

Specific valuation techniques used to value financial instruments include:

- (i) The use of quoted market prices or mutual fund houses quotes (NAV) for such instruments. This is included in Level 1

#### **D. Fair value of financial assets and liabilities measured at amortized cost**

The Management has assessed that fair value of loans, trade receivables, cash and cash equivalents, other bank balances, other financial assets and trade payables approximate their carrying amounts largely due to their short-term nature. Difference between carrying amount of Bank deposits, other financial assets, borrowings and other financial liabilities subsequently measured at amortised cost is not significant in each of the years presented.

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

### **43. Financial risk management**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board has established the Audit Committee, which is responsible for developing and monitoring the Company's risk management policies. The Committee holds regular meetings and report to board on its activities.

The Company's risk management policies are established to identify and analyses the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.



## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

This 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 of risk
Credit risk	Cash and cash equivalents, trade receivables, Financial assets measured at amortized cost.	Aging analysis	Diversification of funds to bank deposits, Liquid funds and Regular monitoring of credit limits.
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of surplus cash, committed credit lines and borrowing facilities
Market risk – foreign exchange	Recognized financial assets and liabilities not denominated in Indian rupee ('')	Cash flow forecasting Sensitivity analysis	Regular monitoring to keep the net exposure at an acceptable level, with option of taking Forward Foreign exchange contracts if deemed necessary.
Price Risk	Investments in mutual funds	Credit ratings	Portfolio diversification and regular monitoring

#### (a) Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The company is exposed to the credit risk from its trade receivables, unbilled revenue, investments, cash and cash equivalents, bank deposits and other financial assets. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets.

#### Trade and other receivables

Trade receivables comprise a widespread customer base. Management evaluates credit risk relating to customers on an ongoing basis. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors

For trade receivables, provision is provided by the company as per the below mentioned policy:

**As at 31<sup>st</sup> March, 2023**

Particulars	Gross carrying amount (₹ in Lakhs)	Expected credit losses rate (%)	Expected credit losses (₹ in Lakhs)	Carrying amount of trade receivable (₹ in Lakhs)
<b>Considered Good</b>				
0 - 12 months	943.28	0.09%	0.81	942.47
More than 1 year	0.06	10.00%	0.01	0.05
<b>Total :</b>	<b>943.34</b>		<b>0.82</b>	<b>942.52</b>
<b>Credit Impaired</b>	4.09	100%	4.09	—
<b>Total :</b>	<b>947.44</b>		<b>4.91</b>	<b>942.52</b>

## DYNAMIC INDUSTRIES LIMITED

Notes forming part of the financial statements for the year ended 31st March, 2023

As at 31<sup>st</sup> March, 2022

Particulars	Gross carrying amount (₹ in Lakhs)	Expected credit losses rate (%)	Expected credit losses (₹ in Lakhs)	Carrying amount of trade receivable (₹ in Lakhs)
<b>Considered Good</b>				
0 - 12 months	1 451.30	0.09%	1.36	1 449.94
More than 1 year	29.90	10.00%	2.99	26.91
<b>Total :</b>	<b>1 481.20</b>		<b>4.35</b>	<b>1 476.85</b>
<b>Credit Impaired</b>	4.09	100%	4.09	–
<b>Total :</b>	<b>1 485.29</b>		<b>8.44</b>	<b>1 476.85</b>

### Reconciliation of loss allowance provision

As at 31<sup>st</sup> March, 2023

Trade receivables

(₹ in Lakhs)

Particulars	Amount (₹)
<b>Loss allowance as on 31<sup>st</sup> March, 2022</b>	8.44
Changes in loss allowance including provision for bad debts written back	(3.53)
<b>Loss allowance as on 31<sup>st</sup> March, 2023</b>	4.91

As at 31<sup>st</sup> March, 2022

Trade receivables

(₹ in Lakhs)

Particulars	Amount (₹)
<b>Loss allowance as on 31<sup>st</sup> March, 2021</b>	8.02
Changes in loss allowance	0.42
<b>Loss allowance as on 31<sup>st</sup> March, 2022</b>	8.44

### Cash and Cash Equivalents

Credit risk on cash and cash equivalents and other deposits with banks is limited as the Company generally invests in deposits with banks with high credit ratings assigned by external credit rating agencies; accordingly the Company considers that the related credit risk is low. Impairment on these items is measured on the 12-month expected credit loss basis.

### (b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's treasury maintains flexibility in funding by maintaining liquidity through investments in liquid funds and other committed credit lines. Management monitors rolling forecasts of the group's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

#### Financing arrangements

The working capital position of the Company is given below:

[₹ in Lakhs]

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Cash and cash equivalents	87.67	61.80

#### Liquidity Table

The Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods is given below. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Company may be required to pay.

#### As at 31<sup>st</sup> March, 2023

[₹ in Lakhs]

Financial Liabilities	Payable within 0 to 12 Months	More Than 12 Months	Total
Non-current financial liabilities			
Borrowings	--	20.44	20.44
	--	20.44	20.44
Current financial liabilities			
Borrowings from Banks	223.73	--	223.73
Trade payables	687.86	--	687.87
Other Financial Liability	15.24		15.24
	926.83	--	926.84
Total financial liabilities	926.83	20.44	947.28

#### As at 31<sup>st</sup> March, 2022

[₹ in Lakhs]

Financial Liabilities	Payable within 0 to 12 Months	More Than 12 Months	Total
Non-current financial liabilities			
Borrowings	--	5.25	5.25
	--	5.25	5.25
Current financial liabilities			
Borrowings from Banks	348.28	--	348.28
Trade payables	1 080.12	--	1 080.12
Other Financial Liability	32.46	--	32.46
	1 460.86	--	1 460.86
Total financial liabilities	1 460.86	5.25	1 466.11

#### (c) Market Risk

Market risk is the risk arising from changes in market prices – such as foreign exchange rates and interest rates – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of the investments. Thus, the exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currency.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

#### (i) Currency Risk

The Company is exposed to currency risk on account of foreign currency transactions including recognized assets and liabilities denominated in a currency that is not the Company's functional currency ('), primarily in respect of US\$, and Euro. The Company ensures that the net exposure is kept to an acceptable level and is remain a net foreign exchange earner.

#### Exposure to currency risk

The currency profile of financial assets and financial liabilities are given below:

Particulars	As at 31 <sup>st</sup> March, 2023		As at 31 <sup>st</sup> March, 2022	
	Amount in Lakhs	₹ in Lakhs	Amount in Lakhs	₹ in Lakhs
<b>Financial Assets</b>				
Trade receivables	USD 4.47	366.72	USD 8.80	667.22
<b>Total</b>	4.47	366.72	8.80	667.22
<b>Financial liabilities</b>				
Trade payable	USD 1.12	92.62	USD 1.29	97.65
<b>Total</b>	1.12	92.62	1.29	97.65

#### Sensitivity Analysis

Any change with respect to strengthening (weakening) of the Indian Rupee against various currencies as at 31<sup>st</sup> March, 2022 and 31<sup>st</sup> March, 2023 would have affected the measurement of financial instruments denominated in respective currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates.

[ ₹ in Lakhs]

Particulars	Profit or Loss		Profit or Loss	
	31 <sup>st</sup> March, 2023		31 <sup>st</sup> March, 2022	
	Strengthening	Weakening	Strengthening	Weakening
USD (Increase/decrease by 1%, 31 <sup>st</sup> March, 2022-1%)	2.74	(2.74)	5.70	(5.70)
<b>Total :</b>	2.74	(2.74)	5.70	(5.70)

#### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates and investments

Most of the Company's borrowings are on a floating rate of interest. The Company has exposure to interest rate risk, arising principally on changes in Marginal Cost of Funds based Lending Rate (MCLR). The Company uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like short term credit lines besides internal accruals.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

The exposures of the Company's financial assets / liabilities at the end of the reporting period are as follows:

[ ₹ in Lakhs]

Particulars	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Fixed rate borrowings	0	0
Floating rate borrowings	244.17	353.53
	244.17	353.53

#### Interest rate risk sensitivity:

The below mentioned sensitivity analysis is based on the exposure to interest rates for floating rate borrowings. For this it is assumed that the amount of the floating rate liability outstanding at the end of the reporting period was outstanding for the whole year. If interest rate had been 50 basis points higher or lower, other variables being held constant, following is the impact on profit.

[ ₹ in Lakhs]

Particulars	Year ended 31 <sup>st</sup> March, 2023	Year ended 31 <sup>st</sup> March, 2022
Impact on profit – increase in 50 basis points	1.22	(1.77)
Impact on profit – decrease in 50 basis points	1.22	1.77

#### (iii) Price Risk

##### Exposure

The Company's exposure to securities price risk arises from investments held in mutual funds and classified in the balance sheet at fair value through profit or loss. To manage its price risk arising from such investments, the Company diversifies its portfolio. Further these are all debt base securities for which the exposure is primarily on account of interest rate risk. Quotes (NAV) of these investments are available from the mutual fund houses.

Profit for the year would increase/decrease as a result of gains/losses on these securities classified as at fair value through profit or loss.

#### 44. Other Regulatory Information

##### (a) Title deed of immovable property

The title deed of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) are held in the name of the Company.

##### (b) Revaluation of property, plant and equipments (including right-of-use assets) and intangible assets.

The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible assets during the year.

##### (c) Loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties

The company has not granted any loans to promoters, directors, KMPs and the related parties.

##### (d) Fair Value of Investment Property

The Company does not own any immovable property which is classified as Investment property as at the end of the year.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

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**(e) Capital- work- in progress (CWIP)**

Refer note 6 for detailed disclosure.

**(f) Details of Benami Property held**

The company does not hold any benami property as defined under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made there under.

**(g) Borrowings obtained on the basis of security of current assets**

The Company has been sanctioned working capital limits from banks on the basis of security of current assets. The quarterly returns / statements filed by the Company with such banks are materially in agreement with the books of accounts.

**(h) Wilful Defaulter**

The Company has not been declared Wilful Defaulter by any bank or financial institution or any other lender.

**(i) Relationship with Struck off Companies**

The company does not have transactions with companies struck off under section 248 of the companies act, 2013 or section 560 of the companies act, 1956.

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

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

**(k) Compliance with number of layers of companies**

The Company is in compliance with number of layers of companies in accordance with clause 87 of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

**(l) Approved scheme of arrangements**

The Company has not entered into any scheme of arrangement approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

**(m) Utilization of Borrowed funds and share premium:**

- (a) During the year, no funds have been advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) by the company to any other persons or entities, including foreign entities 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 to or on behalf of the Ultimate Beneficiaries.
- (b) During the year, the company has not received any fund from any persons or entities, 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.

## DYNAMIC INDUSTRIES LIMITED

### Notes forming part of the financial statements for the year ended 31st March, 2023

#### 45. Additional information pursuant to provision of para 5(8) of Part-II of the Companies Act, 2013.

##### (a) Undisclosed Income

The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

##### (b) Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in crypto currency or virtual currency during the financial year.

#### 46. Code on Social Security, 2020

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The company will assess the impact of the Code when it comes into effect and will record any related impact after the Code becomes effective.

#### 47. Due to Micro, Small and Medium Enterprise

[₹ in Lakhs]

Sr. No.	Particulars	2022-2023	2021-2022
1	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	39.40	90.35
2	The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	NIL	NIL
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	NIL	NIL
4	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	NIL	NIL

The company has received confirmation from suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006). The above-mentioned information has been compiled to the extent of responses received by the company from its suppliers with regard to their registration under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006).

#### 48. The company has circulated letters of Balance Confirmation to Sundry Debtors, Sundry Creditors and the parties to whom loans and advances have been granted. Confirmations were received in some cases.



# DYNAMIC INDUSTRIES LIMITED

## Notes forming part of the financial statements for the year ended 31st March, 2023

### 49. Un-hedged Foreign Currency Exposure

The company does not enter into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The company does not enter into any derivative instruments for trading or speculative purposes.

The foreign currency exposure not hedged as at 31st March, 2023 are as under:

[₹ in Lakhs]

Currency	Payable (In Foreign Currency)		Receivable (In Foreign Currency)		Payable (In Indian Rupee)		Receivable (In Indian Rupee)	
	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
USD	1.12	1.29	4.47	8.80	92.62	97.65	366.72	667.22

### 50. Statement of Management

- The non current financial assets, current financial assets and other current assets are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary. There are no contingent liabilities except those stated in the notes.
- Balance Sheet, Statement of Profit and Loss, cash flow statement and change in equity read together with Notes to the accounts thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and financial performance of the Company for the year under review.

- The figures for the previous year have been regrouped / reclassified wherever necessary to make them comparable with the figures for the current year. Figures are rounded off to nearest Lakhs.

As per our attached report of even date.

#### FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W]  
Chartered Accountants

*Sd/-*

**ROHIT K. CHOKSI**  
Partner  
Mem. No. 031103

#### FOR AND ON BEHALF OF THE BOARD

*Sd/-*

**HARIN MAMLATDARNA**  
Chairman & Whole time  
Director  
[DIN : 00536250]

*Sd/-*

**NEERAJ SHAH**  
Managing Director &  
Executive Director  
[DIN : 0005112261]

*Sd/-*

**KALPESH PATEL**  
Chief Financial Officer

*Sd/-*

**ASHNA PAHWA**  
Company Secretary

Place : Ahmedabad  
Date : 25<sup>th</sup> May, 2023

Place : Ahmedabad  
Date : 25<sup>th</sup> May, 2023