

# 2024 44TH ANNUAL REPORT



# PRITIKA AUTO INDUSTRIES LIMITED

“ੴ”  
ਕਿਰਤ ਕਰਨੀ ਸੇਵਾ ਸਨਾਇ॥  
ਏਹੋ ਧਰਮ ਨਿਤ ਨੀਤ ॥

(Fulfilling your duties & responsibilities through work is part of your religious practice)



## Sh. Raminder Singh Nibber

(4<sup>th</sup> August, 1941 - 12<sup>th</sup> March, 2024)

A true “Karamyogi” who truly lived the principle of work is worship. A visionary leader, philanthropist, true mentor and a genuine friend. His wisdom and unwavering commitment nurtured our entity into the thriving force it is today.

He will continue to inspire us with his leadership characterized with compassion, humility, and sincere concern for the well-being of each member of Pritika Family with his resilience and boundless enthusiasm. His legacy motivates us to celebrate and uphold the values he cherished.

“Will be in our hearts forever”

**Board of Directors**

Mr. Harpreet Singh Nibber	Chairman & Managing Director
Mr. Ajay Kumar	Executive Director
Mr. Narinder Kumar Tyagi	Director Finance & CFO
Mr. Yudhisthir Lal Madan	Independent Director
Mr. Aman Tandon	Independent Director
Mrs. Kritika Goyal	Independent Director

**Statutory Auditors**

M/s. Sunil Kumar Gupta & Co.  
Chartered Accountants

**Bankers**

Canara Bank  
ICICI Bank

**Chief Financial Officer**

Mr. Narinder Kumar Tyagi

**Company Secretary**

Mr. Chander Bhan Gupta

**Registrar & Transfer Agents**

Satellite Corporate Services Pvt. Ltd.  
Office no.106 & 107,  
Dattani Plaza, East West Compound,  
Andheri Kurla Road, Safedpul,  
Sakinaka- Mumbai-400072

**Registered Office & Works**

Plot No. C-94, Phase-VII  
Industrial Focal Point  
S.A.S Nagar, Mohali  
Punjab - 160055

**Works**

Vill-Batheri, Tehsil-Haroli  
Tahliwala-Garhshankar  
Road, Distt. Una  
Himachal Pradesh-174301

**Works**

Village Saidomajra  
Post Office Mubarkpur,  
Near Focal Point, Derabassi  
Distt. S.A.S. Nagar, Punjab-140507

**CIN**

L45208PB1980PLC046738

**Website**

[www.pritikaautoindustries.com](http://www.pritikaautoindustries.com)

**E-mail**

[compliance@pritikaautoindustries.com](mailto:compliance@pritikaautoindustries.com)

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## NOTICE

NOTICE IS HEREBY GIVEN THAT THE 44<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF PRITIKA AUTO INDUSTRIES LIMITED WILL BE HELD THROUGH VIDEO CONFERENCING (VC) AND OTHER AUDIO VISUAL MEANS (OAVM) ON WEDNESDAY, 17<sup>TH</sup> JULY, 2024 AT 11.30 A.M. TO TRANSACT FOLLOWING BUSINESS.

### ORDINARY BUSINESS:

#### ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and auditors thereon.

#### ITEM NO. 2 – ADOPTION OF CONSOLIDATED FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the auditors thereon.

#### ITEM NO. 3 - APPOINTMENT OF MR. AJAY KUMAR AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint Mr. Ajay Kumar (DIN: 02929113) as director, who retires by rotation and being eligible, seeks reappointment.

### SPECIAL BUSINESS:

#### ITEM NO. 4 - RATIFICATION OF REMUNERATION OF COST AUDITOR

**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 148 and all other applicable provisions of the Companies Act, 2013, Companies (Cost Records and Audit) Rules 2014 and the Companies (Audit and Auditors) Rules, 2014 (including statutory modifications or re-enactment thereof, for the time being in force), payment of remuneration of Rs. 1,15,000/-and applicable taxes and out of pocket expenses, if any, to M/s. Khushwinder Kumar & Co., Cost Accountants (Registration Number 100123), the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31 March 2025, be and is hereby approved.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**ITEM NO. 5- APPOINTMENT OF MR. NARINDER KUMAR TYAGI (DIN: 00483827) ADDITIONAL DIRECTOR, AS DIRECTOR OF THE COMPANY.**

**To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force), Mr. Narinder Kumar Tyagi (DIN00483827), Chief Financial Officer of the company, who was appointed as an Additional Director by the Board of Directors on 23/04/2024 and holds office as such upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature under section 160 of the Companies Act, 2013 for the office of Director of the company and whose appointment has been recommended by the Nomination and Remuneration Committee and Board of Directors of the company, be and is hereby appointed as Director of the Company, liable to retire by rotation.

**ITEM No. 6- APPOINTMENT OF MR. NARINDER KUMAR TYAGI AS WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION**

**To consider and if thought fit, to pass the following resolution, with or without modifications, as Special Resolution**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (‘the Act’) (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the appointment of Mr. Narinder Kumar Tyagi, (DIN: 00483827), Chief Financial Officer and director of the company, as Whole time director of the Company designated as Director Finance & Chief Financial Officer for a period of three years w.e.f. 17/7/2024 on the remuneration, terms and conditions as mentioned hereunder:

Remuneration:

1. Basic Salary: Rs. 1,74,850/- per month with such annual increment in salary as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.

2. Perquisites: In addition to the Salary as set out above, the Executive Director shall be entitled to the following perquisites and allowances:

a. House Rent Allowance: Rs. 69,940/- p.m. with such annual increase as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.

b. Uniform Allowance Rs. 7,500/- p.m.

c. Other Allowances Rs.8,963/- p.m.

For the purpose of calculating the above perquisites, valuation shall be done as per Income Tax Act and Rules made there under, wherever applicable and in the absence of any such rule, perquisites shall be valued at actual cost.

The appointee will also be entitled for:

- i) Car with driver and telephone facilities for use on company's business.
- ii) Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business.

The appointee will be entitled for the following perquisites which shall not be included in the computation of the ceiling of Managerial Remuneration:

- i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either taken singly or put together are not taxable under Income Tax Act, 1961.
- ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and
- iii) Encashment of leave at the end of the tenure.

Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Narinder Kumar Tyagi, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration by way of salary, perquisites and allowances as specified above.

**RESOLVED FURTHER THAT** in the event of any statutory amendment/ modification of Schedule V, the Board of Directors or a Committee thereof be and is hereby authorized to alter, vary or increase the remuneration of the appointee within such prescribed limits of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** Mr. Narinder Kumar Tyagi will be liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Harpreet Singh Nibber, Managing Director and/or Mr. C B Gupta, Company Secretary of the Company be and is hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals, if any, in relation to the above and to settle all matters arising out of and incidental thereto and to sign, execute and submit deeds, applications, forms, returns, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution.”

#### **ITEM No. 7- APPOINTMENT OF MRS. KRITIKA GOYAL AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

**To consider and if thought fit, to pass the following resolution, with or without modifications, as Special Resolution**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, including any amendment, modification, variation or re-enactment thereof read with Schedule IV to the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof) for the time being in force, Mrs. Kritika Goyal holding DIN: 10594051, who was appointed as an Additional Director of the company w.e.f. 23/04/2024 in the category of Independent Director and in respect of whom the company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Independent Director, be and is hereby appointed as Non Executive Independent Director on the Board of the Company w.e.f 23/04/2024 for a period of three years and that she shall not be liable to retire by rotation.



**RESOLVED FURTHER THAT** pursuant to the provisions of section 149, 197 read with Schedule V and other applicable provisions of the Act and rules made there under, Mrs. Kritika Goyal be paid such fees and remuneration as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Mr. Harpreet Singh Nibber, Managing Director and/or Mr. C B Gupta, Company Secretary of the Company be and are hereby severally authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar of Companies.”

**ITEM NO. 8- RE-APPOINTMENT OF MR. HARPREET SINGH NIBBER (DIN 00239042) AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (‘the Act’) (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the reappointment of Mr. Harpreet Singh Nibber, Director (DIN: 00239042), as Chairman and Managing Director of the Company for a period of 3 years commencing from 01/04/2025 on the remuneration, terms and conditions as mentioned hereunder:

Remuneration:

1. Basic Salary: Rs. 8,06,250/- per month with such annual increment in salary as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.
2. Perquisites: In addition to the Salary as set out above, the Managing Director shall be entitled to the following perquisites and allowances:
  - a. House Rent Allowance Rs. 2,15,000/- p.m. with such annual increase as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.
3. Commission: Mr. Harpreet Singh Nibber shall be entitled for payment of Commission at the rate of 2 % of the Net Profit of the Company as calculated in accordance with the provision of section 198 of the Companies Act, 2013.

For the purpose of calculating the above perquisites, valuation shall be done as per Income Tax Act and Rules made there under, wherever applicable and in the absence of any such rule, perquisites shall be valued at actual cost.

The appointee will also be entitled for:

- i) Car with driver for use on company’s business and telephone facilities at residence. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee.
- ii) Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company’s business.
- iii) Medical/hospitalization expenses as per actual, for self and family. Family defined as spouse and two dependent children.



iv) Business Class Air Fare for self and family twice in a year to any destination and stay in Five Star Hotel. Family defined as spouse and two dependent children.

v) Club Fees: Fees and expenses at clubs subject to a maximum of two clubs. This will not include life membership fees.

vi) Life/health insurance for self and family

The appointee will be entitled for the following perquisites which shall not be included in the computation of the ceiling of Managerial Remuneration:

i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either taken singly or put together are not taxable under Income Tax Act, 1961.

ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and

iii) Encashment of leave at the end of the tenure.

Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Harpreet Singh Nibber, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration by way of salary, perquisites and allowances as specified above.

**RESOLVED FURTHER THAT** in the event of any statutory amendment/ modification of Schedule V, the Board of Directors or a Committee thereof be and is hereby authorized to alter, vary or increase the remuneration of the appointee within such prescribed limits of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** Mr. Harpreet Singh Nibber is also appointed as Chief Executive Officer of the company and will not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any director or the Company Secretary of the Company be and is hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals, if any, in relation to the above and to settle all matters arising out of and incidental thereto and to sign, execute and submit deeds, applications, forms, returns, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution.”

**ITEM NO. 9- RE-APPOINTMENT OF MR. AJAY KUMAR, DIRECTOR (DIN 02929113) AS WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (‘the Act’) (including any statutory modifications, amendments, enactment or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded to the reappointment of Mr. Ajay Kumar (DIN02929113) as Whole Time Director designated as Executive Director of the Company for a period of 3 years commencing from 01/04/2025 on the remuneration, terms and conditions as mentioned hereunder:

**Remuneration:**

1. Basic Salary: Rs.3,15,625 /- per month with such annual increment in salary as may be decided by the Board or any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.

2. Perquisites: In addition to the Salary as set out above, the Executive Director shall be entitled to the following perquisites and allowances:

a. House Rent Allowance Rs.1,26,250/- p.m. with such annual increase as may be decided by the Board or

any Committee thereof, in its absolute discretion from time to time subject to a ceiling of 20% per annum.

b. Uniform Allowance Rs. 7,500/- p.m.

c. Other Allowances Rs.9,500/- p.m.

For the purpose of calculating the above perquisites, valuation shall be done as per Income Tax Act and Rules made there under, wherever applicable and in the absence of any such rule, perquisites shall be valued at actual cost.

The appointee will also be entitled for:

i) Car with driver for use on company's business and telephone facilities at residence. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the appointee.

ii) Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business.

iii) Paid Holidays Tour to any destination once in a year including Air Fare and stay in five star hotel with spouse and two dependent children.

The appointee will be entitled for the following perquisites which shall not be included in the computation of the ceiling of Managerial Remuneration:

i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either taken singly or put together are not taxable under Income Tax Act, 1961.

ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and

iii) Encashment of leave at the end of the tenure.

**Minimum Remuneration:** Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Ajay Kumar, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration by way of salary, perquisites and allowances as specified above.

**RESOLVED FURTHER THAT** in the event of any statutory amendment/ modification of Schedule V, the Board of Directors or a Committee thereof be and is hereby authorized to alter, vary or increase the remuneration of the appointee within such prescribed limits of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** Mr. Ajay Kumar will be liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company be and is hereby severally authorised to take such steps as may be necessary for obtaining necessary approvals, in relation to the above and to settle all matters arising out of and incidental thereto and to sign, execute and submit deeds, applications, forms, returns, documents and writings that may be required, on behalf of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution."

#### **ITEM NO. 10- APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTIONS WITH PRITIKA INDUSTRIES LTD.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Company's policy on Related Party Transactions and pursuant to approval of Audit Committee and Board of Directors dated 15<sup>th</sup> June, 2024, approval of Shareholders be and is hereby accorded for entering

into/continue the agreements /contract(s) /arrangement(s) /transaction(s) with Pritika Industries Ltd. (CIN:U85100PB1997PLC038216), the related party of the company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations 2015, for the Five Financial year i.e. financial year 2025-26 to 2029-30, with relation to i) purchase/sales/availing/providing services; ii) reimbursement of expenses; iii) payment of dividend on investment in securities; iv) taking/giving inter-corporate loans/advances; v) selling/disposing/buying/leasing property of any kind (hereinafter collectively referred to as 'related party transactions') for the Cumulative value of transactions not exceeding Rs.20.00 crore per year, on the terms and conditions mentioned in the explanatory statement, provided herein, however that the contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise and to undertake all such acts, deeds, matters and things to finalize and execute such documents, deeds, agreements, arrangements and writings as may be deemed necessary, proper and desirable in its absolute discretion to give effect to the aforesaid Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any one or more Directors of the Company or any other officer (s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution.”

#### **ITEM NO. 11- APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTIONS WITH PRITIKA ENGINEERING COMPONENTS LTD.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Company's policy on Related Party Transactions and pursuant to approval of Audit Committee and Board of Directors dated 15<sup>th</sup> June, 2024, approval of Shareholders be and is hereby accorded for entering into /continue the agreements /contract(s)/ arrangement(s) /transaction(s) with Pritika Engineering Components Ltd. (CIN:L28999PB2018PLC047462), the related party of the company within the meaning of Section 2(76) of the Companies Act,2013 and Regulation 2(1)(zb) of the Listing Regulations 2015,for the Five Financial years i.e. from Financial Year 2025-26 to 2029-30,with relation to i) purchase and sale of Auto components/parts, castings, scrap; ii) availing/providing services; iii) doing and/or getting done job work; iv) reimbursement of expenses; v) taking/giving inter-corporate loans/advances vi) selling/disposing/buying/leasing property of any kind and vii) payment of dividend on investment in securities; (hereinafter collectively referred to as 'related party transactions')for the Cumulative value of transactions not exceeding Rs. 200.00 crore per year, on the terms and conditions mentioned in the explanatory statement, provided here in, however that the contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise and to undertake all such acts, deeds, matters and things to finalize and execute such documents, deeds, agreements, arrangements and writings as may be deemed necessary, proper and desirable in its absolute discretion to give effect to the aforesaid Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any one or more Directors of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution.”

**ITEM NO. 12- APPROVAL OF THE MATERIAL RELATED PARTY TRANSACTIONS WITH MEETA CASTINGS LTD.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Company's policy on Related Party Transactions and pursuant to approval of Audit Committee and Board of Directors dated 15<sup>th</sup> June, 2024, approval of Shareholders be and is hereby accorded for entering into/continue the agreements/contract(s)/ arrangement(s)/transaction(s) with Meeta Castings Limited (CIN:U27100PB2022PLC055438), the related party of the company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations 2015, for the Five Financial years i.e. from Financial year 2025-26 to 2029-30, with relation to i) purchase and sale of Auto components/parts, castings, scrap; ii) availing/providing services; iii) doing and/or getting done job work; iv) reimbursement of expenses; v) taking/giving inter-corporate loans/advances vi) selling/disposing /buying/leasing property of any kind and vii) payment of dividend on investment in securities; (hereinafter collectively referred to as 'related party transactions') for the Cumulative value of transactions not exceeding Rs. 100.00 crore per year, on the terms and conditions mentioned in the explanatory statement, provided herein, however that the contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise and to undertake all such acts, deeds, matters and things to finalize and execute such documents, deeds, agreements, arrangements and writings as may be deemed necessary, proper and desirable in its absolute discretion to give effect to the aforesaid Resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any one or more Directors of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution.”

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

**Sd/-**

**Harpreet Singh Nibber  
Chairman & Managing Director  
DIN: 00239042**

**Date: 15<sup>th</sup> June, 2024  
Place: Mohali**

## Notes:

- 1) Explanatory statement pursuant to sub-section (1) of Section (102) is annexed to the Notice.
- 2) In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and MCA General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 and the latest being 9/2023 dated 25<sup>th</sup> September, 2023, and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- 3) Pursuant to the Circular No. 14/2020 dated April 08, 2020, and MCA General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs, read with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023, 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 authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- 4) 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.
- 5) 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.
- 6) 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 and Circular No. 02/2021 dated January 13, 2021 and MCA General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 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 NSDL.
- 7) 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 <https://www.pritikaautoindustries.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsd.com](http://www.evoting.nsd.com).
- 8) 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, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021 and MCA General Circular No. 10/2022 dated 28<sup>th</sup> December, 2022 and Circular No. 9/2023 dated 25<sup>th</sup> September, 2023.

9) Members are requested to claim dividends for the year ended 31<sup>st</sup> March, 2018 and 31<sup>st</sup> March, 2019 that remain unclaimed by corresponding with the Registrar and Share Transfer Agents. 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 Companies Act 2013, be transferred to the Investor Education and Protection Fund (IEPF). The detail of Unclaimed Dividend is available on the website of the company at <http://www.pritikaautoindustries.com/investors.html>.

10) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.

11) The members whose bank particulars are not updated with their Depositories are requested to update their details.

12) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM. All documents referred to in the Notice will also be available for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. July 17, 2024.

13) The Register of Members and Share Transfer Register in respect of equity shares of the Company will remain closed from 15<sup>th</sup> day of July 2024 to 17<sup>th</sup> day of July, 2024 (both days inclusive).

14) In furtherance of Green Initiative in Corporate Governance by Ministry of Corporate Affairs, the Shareholders are requested to register their email id with the Company or with the Registrar and Transfer Agents.

15) Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.

16) Members whose shareholding is in the electronic mode are requested to direct change of address notifications and updation of Savings Bank Account details to their respective Depository Participants.

17) Members are requested to kindly notify changes including email address, if any, in their address to the R & T Agent of the Company, Satellite Corporate Services Pvt. Ltd. situated at Office no.106 & 107, Dattani Plaza, East West Compound, Andheri Kurla Road, Safedpul, Sakinaka- Mumbai-400072. Website: [www.satellitecorporate.com](http://www.satellitecorporate.com). Phone no.022-28520461, 022-28520462, e-mail: [info@satellitecorporate.com](mailto:info@satellitecorporate.com).

18) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. The members holding shares in physical form are requested to submit their PAN and Bank Details (copy of PAN Card and original cancelled cheque leaf/attested copy of bank pass book showing name of account holder) to the RTA.

SEBI by amendment to Regulation 40 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 has mandated transfer of securities in dematerialized form only, w.e.f. 01.04.2019. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.

19) Members seeking any information or clarification on the Annual Report are requested to write to the company at least ten days in advance from the date of Annual General Meeting, so as to enable the company to compile the information and provide replies at the meeting.

20) In line with the MCA General Circular No. 20/2020 dated 5/5/2020 and 02/2021 dated 13/1/2021, 02/2022 dated 5/5/2022 and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12/5/2020, SEBI/HO/CFD/CMD 2/CIR/P/2021/11 dated 15/1/2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13/5/2022, SEBI/HO/CFS/PoD-2/P/CIR/2023/4 dated 5/1/2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated 7/10/2023 Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website [www.pritikaautoindustries.com/annual-reports.html](http://www.pritikaautoindustries.com/annual-reports.html) websites of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and NSE Limited at [www.nseindia.com](http://www.nseindia.com), and on the website of NSDL at <https://www.evoting.nsdl.com>. Even after e-communication, members are entitled to receive copy of Notice of AGM and Annual Report 2023-24 in physical form, upon making a request for the same, by post free of cost. The Shareholders may send requests to the Company's investor email id: [compliance@pritikaautoindustries.com](mailto:compliance@pritikaautoindustries.com) for the same.

21) SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE\_ IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://www.pritikaautoindustries.com/smart-odr.html>.

22) As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH- 13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form No. SH-14. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from the Company's website at <https://www.pritikaautoindustries.com/downloads.html>. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the share are held in physical form, quoting their folio no.

### **23) Additional information on director recommended for appointment/reappointment as required under Regulation 36 of the Listing Regulations**

#### **Mr. Narinder Kumar Tyagi**

Mr. Narinder Kumar Tyagi aged 61 years is a qualified Chartered Accountant with 33 years experience in the listed and unlisted companies. He has varied experience in the field of Accounts, Finance, Taxation and Commercial matters. He is also working as CFO of the Company.

Disclosure of relationship between directors inter-se: Mr. Narinder Kumar Tyagi is not related to any director or any other Key Managerial Personnel of the Company.

Mr. Narinder Kumar Tyagi is also Director and CFO of Pritika Engineering Components Ltd. (subsidiary of the company) and Director in Meeta Castings Limited (step subsidiary of the Company).

He has not resigned from any listed entity in the past three years.

He is holding 38,941 equity shares of the Company.



**Mrs. Kritika Goyal**

Mrs. Kritika Goyal (DIN: 10594051) aged 28 years is Qualified Company Secretary with LLB. She is working as Company Secretary with Ducturus Advisory Services Pvt. Ltd. She has more than two years experience in Corporate Sector. She has experience in dealing with Corporate Compliances and procedures.

Disclosure of relationship between directors inter-se: She is not related to any director or Key Managerial Personnel of the Company.

Mrs. Kritika Goyal is Company Secretary in Ducturus Advisory Services Pvt. Ltd (a Private Company). She has not resigned from any listed entity in the past three years.

She is not holding any equity shares of the Company.

**Mr. Harpreet Singh Nibber**

Mr. Harpreet Singh Nibber aged 52 years, is a B.E in Mechanical Engineering with more than 28 years experience in industry. He has been associated with the company since 2017 and is looking after all the functional areas. He is one of the promoters of the company. The continuance of Mr. Harpreet Singh Nibber on the board of Directors of the Company is essential considering his long standing experience and contribution in the progress of the company and as such he is pivotal to the establishment of the company.

Disclosure of relationship between directors inter-se: He is not related to any director or Key Managerial Personnel of the Company.

Mr. Harpreet Singh Nibber is also Managing Director in Pritika Engineering Components Limited (a Listed Company) subsidiary of the company, Director in Pritika Industries Limited (Promoter of the company) and Director in Meeta Castings Limited (step down subsidiary of the Company) and is also holding membership of committees of the board. He has not resigned from any listed entity in the past three years.

He is holding 7,65,65,476 equity shares of the Company.

**Mr. Ajay Kumar**

Mr. Ajay Kumar aged 50 years, is a young B.E. with M.B.A. He has about 29 years experience in industry. He is associated with the group for the last 24 years and is looking after all the functional areas. He has extensive knowledge of company's operations and possesses rich experience and expertise in production & marketing. He is an approved Internal Auditor for ISO.

Disclosure of relationship between directors inter-se: He is not related to any director or Key Managerial Personnel of the Company.

Mr. Ajay Kumar is Non Executive Director in Pritika Engineering Components Limited (a listed Company) subsidiary of the company. He is an Additional Director in Meeta Castings Limited ( step subsidiary of the company). He is director in Pritika Industries Ltd. (promoter of the company). He also holds membership of committees of the board. He has not resigned from any listed entity in the past three years.

He is holding 18,512 equity shares of the Company.

**24) THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

The remote e-voting period begins on Saturday, the 13<sup>th</sup> July, 2024 at 9:00 A.M. and ends on Tuesday, the 16<sup>th</sup> July, 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 10<sup>th</sup> July, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 10<sup>th</sup> July, 2024.

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

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





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

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

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

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

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider 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 you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining meeting &amp; voting during the meeting.</li><li>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li></ol>

	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p><b>App Store</b></p> </div> <div style="text-align: center;">  <p><b>Google Play</b></p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After ensuring your password, tick on Agree to “Terms and Conditions” by selecting on check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-voting will open.

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

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

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

#### **General Guidelines for shareholders**

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

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [compliance@pratikaautoindustries.com](mailto:compliance@pratikaautoindustries.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [compliance@pratikaautoindustries.com](mailto:compliance@pratikaautoindustries.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.



3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [compliance@pratikaautoindustries.com](mailto:compliance@pratikaautoindustries.com). The same will be replied by the company suitably.
6. The equity shareholders who would like to express their views or ask questions during the Meeting may register themselves as speakers by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at [compliance@pratikaautoindustries.com](mailto:compliance@pratikaautoindustries.com) by Saturday, July 13, 2024 (5:00 p.m. IST). A Member who has registered as a speaker will only be allowed to express views/ask questions during the Meeting. The Chairperson reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the Meeting.

**Please note the following:**

Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 10<sup>th</sup> July, 2024, may obtain the login ID and password by sending a request at [compliance@pratikaautoindustries.com](mailto:compliance@pratikaautoindustries.com) or [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [info@satellitecorporate.com](mailto:info@satellitecorporate.com).

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

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. 10<sup>th</sup> July, 2024, shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

Mr. Sushil K Sikka, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinise the e voting process in a fair and transparent manner.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

The results alongwith the Scrutinizers Report shall be placed on the website of the Company and shall be communicated to Stock Exchanges where the shares of the Company are listed within two working days of the conclusion of the Annual General Meeting.

**Date: 15<sup>th</sup> June, 2024**  
**Place: Mohali**

**For and on behalf of the Board of Directors**  
**Sd/-**  
**Harpreet Singh Nibber**  
**Chairman & Managing Director**  
**DIN: 00239042**



## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **Item No. 4**

#### **Ratification of remuneration of Cost Auditor**

The Board, on the recommendation of the Audit Committee, has approved the re appointment of M/s. Khushwinder Kumar & Co., Cost Accountants as Cost Auditor of the Company for the financial year ending on 31 March 2025, to conduct audit of cost accounting records of the Company as may be required for cost audit under the Companies Act, 2013, and Rules made there under, at a remuneration of Rs. 1,15,000/-, and applicable taxes and out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to the Cost Auditor is required to be ratified by the shareholders of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in the Notice for ratification of the remuneration payable to the Cost Auditors. None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution. The Board has recommended the approval of said item by the members of the company by Ordinary Resolution.

### **Item No. 5 & 6**

#### **Appointment of Mr. Narinder Kumar Tyagi (DIN: 00483827) Additional Director, as director and as Whole Time director of the Company and payment of remuneration**

To meet the composition of the Board of Directors in accordance with the Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 after demise of Mr. Raminder Singh Nibber, Director of the company, the Board of Directors on recommendation of Nomination and Remuneration Committee and pursuant to the provisions of section 161 and other applicable provisions of the Companies Act, 2013 has appointed Mr. Narinder Kumar Tyagi, CFO of the company as an Additional Director of the company.

Pursuant to the provisions of section 161 of the Companies Act, 2013 Mr. Narinder Kumar Tyagi will hold office till the date of the AGM and is eligible for appointment as Director of the company. The company has received a notice in writing under section 160 of the Companies Act, 2013 from a member of the company proposing his candidature for the office of Director of the Company.

On the recommendation of the Nomination & Remuneration Committee and subject to approval of the members of the company the board has appointed Mr. Narinder Kumar Tyagi, Chief Financial Officer of the Company as Whole time Director of the company designated as Director Finance and Chief Financial Officer for a period of three years w.e.f. 17/07/2024 on the terms, conditions and remuneration as set out in the proposed resolution.

Mr. Narinder Kumar Tyagi is not disqualified from being appointed as director in terms of section 164 of the Act and has given his consent to act as Director of the company. In the opinion of the Board Mr. Narinder Kumar Tyagi fulfills the conditions specified in the Companies Act, 2013 and Listing Regulations for appointment as Whole Time Director.

Mr. Narinder Kumar Tyagi aged 61 years is a qualified Chartered Accountant with 33 years experience in the listed and unlisted companies. He has varied experience in the field of Accounts, Finance, Taxation and Commercial matters. He is working as CFO of the Company.

Except Mr. Narinder Kumar Tyagi who is also working as CFO (Key Managerial Personnel), the appointee, none of the Directors and other Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution

The Board of Directors recommends the resolution at Item No. 5&6 of this Notice for your approval by Ordinary Resolution and Special Resolution, respectively in the interest of the company.

## Item No. 7

### **Appointment of Mrs. Kritika Goyal as an Independent Director of the company**

Based on recommendation of Nomination and Remuneration Committee, to fill the vacancy created after completion of second term of Mrs. Neha, Independent Director, the Board of Directors pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, read with Schedule IV to the Companies Act, 2013 has appointed Mrs. Kritika Goyal as an Additional Director in the category of Independent Director of the company to hold the office for a period of three years w.e.f. 23/04/2024, not liable to retire by rotation, subject to the approval of the members of the company at the ensuing Annual General Meeting.

As an Additional Director Mrs. Kritika Goyal will hold office till the date of the AGM and is eligible for being appointed as an Independent Director. The company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Independent Director on the Board of the Company.

The company has also received a declaration from Mrs. Kritika Goyal confirming that she meets the criteria of independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Kritika Goyal is also not disqualified from being appointed as director in terms of section 164 of the Act and has given her consent to act as Director of the company. In the opinion of the Board Mrs. Kritika Goyal fulfills the conditions specified in the Companies Act, 2013 and Listing Regulations for appointment as Independent Director and she is independent of the management.

Mrs. Kritika Goyal (DIN: 10594051) aged 28 years is Qualified Company Secretary with LLB. She is working as Company Secretary with Ducturus Advisory Services Pvt. Ltd. She has more than two years experience in Corporate Sector. She has experience in dealing with Corporate Compliances and procedures.

Except Mrs. Kritika Goyal, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the resolution at Item No. 7 of this Notice for your approval by Special Resolution in the interest of the company.

## Item No. 8

### **Re-Appointment of Mr. Harpreet Singh Nibber (DIN 00239042) as Chairman and Managing Director of the Company and payment of Remuneration**

Mr. Harpreet Singh Nibber (DIN: 00239042), was appointed as Managing Director of the Company on the payment of remuneration and terms & conditions as approved by the members of the company by passing Special Resolution in the Annual General Meeting held on 29/09/2021 for a period of three years w.e.f. 01/04/2022. His term will expire on 31/3/2025.

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company subject to approval by the shareholders of the company by Special Resolution, has reappointed him as Chairman and Managing Director for a period of three years w.e.f. 01/04/2025 on the remuneration, terms & conditions contained in the resolution.

Mr. Harpreet Singh Nibber aged 52 years, isa B.E in Mechanical Engineering with more than 28 years experience in industry. He has been associated with the company since 2017 and is looking after all the functional areas. He is one of the promoters of the company. The continuance of Mr. Harpreet Singh Nibber on the board of Directors of the Company is essential considering his long standing experience and contribution in the progress of the company and as such he is pivotal to the establishment of the company. He will not be liable to retire by rotation. Mr. Harpreet Singh Nibber is also director in Pritika Industries Ltd., and Meeta Castings Ltd. and Managing Director of Pritika Engineering Components Ltd.

Except Mr. Harpreet Singh Nibber, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution. Relatives of Mr. Harpreet Singh Nibber may also be deemed to be interested in the resolution.

The Board recommends the special resolution set for that Item No. 8 of the Notice for the approval of the members. The above be also considered as disclosure under the provisions of the Companies Act, 2013.

#### **Item No. 9**

#### **Re-Appointment of Mr. Ajay Kumar, Director (DIN 02929113) as Whole Time Director of the Company and payment of Remuneration**

Mr. Ajay Kumar, Director (DIN 02929113) was appointed as Whole Time Director of the Company on the payment of remuneration and terms & conditions as approved by the members of the company by passing Special Resolution in the Annual General Meeting held on 29/09/2021 for a period of three years w.e.f 01/04/2022. His term will expire on 31/3/2025.

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company subject to approval by the shareholders of the company by Special Resolution, has reappointed him as Whole Time for a period of three years w.e.f. 01/04/2025 on the remuneration, terms & conditions contained in the resolution.

Mr. Ajay Kumar aged 50 years, is a young B.E with M.B.A. He has about 29 years experience in industry. He has been associated with the company since 2017 and is looking after all the functional areas. In view of his involvement and his extensive knowledge of Company's operations and rich experience and expertise in production & marketing, it is proposed to reappoint him Whole Time Director designated as Executive Director and to pay him remuneration as per details in resolution. He will be liable to retire by rotation. Mr. Ajay Kumar is also director in Pritika Industries Ltd, Pritika Engineering Components Ltd. and Meeta Castings Ltd.

Except Mr. Ajay Kumar, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the special resolution set for that Item No. 9 of the Notice for the approval of the members. The above be also considered as disclosure under the provisions of the Companies Act, 2013.

#### **ITEM NO. 10,11& 12**

Pritika Industries Ltd., Pritika Engineering Components Ltd. and Meeta Castings Ltd. are 'related party' of the company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015"), hence the contracts, agreements, arrangements and transactions between Pritika Auto Industries Ltd. with Pritika Industries Ltd., Pritika Engineering Components Ltd. and Meeta Castings Ltd. fall under the category of a related party transaction of the Company in terms of the provisions of Section 188 of the Companies Act, 2013, rules framed there under and Regulation 23 of the Listing Regulations, 2015.

In accordance with the Explanation to Regulation 23(1) of the Listing Regulations, 2015, a transaction with a related party is considered as material, if the transaction(s) to be entered into individually or taken together with previous transactions during a Financial year, exceeds ten percent of the annual consolidated turnover of the company as per the last audited Financial statements of the company. The Company had entered into Agreement for related party transactions with Pritika Industries Ltd. and Pritika Engineering Components Ltd. and Meeta Castings Ltd. for a period of one year w.e.f. 1st April, 2024.

The Audit Committee and the Board of Directors of the Company at their meeting held on 15<sup>th</sup> June, 2024, subject to approval by the members of the company, have approved entering into the related party contracts, agreements, arrangements and transactions for a period of five years i.e. from Financial year

2025-26 to Financial year 2029-30 as more particularly described in table below. It is envisaged that considering the threshold limits prescribed under the Listing Regulations, 2015 and the policy on material related party transactions as adopted by the Company, the related party transactions with Pritika Industries Ltd., Pritika Engineering Components Ltd. and Meeta Castings Ltd. maybe classified as material and may require approval of the members.

**The key details pursuant to Explanation 3 to clause 3 of Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 are as below:**

**Item No.10**

Sr. No.	Particulars	Details
1	Name of the Related Party	Pritika Industries Ltd. (PIL)
2	Name of the Director or KMP who is related	Mr. Harpreet Singh Nibber and Mr. Ajay Kumar, directors
3	Nature of Relationship	Mr. Harpreet Singh Nibber and Mr. Ajay Kumar, directors of company are also director and member of PIL. The Company is an Associate of PIL
4	Nature, material terms, monetary value and particulars of contract or arrangements of Services/ transactions	Nature of transactions: i) Purchase/sale/availing/providing services ii) reimbursement of expenses iii) payment of dividend on investment in securities iv) taking/giving inter-corporate loans/advances v) selling/disposing/buying/leasing property of any kind Duration: Five years (01/04/2025 to 31/03/2030) The cumulative value of all transactions with PIL shall not exceed Rs. 20.00 crore per year. Terms: Consideration for each of the transactions shall be determined mutually between the parties, depending on the process and product involved and shall be at an arm's length basis considering prevalent market conditions.
5	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of contract	The pricing/ commercial terms will be determined based on the transactions with unrelated parties for similar nature of transaction, if any. The prices/commercial terms will be determined on arm's length basis.
6	Any other information relevant or important for the members to take a decision on the proposed transaction.	The company is an Associate of Pritika Industries Ltd.

**Item No. 11**

Sr. No.	Particulars	Details
1	Name of the Related Party	Pritika Engineering Components Ltd. (PECL)
2	Name of the Director or KMP who is related	Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, directors
3	Nature of Relationship	Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, directors of company are also director of PECL. PECL is material subsidiary of the company

4	Nature, material terms, monetary value and particulars of contract or arrangements of Services/ transactions	Nature of transactions: i) purchase and sale of Auto components/ parts, castings, scrap ii) availing/providing services iii) doing and/or getting done job work etc iv) reimbursement of expenses v) taking/giving inter-corporate loans/advances vi) selling/disposing/buying/leasing property of any kind vii) payment of dividend on investment in securities Duration: Fiveyears (01/04/2025 to 31/03/2030) The cumulative value of all transactions with PECL shall not exceed Rs. 200.00 crore per year. Terms: Consideration for each of the transactions shall be determined mutually between the parties, depending on the process and product involved and shall be at an arm's length basis considering prevalent market conditions.
5	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of contract	The pricing/ commercial terms will be determined based on the transactions with unrelated parties for similar nature of transaction, if any. The prices/commercial terms will be determined on arm's length basis.
6	Any other information relevant or important for the members to take a decision on the proposed transaction.	Pritika Engineering Components Ltd. is material subsidiary of the company.

**Item No. 12**

Sr. No.	Particulars	Details
1	Name of the Related Party	Meeta Castings Ltd. (MCL)
2	Name of the Director or KMP who is related	Mr. Harpreet Singh Nibber, Mr. Narinder Kumar Tyagi and Mr. Ajay Kumar, directors
3	Nature of Relationship	Mr. Harpreet Singh Nibber, Mr. Narinder Kumar Tyagi and Mr. Ajay Kumar directors of company are also director of MCL. MCL is Step down subsidiary of the company
4	Nature, material terms, monetary value and particulars of contract or arrangements of Services/ transactions	Nature of transactions: i) purchase and sale of Auto components/ parts, castings, scrap ii) availing/providing services iii) doing and/or getting done job work etc iv) reimbursement of expenses v) taking/giving inter-corporate loans/advances vi) selling/disposing/buying/leasing property of any kind vii) payment of dividend on investment in securities Duration: Five years (01/04/2025 to 31/03/2030) The cumulative value of all transactions with MCL shall not exceed Rs. 100.00 crore per year. Terms: Consideration for each of the transactions shall be determined mutually between the parties, depending on the process and product involved and shall be at an arm's length basis considering prevalent market conditions.
5	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of contract	The pricing/ commercial terms will be determined based on the transactions with unrelated parties for similar nature of transaction, if any. The prices/commercial terms will be determined on arm's length basis.
6	Any other information relevant or important for the members to take a decision on the proposed transaction.	Meeta Castings Limited step down subsidiary of the company.

The contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business. No advances have been paid for the said transactions as

of now. However if required in future, the advance will be paid as per industry norms, customs and usages. Further all the factors of the contract have been considered.

Pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all entities falling under the definition "Related Party" shall not vote to approve the resolution proposed at item no. 10,11 and 12of the notice, irrespective of whether the entity is a party to the particular transaction or not. Accordingly, the promoters and promoter group will not vote to approve the proposed resolutions.

Mr. Harpreet Singh Nibber together with their relatives hold in aggregate 7,93,69,450 Equity shares and M/s Pritika Industries Limited holds 2,54,99,057 Equity shares of the company and being promoters are concerned or interested in the above resolutions to this notice.

Except Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, none of the Directors and Key Managerial persons of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No 10, 11 and 12.

The Board has recommended Ordinary Resolutions at Item no. 10, 11 and 12 for approval by the Members.

**Date: 15<sup>th</sup> June, 2024**  
**Place: Mohali**

**For and on behalf of the Board of Directors**  
**Sd/-**  
**Harpreet Singh Nibber**  
**Chairman & Managing Director**  
**DIN: 00239042**

**THE INFORMATION REQUIRED UNDER SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 IN CASE OF SPECIAL RESOLUTIONS AT ITEM No. 6,8,9 ARE AS FOLLOWS**

<b>I</b>	<b>General Information</b>													
<b>1</b>	<b>Nature of industry</b>	The company is engaged in manufacturing and selling of parts and components for Tractor Industry.												
<b>2</b>	<b>Date of commencement of business</b>	The Company commenced business in April, 1980												
<b>3</b>	<b>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</b>	NA												
<b>4</b>	<b>Financial performance based on given indicators</b>	The Financial performance based on given indicators for the year ended 31/03/2024 is as follows: Amount (Rs. in lacs) <table style="width: 100%; border-collapse: collapse;"> <tr> <td></td> <td style="text-align: center;">Consolidated</td> <td style="text-align: center;">Standalone</td> </tr> <tr> <td>Turnover</td> <td style="text-align: right;">34209.34</td> <td style="text-align: right;">34071.63</td> </tr> <tr> <td>Net Profit (before tax)</td> <td style="text-align: right;">2259.24</td> <td style="text-align: right;">1809.64</td> </tr> <tr> <td>EPS (in Rs.)</td> <td style="text-align: right;">1.18</td> <td style="text-align: right;">1.26</td> </tr> </table>		Consolidated	Standalone	Turnover	34209.34	34071.63	Net Profit (before tax)	2259.24	1809.64	EPS (in Rs.)	1.18	1.26
	Consolidated	Standalone												
Turnover	34209.34	34071.63												
Net Profit (before tax)	2259.24	1809.64												
EPS (in Rs.)	1.18	1.26												
<b>5</b>	<b>Foreign investments or collaborators, if any</b>	The company does not have any foreign collaborations. Foreign investors (Shareholders) mainly comprise of NRIs holding 4.91% and FPIs holding 4.12% of total shareholding as on 31/03/2024.												

<b>II</b>	<b><u>Information about the appointee</u></b>			
<b>1</b>	<b>Name and Designation of the Director</b>	Mr. Harpreet Singh Nibber Chairman & Managing Director	Mr. Narinder Kumar Tyagi Whole-Time Director	Mr. Ajay Kumar Whole-Time Director
<b>2</b>	<b>Background details</b>	Mr. Harpreet Singh Nibber - aged 52 years, is a young B.E. in Mechanical Engineering having more than 28 years of experience in the industry. He has been trained for Production Management & Business Planning Programme at AOTS, OSAKA, Japan and has participated in Management programme for Entrepreneurs by Nadathur S. Raghavan Center for Entrepreneurial Learning (NSRCEL), January, 2009.	Mr. Narinder Kumar Tyagi aged 61 years is a qualified Chartered Accountant with 33 years experience in the listed and unlisted companies. He has varied experience in the field of Accounts, Finance, Taxation and Commercial matters. He is working as CFO of the Company.	Mr. Ajay Kumar- aged 50 years is a Mechanical Engineer with MBA. He has about 29 years experience in the industry. He is an approved Internal Auditor for ISO. He has been associated with the company since 2017. He is looking after functional areas of production, marketing and growth strategy of the company.
<b>3</b>	<b>Past remuneration paid</b>	Basic Salary Rs. 8,06,250 p.m HRA Rs. 2,15,000/- p.m. The appointee is also entitled to other perks, perquisites and benefits as per details given in the resolution.	Basic Salary Rs. 1,74,850/- p.m. HRA Rs. 69,940/- p.m. Uniform Allowance: Rs. 7,500/- p.m. Other Allowances: Rs. 8,963/- p.m	Basic Salary Rs. 3,15,625 p.m HRA Rs.1,26,250 p.m. Uniform Allowance Rs. 7,500 p.m. Other Allowances Rs. 9,500 p.m. The appointee is also entitled to other perks,



				perquisites and benefits as per details given in the resolution.
4	<b>Recognition or awards</b>	He has been awarded Excellence in Quality Award at Enterprise 2001 at IETF in Delhi conducted by CII and bagged a display award in "Made in Punjab Show", Toronto, Canada.	He has passed NISM Series V-A: Mutual Fund Distributors Certification Examination from National Institute of Securities Market (2011) and also is Direct Broker as per regulation 9(F)(iii) of IRDA(Insurance Brokers) Regulations 2002 by National Insurance Academy.	He is an approved Internal Auditor for ISO.
5	<b>Job profile and his suitability</b>	<p>As Chairman &amp; Managing Director of the company, Mr. Harpreet Singh Nibber is responsible for the overall performance of the company. He has been instrumental in giving direction to the entire team of the company and has been responsible for monitoring their performance on regular basis. He is actively involved with the functional areas of production, marketing and growth strategy of the company. He has more than 28 year experience in industry. He is promoter and associated with the company since the year 2017.</p> <p>Keeping in view of his contribution to the Company, his qualification and experience, the Board considers his re-appointment to be in the best interests of the Company.</p>	<p>He is Chief Financial Officer of the Company. He is a qualified Chartered Accountant with 33 years experience in the listed and unlisted companies. He has varied experience in the field of Accounts, Finance, Taxation and Commercial matters. He is associated with the company for the last more than five years.</p> <p>As whole time director he will be responsible for Accounting, Financial, Taxation and Commercial affairs of the Company.</p> <p>Keeping in view of his contribution to the Company, his qualification and experience, the Board considers his appointment as whole time director to be in the best interests of the Company.</p>	<p>As whole time director he will be responsible for handling production, quality and marketing.</p> <p>He has about 29 years of experience in various engineering industries and has been associated with Pritika Group for the last 24 years.</p> <p>Keeping in view of his contribution to the Company, his qualification and experience, the Board considers his re-appointment as whole time director to be in the best interests of the Company.</p>
6	<b>Remuneration proposed</b>	Salary Rs. 8,06,250/- per month. HRA Rs. 215000/- per month. Commission: 2% of net profit of the Company calculated in accordance with the provisions of Section 198 of Companies Act, 2013 and Perquisites. For perquisites details, please refer Resolution No. 8 of the notice.	Salary Rs. 1,74,850/- per month. HRA Rs.69,940/- per month. Allowances Rs. 16,463/- p.m. and Perquisites. For perquisites details, please refer Resolution No. 6 of the notice.	Salary Rs. 3,15,625/- per month. HRA Rs.126250/- per month. Allowances Rs. 17,000 p.m. and Perquisites. For perquisites details, please refer Resolution No. 9 of the notice.
7	<b>Comparative remuneration with respect to</b>	Taking into consideration of the size of company, profile of Mr. Harpreet Singh Nibber and the	Taking into consideration of the size of company, profile of Mr. Narinder Kumar	Taking into consideration of the size of company, profile of Mr. Ajay Kumar and

	<b>industry, size of company, profile of the position and person</b>	responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to the managerial persons in other companies in the industry.	Tyagi and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to the managerial persons in other companies in the industry.	the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to the managerial persons in other companies in the industry.
8	<b>Pecuniary Relationship with the Company and Other Managerial Person or director in the Company</b>	Besides the remuneration proposed, he also holds 7,65,65,476 equity shares of the company.  Mr. Harpreet Singh Nibber is not related to any other Director and Key Managerial Personnel of the Company.	Besides the remuneration proposed, he also holds 38,941 equity shares of the company.  Mr. Narinder Kumar Tyagi is also CFO (Key Managerial Personnel) of the Company. He is not related to any director or any other Key Managerial Personnel of the Company.	Besides the remuneration proposed, he also holds 18,512 equity shares of the company.  Mr. Ajay Kumar is not related to any other Director and Key Managerial Personnel of the Company.

<b>III.</b>	<b>Other Information</b>	
1	<b>Reasons of loss or inadequate profits</b>	The Company does not envisage any loss or inadequate profits. Since the company is engaged in a labour intensive sector and is susceptible to raw material fluctuation and challenging business environment, this may affect the profitability of the Company in future. The Company proposes to obtain approval of Members as an abundant caution in case the profits are insufficient to pay the managerial remuneration as above.
2	<b>Steps taken or proposed to be taken for improvement</b>	The business model of Pritika has been centred around automotive and tractor components for OEM manufacturers. The company believes that it is well positioned to capture significant growth opportunities and profitability. The company has taken following steps: -Extensive reach and market share -Strong marketing -Strong distribution and high connectivity -State of art technology and infrastructure -To control cost and wastage -To increase capacity utilization and scale of operation
3	<b>Expected increase in productivity and profits in measurable term`</b>	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

## Chairman's Message to Shareholders

Dear Shareholders,

I would like to begin by dedicating this address to the earlier Chairman and my father, Shri R. S. Nibber as he left us by crossing over from this mortal world to attain moksha and merge with the almighty. He served this Company with unwavering dedication and vision for over five decades. His leadership has been instrumental in guiding our company through challenges and triumphs alike, leaving an indelible mark on our organization and its culture.

This is my maiden address to dear shareholders and I seek similar love, support and guidance from dear shareholders to take your Company forward.

On this note, I would like to present the annual report for Pritika Auto Industries Limited for the fiscal year ended March 31, 2024.

FY24 was a year of strategic growth and notable achievements for Pritika Auto Industries Ltd. Despite challenges in the tractor market and broader economic uncertainties, we demonstrated our commitment to operational excellence and innovation.

Throughout the year, we focused on our strengths and strategic initiatives to drive sustainable growth and value creation for our shareholders.

We improved our operational efficiency significantly, which led to higher gross profit and better margins. This was achieved through better resource allocation, process optimization, and reduced wastage.

During the year, we secured certain exports orders that, though not substantial in terms of value, but do enable us to gain greater confidence in expanding our reach in non-tractor export segment.

We also commenced commercial production at our new plant in Punjab, consolidating our market position. Our focus on higher weight products that command better prices in the market has been instrumental in boosting our top-line performance.

The successful completion of the demerger and vesting of the "Automotive/Tractor/Engineering Components Business Undertaking" from Pritika Industries Limited to Pritika Auto Industries Limited has significantly enhanced our operational focus and marked a pivotal moment for our growth.

We continued to invest in research and development, capacity expansion, and innovative technologies to meet evolving customer needs. Our commitment to sustainability was evident in our efforts to reduce our carbon footprint and minimize waste.

We maintained strong partnerships with leading Original Equipment Manufacturers (OEMs), reflecting our dedication to quality and reliable service.

Looking ahead, we are well positioned to capitalize on future opportunities as market conditions improve. We anticipate further enhancements in our margins and profitability, driven by our focus on operational excellence and customer satisfaction.

I extend my heartfelt gratitude to our employees, customers, suppliers, and shareholders for their continued support and dedication. Together, we have achieved remarkable milestones and are poised for continued success and growth.

Warm regards,

Harpreet Singh Nibber  
Chairman

## DIRECTOR'S REPORT

Dear Shareholders,

The Directors have pleasure in presenting their 44<sup>th</sup> Annual Report on the business and operations together with the Audited Statement of Accounts of the Company for the year ended 31<sup>st</sup> March, 2024.

### 1. FINANCIAL RESULTS

The Financial results are briefly indicated below:

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	*2023-24	2022-23	*2023-24	2022-23
Revenue from operations (net)	34071.63	31299.59	34209.34	36203.45
Other Income	214.91	208.68	162.11	120.07
Profit before Interest, Depreciation and Tax (PBIDT)	4318.21	3332.22	5409.75	4273.21
Interest	1159.74	662.15	1478.36	925.21
Profit before Depreciation and Tax (PBIT)	3158.47	2670.07	3931.39	3348.00
Depreciation	1348.83	911.63	1672.15	1190.70
Profit before Tax Expenses	1809.64	1758.44	2259.24	2157.30
Tax Expenses	461.19	516.02	574.05	587.87
Profit after Tax	1348.45	1242.42	1685.19	1569.43
Other Comprehensive Income	3658.93	735.75	(175.35)	(18.44)
Total Comprehensive Income	5007.38	1978.17	1509.84	1550.99
EPS- Basic	1.26	1.40	1.18	1.77
Diluted	1.19	1.40	1.11	1.77

\*The figures for the year ended 31/03/2024 had been arrived after giving effect of the figures of Demerged undertaking of Pritika Industries Limited. Hence, these figures are not comparable with figures from previous year ended i.e. 31/03/2023.

The Standalone Revenue from the operations (net) for the Financial Year 2023-24 was Rs. 34071.63 lac (Previous year Rs. 31299.59 lac). The company earned Net Profit of Rs.1348.45 lac (Previous Year Rs. 1242.42 lac).The Total Comprehensive Income for the year was Rs. 5007.38 lac (Previous Year Rs. 1978.17 lac).

The Consolidated Revenue from the operations (net) for the Financial Year 2023-24 was Rs. 34209.34lac (Previous Year Rs. 36203.45 lac). The company earned Consolidated Net Profit Rs. 1685.19 lac (Previous Year Rs.1569.43 lac). The Consolidated Total Comprehensive Income for the year was Rs. 1509.84lac (Previous Year Rs 1550.99 lac).

There was no change in the nature of business of the company during the year.

### 2. INDUSTRIAL SCENARIO

The Indian tractor industry stands as a significant pillar in the country's agricultural landscape, poised for steady growth and innovation in the coming years. With a robust market estimation of USD 2.37 billion in 2024, expected to climb to USD 3.13 billion by 2029 at a CAGR of 5.80%, the sector is witnessing positive trends driven by various factors. The demand surge for agricultural machinery, particularly tractors, can be attributed to several stimuli such as higher Kharif sowing, favorable monsoon conditions, increased rural spending by the government, and exemptions from lockdown restrictions.

The tractor industry has ended the fiscal FY24 with an 8 per cent decline in domestic sales after reporting peak volumes in the previous fiscal. Though tractor exports fell 22 per cent in FY24, the March quarter signalled a rebound with positive growth in shipments.[Source](<https://www.thehindubusinessline.com/economy/agri-business/domestic-tractor-sales-fall-8-in-fy24-on-el-nino-impact/article68058563.ece>). ICRA estimates the industry volumes to grow at a modest pace in FY2025, aided by expectation of an above normal monsoon and consequent favourable impact of the same on farm cash flows.

India's tractor market, one of the largest globally, witnesses dominance by indigenous OEMs like Mahindra & Mahindra Limited, TAFE, International Tractors Ltd (Sonalika), and Escorts Limited, although international players like Deere & Company and CNH have also established a significant presence.

The trend of custom hiring of tractors is gaining momentum, with various stakeholders, including government agencies and local entrepreneurs, contributing to its proliferation. States like Karnataka, Maharashtra, and Rajasthan have witnessed significant strides in the establishment of custom hiring centers, enabling farmers to access machinery efficiently.

Government initiatives play a pivotal role in propelling market growth, with subsidies and support programs aimed at rural development and farm mechanization. Schemes like subsidies for purchasing tractors below 18 HP and subsidy for promoting agricultural mechanization, including 25% of the cost limited to INR 30,000 for buying tractors of up to 35 PTO HP underscore the government's commitment to enhancing agricultural practices. Moreover, easy credit availability, coupled with favorable loan schemes and low-interest rates, further incentivize farmers to invest in mechanization.

The future trajectory of the Indian tractor industry seems promising, driven by technological advancements and a concerted focus on farm mechanization. While challenges such as fluctuations in rural demand and adverse weather conditions persist, initiatives like the introduction of automation technologies and the expansion of farm machinery manufacturing plants augur well for the sector's growth. By harnessing innovation, embracing mechanization, and leveraging government support, the Indian tractor industry is poised to play a pivotal role in transforming farming practices and enhancing agricultural productivity in the years ahead. [Source](<https://www.mordorintelligence.com/industry-reports/india-agricultural-tractor-machinery-market>).

### **3. SHARE CAPITAL**

During the Financial Year 2023-24 the company has allotted 7,17,17,167 equity shares of the Face Value of Rs. 2 each. As on 31<sup>st</sup> March, 2024, the paid up share capital of the company has become Rs. 32,07,79,334 divided into 16,03,89,667 equity shares of Rs. 2 each.

Further the company has allotted 12,98,000 equity shares of the face value of Rs. 2.00 per share on a premium of Rs. 17.00 per share on conversion of 12,98,000 Warrants on 23/05/2024. As on date the paid up share capital of the company has become Rs. 32,33,75,334 divided into 16,16,87,667 equity shares of Rs. 2 each.

### **4. SCHEME OF ARRANGEMENT**

Hon'ble NCLT, Bench Chandigarh vide its order passed on 4/12/2023 has sanctioned the Scheme of Arrangement between Pritika Industries Ltd., (the Demerged Company) and Pritika Auto Industries Ltd., (the Resulting Company) approving demerger and vesting of the "Automotive/Tractor/Engineering Components Business Undertaking" of Pritika Industries Limited (PIL) as a going concern with Pritika Auto Industries Limited (PAIL) pursuant to Sections 230 to 232 read with other relevant provisions if any of the Companies Act, 2013 and rules made there under.

### **5. DIVIDEND**

Considering the financial results and to plough back surplus of the Company, the Board did not recommend payment of any dividend for the year ended 31<sup>st</sup> March, 2024.

### **6. TRANSFER TO RESERVE**

During the financial year, there was no amount proposed to be transferred to the Reserves.

### **7. AUDITORS & AUDITORS' REPORT**

M/s. Sunil Kumar Gupta & Co., Chartered Accountants, New Delhi were reappointed as statutory auditors of the company for a period of five years in the 43<sup>rd</sup> AGM for the second term of five years from the conclusion of 43<sup>rd</sup> Annual General Meeting till the conclusion of 48<sup>th</sup> Annual General Meeting to be held for the Financial Year 2027-28.

The Auditors' Report for the fiscal 2024 does not contain any qualification, reservation or adverse remark. Further, in terms of section 143 of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014, as amended, no fraud has been reported by the Auditors of the Company where they have reasons to believe that an offence involving fraud is being or has been committed against the company by officers or employees of the company.

## **8. DEPOSITS**

The 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. Hence, company need not to give details related to deposits. There is no non-compliance of the provisions of Chapter V of the Companies Act 2013.

## **9. PARTICULARS OF EMPLOYEES**

Disclosure pertaining to the remuneration and other details as required under the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any amendments thereof, is attached as **Annexure-A**.

## **10. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Board has, on the recommendation of the Nomination & Remuneration Committee, adopted a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration.

-The Nomination & Remuneration Committee identifies and ascertains the integrity, qualification, expertise and experience of the person for appointment as Director and ensures that the candidate identified possesses adequate qualification, expertise and experience for the appointment as a Director.

-The Nomination & Remuneration Committee ensures that the candidate proposed for appointment as Director is compliant with the provisions of the Companies Act, 2013.

-The candidate's appointment as recommended by the Nomination and Remuneration Committee requires the approval of the Board.

-In case of appointment of Independent Directors, the Nomination and Remuneration Committee satisfies itself with regard to the independent nature of the Directors vis- à-vis the Company so as to enable the Board to discharge its function and duties effectively.

-The Nomination and Remuneration Committee ensures that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

-The policy can be viewed at company's website at <http://www.pritikaautoindustries.com/nomination-remuneration-policy.pdf>.

## **11. CORPORATE GOVERNANCE**

Report on Corporate Governance and Certificate of the Secretarial Auditors of your Company regarding compliance of the conditions of Corporate Governance as stipulated in Schedule V read with Regulation 34(3), of the SEBI (LODR) Regulations, are provided in a separate section and forms part of this Report as **Annexure-B**.

## **12. SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES**

The company has one subsidiary namely 'Pritika Engineering Components Ltd.'

In accordance with the provisions of Section 129(3) of the Act, read with the Companies (Accounts) Rules, 2014, a report on the performance and financial position of the subsidiary is attached as **Annexure-C** to this Report.

Pritika Engineering Components Limited has one wholly owned subsidiary in the name of Meeta Castings Limited, which is a step down subsidiary of the company.

No other company has become or ceased to be associates or subsidiary or joint ventures during the year under purview.

### **13. STATEMENTS OF PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE**

Information in accordance with the provisions of Section 134 (3)(m) of the Act read with the Companies (Accounts) Rules, 2014 regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo during the reporting period is attached herewith as **Annexure-D**.

### **14. RELATED PARTY TRANSACTIONS**

Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Form AOC-2 and forms part of this report as **Annexure- E**.

### **15. ANNUAL RETURN**

The copy of Annual Return as at 31<sup>st</sup> March, 2024, is available on the company's website at <http://www.pritikaautoindustries.com/annual-return.html>.

### **16. SECRETARIAL AUDIT REPORT**

As required under section 204(1) of the Companies Act, 2013 and Rules made there under, the Company has appointed Mr. Sushil K Sikka, Prop. S K Sikka & Associates, Company Secretary as Secretarial Auditor of the Company for the Financial Year 2023-24. The Secretarial Audit Report forms part of the Annual Report.

The Copy of Secretarial Audit Report for the Financial Year 2023-24 issued by Mr. Sushil K Sikka, Company Secretary in Practice has been attached and marked as **Annexure – F**. The Secretarial Auditors' Report for the fiscal 2024 does not contain any qualification, reservation or adverse remark.

The Secretarial Audit Report of Pritika Engineering Components Ltd., the subsidiary of the company has been attached and marked as **Annexure-G**.

### **17. MANAGEMENT DISCUSSION ANALYSIS REPORT**

The details forming part of Management Discussion and Analysis Report is annexed herewith to the Board Report as **Annexure-H**.

### **18. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

During the year under review Hon'ble NCLT, Bench Chandigarh vide its order passed on 4/12/2023 has sanctioned the Scheme of Arrangement between Pritika Industries Ltd., (the Demerged Company) and Pritika Auto Industries Ltd., (the Resulting Company) approving demerger and vesting of the "Automotive/Tractor/Engineering Components Business Undertaking" of Pritika Industries Limited (PIL) as a going concern with Pritika Auto Industries Limited (PAIL) pursuant to Sections 230 to 232 read with other relevant provisions if any of the Companies Act, 2013 and rules made there under. Except this there is no other significant and material order passed by Regulators or Courts or Tribunals impacting the going concern status and Company's operations.

### **19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Details of loan, guarantee and investment covered under the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 are given in the Notes to the financial statements.



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

The Annual Report on CSR initiatives taken during the year is enclosed at **Annexure-I**. The company has also developed a policy on Corporate Social Responsibility which can be viewed at the company's website at <http://www.pritikaautoindustries.com/csr-policy-may19.pdf>.

## **21. MEETINGS OF BOARD OF DIRECTORS**

The Board met nine times during the year, the details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the Listing Regulations.

## **22. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

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 till the date of this report.

## **23. CORPORATE ACTIONS DURING THE YEAR 2023-24**

During the current Financial Year, on exercise of option to convert the convertible warrants into equity shares by the warrant holders, the following corporate actions done by the Company:

- The Board of Directors of the company in its meeting held on 17.11.2023 has converted 28,50,000 warrants into 28,50,000 equity shares of face value of Rs. 2 each on a premium of Rs. 17 per share.
- The Board of Directors of the company in its meeting held on 24.01.2024 has converted 60,00,000 warrants into 60,00,000 equity shares of face value of Rs. 2 each on a premium of Rs. 17 per share.
- The Board of Directors in its meeting held on 10.02.2024 has converted 10,27,000 warrants into 10,27,000 equity shares of face value of Rs. 2 each on a premium of Rs. 17 per share.
- Further, in compliance of 'Scheme of Arrangement' approved by the Hon'ble NCLT, Bench Chandigarh, vide its order dated 4.12.2023, the Company has allotted 6,18,40,167 equity shares of the face value of Rs. 2 each to the shareholders of Pritika Industries Ltd(the Demerged Company) on 29/12/2023.

## **24. COMPOSITION OF COMMITTEES**

The Company has complied with the SEBI (LODR) Regulations along with the Companies Act, 2013 with respect to the Composition of the Committees as required therein and the details of which is given under Corporate Governance Report annexed to this Report.

## **25. BOARD EVALUATION**

The Board of Directors have carried out an annual evaluation of its own performance, its various committees and individual directors pursuant to the provisions of the Act and the Corporate Governance requirements as prescribed under Regulation 17(10), 25(4) and other applicable provisions of the SEBI (LODR) Regulations. The manner of evaluation is provided in the Corporate Governance Report.

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

### **Re-Appointment of Director**

Mr. Ajay Kumar (DIN:02929113) retires by rotation at the ensuing Annual General Meeting, and being eligible offers himself for re-appointment.

## **Independent Directors**

Independent Directors on your Company's Board have submitted declarations of independence to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board our Independent Directors possesses requisite qualification, experience and hold high standards of integrity for the purpose of Rule 8(5)(iii a) of the Companies (Accounts) Rules, 2014.

## **Change in Composition of Board**

During the Financial Year 2023-24 there were following changes in the composition of Board of Directors:

Mr. Subramaniam Bala, Independent Director has resigned from the Board of Directors due to his pre-occupation and other personal commitments. The Board has appointed Mr. AmanTandon as Independent Director w.e.f. 08<sup>th</sup> November 2023 for a period of three years, whose appointment was approved by the shareholders in their Annual General Meeting held on 29<sup>th</sup> December, 2023.

Mr. Raminder Singh Nibber, Chairman and Whole Time Director of the company, ceased to be Director due to his demise on 12<sup>th</sup> March, 2024.

During the current year Mrs. Neha, Independent Director ceased to be director on 23<sup>rd</sup> April 2024 on completion of her second term. The Board has appointed Mrs. Kritika Goyal as an Additional Director in the capacity of Independent Director w.e.f. 23<sup>rd</sup> April 2024 for a period of three years subject to approval of the members in the ensuing Annual General Meeting.

The Board has appointed Mr. Narinder Kumar Tyagi, CFO of the company as an Additional Director w.e.f. 23<sup>rd</sup> April 2024. Pursuant to the provisions of section 161 of the Companies Act, 2013 he will hold office upto the date of ensuing Annual General Meeting. Being eligible he has signified his intention for appointment as Director in the ensuing Annual General Meeting.

## **Key Managerial Personnel**

During the Financial Year under review there was no change in the Key Managerial Personnel except demise of Mr. Raminder Singh Nibber, Chairman & Whole time director on 12/03/2024.

However, during the Current Financial Year the Board on the recommendation of Nomination & Remuneration Committee and subject to the approval of the members of the company has:

Reappointed Mr. Harpreet Singh Nibber (DIN: 00239042) as Chairman & Managing Director of the company for a period of three years on the terms & conditions stated in the resolution, w.e.f. 01/04/2025.

Reappointed Mr. Ajay Kumar (DIN: 02929113) as Whole Time Director of the company for a period of three years on the terms & conditions stated in the resolution, w.e.f. 01/04/2025.

Appointed Mr. Narinder Kumar Tyagi (DIN: 00483827) Additional Director, as Whole time Director of the company for a period of three years on the terms & conditions stated in the resolution, w.e.f. the date of Annual General Meeting i.e. 17.07.2024.

## **27. DIRECTOR'S RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134 (5) of the Companies Act, 2013, with respect to Directors Responsibilities Statement, it is hereby confirmed that:

- a. In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2024 the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.

- c. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. The Directors had prepared the accounts for the financial year ended 31st March, 2024 on a going concern basis.
- e. The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **28. COST AUDITORS**

As per requirement of the Regulation 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, M/s. Khushwinder Kumar & Co., Cost Accountants, (Firm Registration No. 100123) was appointed as Cost Auditor to audit the Cost Accounts of the company for the Financial Year 2023-24.

On the recommendation of Audit Committee, the Board has reappointed M/s. Khushwinder Kumar & Co., Cost Accountants, (Firm Registration No. 100123) as Cost Auditor to audit the Cost Accounts of the company for the Financial Year 2024-25.

As required under the Act, a resolution seeking members' ratification for remuneration payable to the Cost Auditor on his reappointment, forms part of the notice convening the Annual General Meeting for their ratification.

## **29. INTERNAL AUDITORS**

The Board has appointed M/s A. K. Sood & Associates, Chartered Accountants, Chandigarh as Internal Auditors of the Company for financial year 2024-25.

## **30. COST RECORDS**

As specified by the Central government under sub section (1) of section 148 of the Companies Act, 2013, the company has been maintaining cost records.

## **31. INTERNAL FINANCIAL CONTROLS & RISK MANAGEMENT**

Pursuant to the provisions of Section 177(4) & Section 134(3)(n) of the Companies Act, 2013, the Board has developed Internal Finance Control Policy to identify and mitigate risks. The provisions of Regulation 21 of SEBI Listing Regulations 2015 pertaining to Risk Management Committee are not applicable to the company.

## **32. WHISTLE BLOWER POLICY AND VIGIL MECHANISM**

To create enduring value for all stakeholders and ensure the highest level of honesty, integrity and ethical behavior in all its operations, the Company has established a vigil mechanism and formulated Whistle Blower Policy. This policy aspires to encourage all employees to report suspected or actual occurrence of illegal, unethical or inappropriate events (behaviors or practices) that affect Company's interest/image.

## **33. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The company has complied with the provisions of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The details pertaining to complaints are mentioned in the Corporate Governance Report placed at **Annexure-B**.

34. During the year under review no application was made and no proceeding was pending against the company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

35. The accounts of the company with banks and financial institutions are regular. There was no default and as such there was no One Time Settlement with any bank or Financial Institution.

#### **36. COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company has complied with the applicable Secretarial Standards in the Financial Year 2023-24.

#### **37. ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Company is well equipped with adequate internal financial controls. The Company has a continuous monitoring mechanism which enables the organization to maintain the same standards of the control systems and help them in managing defaults, if any, on timely basis because of strong reporting mechanisms followed by the Company.

#### **38. CODE OF CONDUCT**

The Board has laid down a Code of Conduct ("Code") for Board Members, Managerial Personnel and for Senior Management Employees of the Company. This Code has been posted on the Company's website at <https://www.pritikaautoindustries.com/codes-policies.html>. All the Board Members and Senior Management Personnel have affirmed compliance with this code. The Board has also laid down a Code of Conduct for Independent Directors pursuant to Section 149(8) and Schedule IV to the Companies Act, 2013 via terms and conditions for appointment of Independent Directors, which is a guide to professional conduct for Independent Directors and has been uploaded on the website of the Company.

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

All the directors of the Company are non-disqualified and certificate for the same from the Practicing Company Secretary is annexed with the report.

#### **40. POLICY FOR PRESERVATION OF DOCUMENTS**

Pursuant to the Regulation 9 of SEBI (LODR), 2015 the Company has maintained the policy of preservation of documents to keep the documents preserve as per Regulation 9(a) & 9(b) of SEBI (LODR), 2015 and the same has been uploaded on the website of the Company on <https://www.pritikaautoindustries.com/archival-policy.pdf>

#### **41. REGISTRAR AND SHARE TRANSFER AGENT INFORMATION**

Satellite Corporate Services Pvt. Ltd.  
Regd. Office: A 106 & 107, Dattani Plaza, East West Compound,  
Andheri Kurla Road, Safed Pool Sakinaka, Mumbai - 400072.  
Tel : 022-28520461, 022-28520462  
Email Id: [info@satellitecorporate.com](mailto:info@satellitecorporate.com) [service@satellitecorporate.com](mailto:service@satellitecorporate.com)  
Website: [www.satellitecorporate.com](http://www.satellitecorporate.com)

#### **42. ACKNOWLEDGEMENTS**

Your Directors wish to express their sincere appreciation to all the Employees for their contribution and thanks to our valued clients, Bankers and shareholders for their continued support.

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

**Date: 15.06.2024**  
**Place: Mohali**

**Sd/-**  
**Harpreet Singh Nibber**  
**Chairman & Managing Director**  
**DIN: 00239042**

## ANNEXURE-A

### Details 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

#### 1. Particulars of top 10 employees in terms of remuneration drawn, pursuant to Rule 5 of Cos. (Appt. & Remuneration of Managerial Personnel) Rules, 2014, as amended, as on 31.03.2024

Sr. No	Name	Designation	Remuneration received (Rs. per annum)	Nature of employment	Qualification & Experience	Date of commencement of employment	Age of employee	Last employment before joining the company/ amalgamation	%age of equity shares held in company	If employed through out year or part thereof	Whether relative of any director/ manager of the company
1.	Mr. Harpreet Singh Nibber	Managing Director	12255000	Contractual	B.E (Mech.) 28Yrs	30/05/2017	52 Yrs.	Pritika Autocast Ltd.	48.04	Through out year	Yes, son of Late Mr. Raminder Singh Nibber, Chairman
2.	*Mr. Raminder Singh Nibber	Chairman	7344677	Contractual	Mech. Engineer 59 years	30/05/2017	83 Yrs.	Nibber Castings Pvt. Ltd.	-	Upto 12.03.2024	Yes, father of Mr. Harpreet Singh Nibber, MD
3.	Mr. Ajay Kumar	Executive Director	5146500	Contractual	B.Tech., M.B.A 29 yrs.	01/08/2017	50Yrs.	Pritika Autocast Ltd.	0.01	Through out year	No
4.	Mr. Narinder Kumar Tyagi	Chief Financial Officer	3135036	Permanent	Chartered Accountant 33 years	01/06/2018	60Yrs.	Lark Non Ferrous Metals Ltd.	0.02	Through out year	No
5.	Mr. S.K. Sharma	VP Foundry	2322000	Permanent	Diploma (Mech) 34 years	09/02/2021	58Yrs.	Jagdambay Furnaces Pvt. Ltd.	Nil	Through out year	No
6.	Mr. Navpreet Singh Sujlana	Sr. GM Sales & Marketing	2162292	Permanent	B.Tech (Mechanical) 24 years	01/04/2002	46 Yrs.	Pritika Industries Ltd.	Nil	Through out Year	No
7.	Mr. P. Narayan	GM Foundry	1906329	Permanent	ITI Moulder Trade 18 years	01/12/1998	57Yrs.	AB Tools Ltd.	Nil	Through out year	No
8.	Mr. Rajesh Rattan	DGM	1874491	Permanent	Diploma in Mech. Engg. 36 yrs.	12/04/2006	55Yrs.	DCM Engg. Products Ltd.	Nil	Through out year	No
9.	Mr. Gurnam Singh	GM	1854639	Permanent	Diploma in Mech. Engg. 32 yrs.	01/04/2008	56Yrs.	PritikaAuto cast Limited	Nil	Through out year	No
10.	Mr. Chandern Bhan Gupta	Company Secretary	1675749	Permanent	B.Com., LL.B., FCS 37 yrs.	01/07/2014	62Yrs.	PritikaAuto cast Ltd.	Nil	Through out year	No

\*Mr. Raminder Singh Nibber ceased to be director of the company due to his demise on 12<sup>th</sup> March 2024.

**2. Detail of employee who was Employed throughout the year and was in receipt of remuneration at the rate of not less than Rs. 1,02,00,000/- per annum:**

S. No	Name	Designation	Remuneration received (Rs. per annum)	Nature of employment	Qualification & Experience	Date of commencement of employment	Age of employee	Last employment before joining the company/ amalgamation	%age of equity shares held in company	If employed throughout year or part thereof	Whether relative of any director/ manager of the company
1.	Mr. Harpreet Singh Nibber	Managing Director	12255000	Contractual	B.E (Mech.) 28Yrs	30/05/2017	52 Yrs.	Pritika Autocast Ltd.	48.04	Throughout year	Yes, son of Late Mr. Raminder Singh Nibber, Chairman

**3. Ratio of remuneration of each director to median remuneration of employees**

Name of Director	Designation	Ratio of remuneration to median remuneration of employees
Mr. Harpreet Singh Nibber	Managing Director	68.08 : 1
Mr. Raminder Singh Nibber	Chairman & WTD	40.80: 1
Mr. Ajay Kumar	Executive Director	28.59: 1
Mr. Yudisthir Lal Madan	Independent Director	N/A
Ms. Neha	Independent Director	N/A
Mr. Subramaniyam Bala	Independent Director	N/A
Mr. Aman Tandon	Independent Director	N/A

For this purpose Sitting Fee paid to Independent Directors has not been considered as Remuneration. Independent Directors are entitled only for sitting fees.

**4. Percentage increase in remuneration of Directors and KMP**

Name of Director	Designation	Percentage increase in remuneration
Mr. Harpreet Singh Nibber	Managing Director	0.00
*Mr. Raminder Singh Nibber	Chairman & WTD	0.00
Mr. Ajay Kumar	Executive Director	0.00
Mr. Yudisthir Lal Madan	Independent Director	N.A. (Sitting fees was paid)
Ms. Neha	Independent Director	N.A. (Sitting fees was paid)
*Mr. Subramaniyam Bala	Independent Director	N.A. (Sitting fees was paid)
* Mr. Aman Tandon	Independent Director	N.A. (Sitting fees was paid)
Mr. Narinder Kumar Tyagi	Chief Financial Officer	0.00
Mr. Chander Bhan Gupta	Company Secretary	10.00

\* Mr. Raminder Singh Nibber ceased to be director of the company due to his demise on 12<sup>th</sup> March 2024.  
Mr. Subramaniyam Bala ceased to be director during the year due to his resignation.  
Mr. Aman Tandon was appointed as Independent Director during the year.

5. In the financial year, there was an increase of 3.45% in the median remuneration of employees.

6. There were 811 permanent employees on the rolls of the Company as on March 31, 2024.

7. Average percentile increase made in the salaries of employees other than the managerial personnel in the financial year i.e. 2023-24 was #91.46% whereas the percentile increase in the managerial remuneration for the same financial year was 0%.

8. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel, Senior Management Personnel and other employees of the company.

*# All employees of the manufacturing division of Pritika Industries Ltd. have become employees of Pritika Auto Industries Ltd. after the merger of manufacturing division of Pritika Industries Ltd. with Pritika Auto Industries Ltd. pursuant to Scheme of Arrangement approved by NCLT, Chandigarh Bench vide its order dated 4<sup>th</sup> December 2024.*

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

**Sd/-**

**Harpreet Singh Nibber  
Chairman & Managing Director  
DIN: 00239042**

**Date: 15.06.2024  
Place: Mohali**



## ANNEXURE-B

### Report on Corporate Governance

In compliance with regulation 34(3) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”), the Company submits the report for the year ended 31<sup>st</sup> March, 2024 on the matters mentioned in the said regulations and lists the practices followed by the Company.

#### 1. THE COMPANY’S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:

The Company’s Corporate Governance is a reflection of its value system that emphasizes on ethical dealings, transparency, fairness, disclosure and accountability. The Company has adopted a Code of Conduct for Directors and Senior Management. In addition, the Company has issued guidelines for appointment of Independent directors containing Code of Conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Companies Act, 2013 (“the Act”). The commitment of the company to the highest standards of good corporate governance ensures that we gain and retain the trust of our stakeholders at all times.

#### 2. BOARD OF DIRECTORS:

The Board of Directors of your Company as on 31<sup>st</sup> March, 2024 comprised of five Directors as detailed below:

##### i. Composition of Board of Directors

Name of the Directors	Category	Inter-se Relationship between Directors
Mr. Harpreet Singh Nibber	Managing Director, Promoter	-
Mr. Ajay Kumar	Executive Director, Non-Promoter	-
Mr. Yudhisthir Lal Madan	Independent Director	-
Mr. AmanTandon	Independent Director	-
Mrs. Neha	Independent Director	-

Mr. Raminder Singh Nibber, who was Whole Time Director and Chairman of the company, ceased to be Director due to his demise on 12<sup>th</sup> March 2024.

During the financial year under review, Nine (9) Board Meetings were held on the following dates: (i) 20<sup>th</sup> May, 2023 (ii) 12<sup>th</sup> July, 2023 (iii) 14<sup>th</sup> August, 2023 (iv) 8<sup>th</sup> November, 2023 (v) 17<sup>th</sup> November, 2023 (vi) 29<sup>th</sup> November, 2023 (vii) 29<sup>th</sup> December 2023 (viii) 24<sup>th</sup> January 2024 (ix) 10<sup>th</sup> February 2024.

Name of Director	Board Meetings attended	Attendance at last AGM	No. of Directorships held in Companies (including PAIL)	Other Listed Entities where person is director		No. of Committees of Public Ltd Company in which director is Member or Chairperson (including PAIL)**	
				Name of Listed Entity	Category	Members	Chairperson
*Mr. Raminder Singh Nibber	09	Yes	04	Pritika Engineering Components Ltd.	Non Executive Director	03	-
Mr. Harpreet Singh Nibber	09	Yes	04	Pritika Engineering Components Ltd.	Managing Director	03	-
Mr. Ajay Kumar	09	Yes	03	Pritika Engineering Components Ltd.	Non Executive Director	01	-
Mr. Yudhisthir	09	Yes	02	Ramkrishna	Independent	02	02

Lal Madan				Forgings Ltd.	Director		
Mrs. Neha	08	Yes	04	Pritika Engineering Components Limited	Independent Director	05	02
#Mr. Subramaniyam Bala	02	NA	00	-	-	-	-
#Mr. Aman Tandon	04	No	03	Pritika Engineering Components Ltd.	Independent Director	02	-

\*Mr. Raminder Singh Nibber, who was Chairman and Whole time Director of the company, ceased to be Director due to his demise on 12<sup>th</sup> March 2024, consequently ceased to be member of committees.

#Mr. Subramaniyam Bala, Independent Director resigned from the Board w.e.f. 18<sup>th</sup> August 2023 due to his pre-occupation and other personal commitments. He has also confirmed that there was no other material reasons other than those given by him.

#Mr. Aman Tandon was appointed as independent director on 8<sup>th</sup> November 2023.

None of the Directors on the Board holds the office of director in more than 20 companies or membership of more than 10 committees of the Board or chairmanship of more than 5 committees of the Board.

Details of Board Meeting attended, attendance at AGM, and number of directorship held position of membership/ chairmanship of Committees as on 31<sup>st</sup> March, 2024 is explained in the above table.

\*\*Audit Committee and Stakeholders' Relationship Committee have been considered for the purpose of Membership and Chairmanship held by the Director in Public Limited Companies.

• **Key Board Qualifications**

Area of Expertise	Financial	Leadership & Administration	Technical Knowledge	Sales & Marketing
Availability of expertise with the Board				
Mr. Harpreet Singh Nibber	✓	✓	✓	✓
Mr. Ajay Kumar	-	✓	✓	✓
Mr. Yudhisthir Lal Madan	✓	✓	-	-
Mrs. Neha	✓	✓	-	-
Mr. Aman Tandon	✓	✓	✓	✓

- None of the non-executive directors hold shares or convertible instruments.
- The details of familiarization program imparted to independent directors can be found at <http://www.pritikaautoindustries.com/investors.html>
- In the opinion of the Board, the Independent Directors fulfill the conditions specified in Listing Regulations and are independent of the management.

3. **AUDIT COMMITTEE:**

The terms of reference of the Audit Committee, inter alia, include the following:

- To oversee the Company's financial reporting process.
- To review the adequacy of internal audit function.
- To review with the Management the quarterly/half yearly/ annual financial results/ statements and auditor's report thereon before submission to the board for approval.
- To review with the management the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.)

- e. To review and monitor the auditor's independence and performance, and effectiveness of audit process.
- f. To recommend the appointment/re-appointment of Statutory Auditors and Internal Auditors and fixation of audit fees.
- g. To review significant internal audit findings/related party transactions, reviewing the management discussion and analysis of financial condition and result of operations and also statutory compliance issues relating to financial statements.
- h. To evaluate internal financial controls and risk Management system.
- i. To review the functioning of the Whistle Blower Mechanism/Vigil Mechanism.
- j. To scrutinize of inter-corporate loans and investments, if any.
- k. To approve appointment of CFO, etc.

The Composition of the Audit Committee as on 31.03.2024 and the number of meetings attended by members is given herein below:

Member's Name	Category	Designation	No. of meetings attended
Mr. Yudhisthir Lal Madan	Independent Director	Chairperson	07
Mrs. Neha	Independent Director	Member	06
#Mr. AmanTandon	Independent Director	Member	01
*Mr. Raminder Singh Nibber	Executive Director	Member	07

\* Mr. Raminder Singh Nibber ceased to be Member of Committee due to his demise on 12<sup>th</sup> March 2024.

#Mr. Aman Tandon was appointed Independent Director w.e.f. 8th November, 2023.

During the financial year under review, Seven (7) Audit Committee Meetings were held on (i) 20<sup>th</sup> May, 2023 (ii) 12<sup>th</sup> July, 2023 (iii) 14<sup>th</sup> August, 2023 (iv) 8<sup>th</sup> November, 2023 (v) 29<sup>th</sup> November, 2023(vi) 29<sup>th</sup> December 2023 (vii) 10<sup>th</sup> February 2024.

#### 4. **NOMINATION AND REMUNERATION COMMITTEE:**

The terms of reference of Nomination and Remuneration Committee include the matters specified in Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 178 of the Companies Act, 2013. The terms of reference of the Nomination & Remuneration Committee inter-alia includes the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on Board Diversity.
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- To review and recommend the Remuneration policy of the Company.

The Composition of the Nomination and Remuneration Committee as on 31.03.2024 and the attendance of members is given below:

Member's Name	Category	Designation	No. of meetings attended
Mr. Yudhisthir Lal Madan	Independent Director	Chairperson	01
*Mr. Raminder Singh Nibber	Executive Director	Member	01
Mrs. Neha	Independent Director	Member	01
#Mr. AmanTandon	Independent Director	Member	00

\*Mr. Raminder Singh Nibber ceased to be member of the company due to his demise on 12<sup>th</sup> March 2024.

#Mr. Aman Tandon was appointed Independent Director w.e.f. 8th November, 2023.

During the financial year under review, One (01) Nomination and Remuneration Committee meeting was held on 08<sup>th</sup> November 2023.

### Performance Evaluation criteria for Independent/Non-Independent Directors:

Based on the recommendation of the Nomination and Remuneration Committee and as approved by the Board, the performance of the individual Non-Independent Directors are evaluated annually on basis of criteria such as qualifications, experience, knowledge and competency, fulfillment of functions, ability to function as a team, initiative, availability and attendance, commitment (as a Director), contribution and integrity.

Each individual Independent Director is reviewed, based on the additional criteria of independence and independent views and judgment. Similarly, the performance of the Chairman is evaluated based on the additional criteria such as effectiveness of leadership and ability to steer the meetings, impartiality, commitment (as Chairperson) and ability to keep shareholders' interests in mind.

The following were the criteria for evaluating performance of the Independent Directors:

- Adequate qualifications & skills to understand Corporate Culture, Business & its complexities.
- Adequate preparation for Board, Committee & General Meetings and updating knowledge of area of expertise.
- Attendance & active participation in above meetings.
- Objective & constructive participation in informed & balanced decision-making.
- No abuse of position detrimental to Company's/ shareholder's interest and/or personal advantage, direct or indirect.
- Ability to monitor Management Performance and integrity of financial controls & systems.
- Active and timely execution of any tasks assigned by the Board.
- Communication in open and fair manner.
- Credibility, directions & guidance on Key issues in the best interest of Company.
- Criteria of Independence.

On the basis of feedback/ratings, the Committee evaluated the performance of the Independent Directors of the Company.

### 5. REMUNERATION OF DIRECTORS:

The remuneration of directors is recommended by the Nomination and Remuneration Committee of the Board in line with the Remuneration Policy of the Company and approved by Board and if required are also approved by the Shareholders.

The remuneration paid to the Executive Directors i.e. Managing Director and Whole Time Director is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors subject to shareholders' approval in the subsequent General Meeting. Also, there are no performance linked incentives.

Details of remuneration paid to Directors for the Financial Year 2023-24 are as follows:

Sr No.	Name of Director	Sitting Fees	Salary and allowances	Perquis-ites	Benefits	Commission	Bonus	Stock Option	Total
01	Mr. Harpreet Singh Nibber	-	12255000	-	-	-	-	-	12255000
02	Mr. Raminder Singh Nibber	-	7344677	-	-	-	-	-	7344677
03	Mr. Ajay Kumar	-	5146500	-	-	-	-	-	5146500
04	Mr. Yudhishthir Lal Madan	925000	-	-	-	-	-	-	925000
05	Mrs. Neha	250000	-	-	-	-	-	-	250000
06	Mr. Subramaniam Bala	75000							75000
07	Mr. Aman Tandon	100000							100000
	<b>Total</b>	<b>1350000</b>	<b>27592951</b>						<b>28942951</b>

None of the Independent Directors/Non-Executive Directors have any pecuniary relationship with the Company other than the sitting fees received by Independent directors for attending the meeting of the Board and/or Committee thereof.

The company has not issued any stock options during the year to any person including the directors.

#### 6. **STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

Stakeholders Relationship Committee has been constituted to attend and redress the grievances of security holders of the company. The Committee is chaired by Mrs. Neha, Independent Non Executive Director on the Board of the Company.

The composition of Stakeholders Relationship Committee as on 31.03.2024 was as under;

Member's Name	Category	Designation	No. of meetings attended
Mrs. Neha	Non-Executive, Independent Director	Chairperson	02
*Mr. Raminder Singh Nibber	Executive Director	Member	02
Mr. Harpreet Singh Nibber	Executive Director	Member	02

\* Mr. Raminder Singh Nibber ceased to be Member of the Committee due to his demise on 12<sup>th</sup> March 2024.

During the financial year under review, Two (2) Stakeholder Relationship Committee meetings were held on 20<sup>th</sup> May 2023 and 8<sup>th</sup> November 2023.

Mr. Chander Bhan Gupta, Company Secretary of the Company has been designated as the Compliance Officer of the Company.

**The details of Complaints received; resolved/pending during the financial year 2023-24 are given below:**

Brought Forward: NIL Received: NIL Resolved NIL Pending: NIL

#### 7. **SENIOR MANAGEMENT PERSONNEL**

The Senior Management comprises the leadership team, consisting of core management members and functional heads. As on March 31, 2024, the following individuals served as senior management personnel of the Company:

Sr. No.	Name	Designation
1	Mr. Harpreet Singh Nibber	Managing Director
2	Mr. Ajay Kumar	Executive Director
3	Mr. Narinder Kumar Tyagi	Chief Financial Officer
4	Mr. Navpreet Singh Sujlana	Sr. GM Sales & Marketing
5	Mr. Chander Bhan Gupta	Company Secretary

During the financial year 2023-24, Mr. Raminder Singh Nibber, Chairman & Whole Time Director (Senior Management Personnel) of the company, ceased due to his demise on 12<sup>th</sup> March 2024.

#### 8. **RISK MANAGEMENT COMMITTEE**

The company is not required to constitute Risk Management Committee.

## 9. GENERAL BODY MEETINGS

Details of the last three Annual General Meetings held are as follows:

Financial Year	Date Of AGM	Time	Venue	Whether Special Resolution passed
2020-21	29 <sup>th</sup> September 2021	10.00 A.M.	Regd. Office: Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab	YES - Reappointment of Mr. Ajay Kumar (DIN: 02929113) as Whole Time Director and payment of remuneration. - Reappointment of Mr. Harpreet Singh Nibber (00239042) as Managing Director and payment of remuneration. - Reappointment of Mr. Raminder Singh Nibber (DIN: 00239117) as whole time Director and payment of remuneration. - Reappointment of Mr. Subramaniyam Bala (DIN: 00461697) as an Independent Director of the Company.
2021-22	29 <sup>th</sup> September 2022	10.00 A.M.	Regd. Office: Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab	YES - Reappointment of Mr. Yudhisthir Lal Madan (DIN: 05123237) as Independent Director -Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013.
2022-23	29 <sup>th</sup> December 2023	11.30 A.M.	Regd. Office: Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab	YES -Appointment of Mr. Aman Tandon as an independent director of the company -Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013

All the Resolutions, including the special resolution set out in the respective notices were passed by the requisite majority of shareholders.

During the Year 2023-24, no Extra-ordinary General Meeting was held.

### **Special Resolutions passed through Postal Ballot during FY 2023-24**

During the Year 2023-24, no Postal Ballot process was conducted, hence, no Special Resolutions were passed through Postal Ballot.

- In the forthcoming Annual General Meeting, the Company does not have any proposal to pass any special resolution through Postal Ballot.

Procedure for Postal Ballot: Pursuant to provisions of Section 110 of Companies Act, 2013, any item of business required to be transacted by means of postal ballot under clause (a) of Section 110, may be transacted at a general meeting by a company which is required to provide the facility to members to vote by electronic means under section 108. Hence, the requirement to conduct Postal Ballot is not applicable on the company.

## 10. MEANS OF COMMUNICATION

- The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the format prescribed by Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The approved financial results are forthwith sent to the Stock Exchanges where the Company is listed (BSE, NSE & CSE) and are published normally in the Newspapers in accordance with provision of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 .

- The Company has published its financial results by way of newspaper advertisement pursuant to SEBI (LODR) Regulation 47 in English Newspaper (Financial Express) and Vernacular (Punjabi) Newspaper (Rozana Spokesman).
- The Company's financial results are also displayed on the Company's Website [www.pritikaautoindustries.com](http://www.pritikaautoindustries.com).
- The Company communicates Official Media Releases and Presentations made to Investors to the Stock Exchange(s) and also uploads the same on its website.

## 11. GENERAL SHAREHOLDERS' INFORMATION

- **44<sup>th</sup> Annual General Meeting:**

Day & Date: Wednesday, 17<sup>th</sup> day of July 2024

Time: 11.30 AM

Venue : Regd. Office: Plot No. C-94, Phase-VII, Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab, 160055 through VC/OAVM

Financial year: 1st April, 2023 to 31st March, 2024

- **Dates of Book Closure:**

The register of members and share transfer books of the company will remain closed from Monday, 15<sup>th</sup> July, 2024 to Wednesday, 17<sup>th</sup> July, 2024 (both days inclusive), for the purpose of Annual General Meeting.

- **Dividend Payment Date:**

No dividend was declared for the financial year ended 31.03.2024.

- **Listing on Stock Exchanges:**

At present, the equity shares of the Company are listed on the following Stock Exchanges:

BSE Limited  
Stock Code :539359  
P.J. Towers, Dalal Street  
Mumbai -400 001

\*Calcutta Stock Exchange Limited (CSE)  
Stock Code: 18096  
7, Lyons Range,  
Calcutta - 700 001

National Stock Exchange of India  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400051

\* Application for delisting of the Company's Shares from CSE has already been submitted which is pending with CSE.

- **Listing Fees:**

The Annual Listing Fees for the Financial Year 2024-25 have been paid to the Stock Exchanges where the securities of the company are listed.

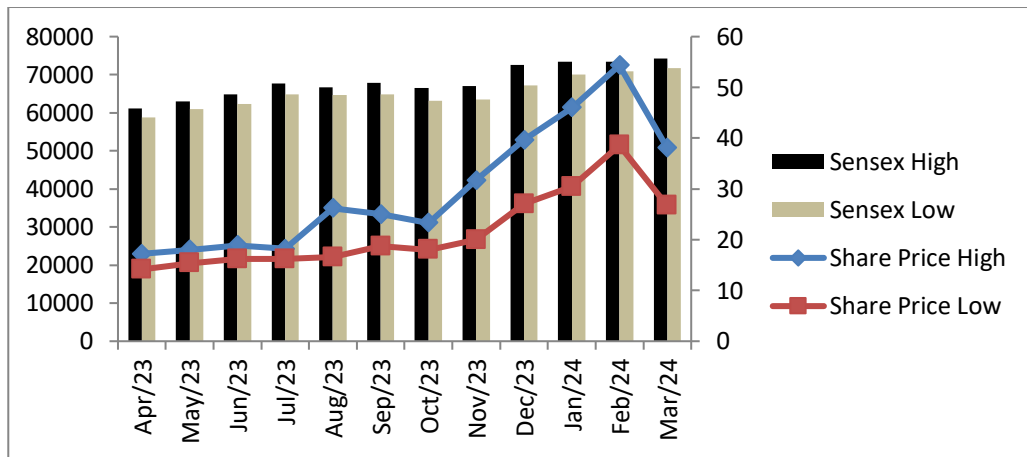


• **Market Price Data:**

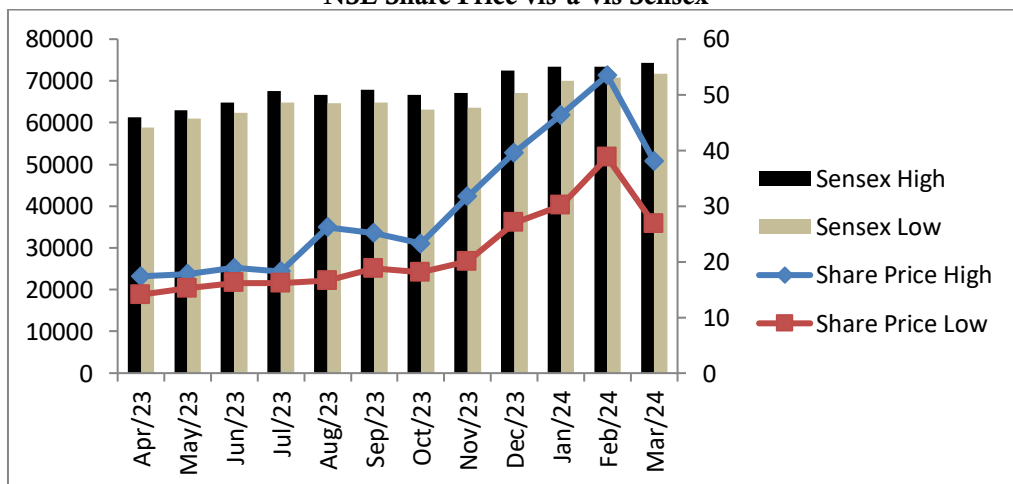
Monthly High and Low prices of equity shares of the Company at BSE Limited (BSE) and NSE during the period under review in comparison to Sensex:

Month	BSE Share Price		NSE Share Price		Sensex	
	High	Low	High	Low	High	Low
Apr-23	17.22	14.15	17.4	14.1	61209.46	58793.08
May-23	18	15.36	17.8	15.25	63036.12	61002.17
Jun-23	18.88	16.16	18.9	16.2	64768.58	62359.14
Jul-23	18.2	16.2	18.25	16.15	67619.17	64836.16
Aug-23	26.19	16.56	26.2	16.6	66658.12	64723.63
Sep-23	25	18.73	25.2	18.8	67927.23	64818.37
Oct-23	23.33	18	23.25	18.1	66592.16	63092.98
Nov-23	31.7	19.98	31.75	20.05	67069.89	63550.46
Dec-23	39.64	27	39.6	27	72484.34	67149.07
Jan-24	46	30.4	46.4	30.1	73427.59	70001.6
Feb-24	54.33	38.57	53.5	38.75	73413.93	70809.84
Mar-24	38.05	26.7	38.05	26.8	74245.17	71674.42

**BSE Share Price vis-à-vis Sensex**



**NSE Share Price vis-à-vis Sensex**



- **Registrar and Share Transfer Agents (RTA):**

M/s. Satellite Corporate Services Pvt. Ltd., the Registrar and Share Transfer Agent of the Company is handling the share related work both in physical and electronic form.

All correspondence relating to share transfer, transmission, dematerialization, dematerialization etc. can be made at the following address:

**M/s Satellite Corporate Services Pvt. Ltd.**

Office no.106 & 107,  
Dattani Plaza, East West Compound,  
Andheri Kurla Road, Safedpul,  
Sakinaka- Mumbai-400072.  
Ph Nos: 022 28520461/462  
Email: [info@satellitecorporate.com](mailto:info@satellitecorporate.com), [service@satellitecorporate.com](mailto:service@satellitecorporate.com),

- **Share Transfer System:**

SEBI vide Press Release No. 49/2018 dated Dec. 03, 2019 has mandated that transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository w.e.f. April 1, 2019.

- **Distribution of Share Holding as on March 31, 2024:**

Sl. No.	Share holding of nominal value of	Share Holders		Shareholding		
	Rs.	Number	% to Total	Number of shares	Amount (Rs.)	% of share capital
1	UPTO - 5000	63233	96.87	16950089	33900178	10.64
2	5001 - 10000	1170	1.80	4424882	8849764	2.78
3	10001 - 20000	476	0.73	3594571	7189142	2.26
4	20001 - 30000	123	0.19	1567613	3135226	0.98
5	30001 - 40000	70	0.11	1255790	2511580	0.79
6	40001 - 50000	58	0.09	1339901	2679802	0.84
7	50001 - 100000	81	0.12	2921439	5842878	1.83
8	100001 & Above	63	0.10	127308382	254616764	79.89
	<b>TOTAL</b>	<b>65274</b>	<b>100</b>	<b>159362667</b>	<b>318725334</b>	<b>100</b>

**Note:** 10,27,000 equity shares of Rs. 2 each allotted on 10/02/2024 were listed and admitted to dealings on BSE Limited and National Stock Exchange of India Limited from April 09, 2024, hence not included in the Distribution Schedule as on 31.03.2024.

- **Dematerialization of Shares and Liquidity:**

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN No. INE583R01029 has been allotted for the Company. 99.73% of the Company's Paid-up Share Capital is in dematerialized form on 31<sup>st</sup> March, 2024 and balance 0.27% is in physical form.

Further the Company does not have any Equity shares lying in the Suspense Account.

- **Global Depository Receipts/ American Depository receipts/ Convertible Instruments/ Warrants:**

The Company has not issued any Global Depository Receipts/ American Depository receipts.

The company has issued on 16.03.2023 on preferential allotment basis, 1,60,00,000 fully convertible warrants to public (non-promoter) category at an issue price of Rs. 19.00 per warrant carrying right exercisable by warrant holder to subscribe to one equity share of face value of Rs. 2.00 each per warrant. During the Financial Year under review on exercise of option to convert the convertible warrants into equity shares by the warrant holders, the Board of Directors of the company in its meeting held on 17.11.2023, 24.01.2024 and 10.02.2024 has converted 28,50,000 warrants, 60,00,000 warrants and 10,27,000 warrants respectively into equal number of equity shares of face value of Rs. 2 each on a premium of Rs. 17 per share. As on 31<sup>st</sup> March 2024 the paid up share capital of the company has become Rs. 32,07,79,334 divided into 16,03,89,667 equity shares of Rs. 2 each.

- The company has not issued any debt instruments/fixed deposits during the year, hence no credit ratings were obtained for that purpose.

- **Plant Locations:**

<b>Pritika Auto Industries Limited</b>	<b>Unit I</b>	<b>Unit II</b>
Plot No. C-94, Phase-VII,	Village Saidomajra	Village –Batheri, Teh. Haroli
Industrial Focal Point	Post Office Mubarakpur,	Tahliwala-Garhshankar Road
S.A.S. Nagar, Mohali	Near Focal Point, Derabassi	Distt. Una, Himachal Pradesh
Punjab – 160055	Distt. S.A.S. Nagar, Punjab	

- **Address for Correspondence:**

**Registered Office:** Plot No. C-94, Phase-VII, Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab – 160055

## 12. **OTHER DISCLOSURES:**

- No transaction of a material nature with the related parties which may have a potential conflict with the interest of the Company at large has been entered into by the Company. The Register of Contracts containing details of contracts, in which directors are interested, is placed before the Board of Directors regularly. The transactions with the related parties are disclosed in the Financial Statements.
- There were no instances of non-compliance by the Company on any matters related to the Capital market and no penalties/strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority during the last three financial years.
- The Company has a Whistle Blower Policy and has put in place a mechanism to monitor the actions taken on complaints received under the said policy. This Policy also outlines the reporting procedure and investigation mechanism to be followed in case an employee blows the whistle for any wrong-doing in the Company. No personnel has been denied access to the Audit Committee. During the year no person has approached under the said policy.
- During the year the Company has not adopted any discretionary requirements as specified in Part E of Schedule II of Listing Regulations.
- The company has complied with corporate governance requirement specified in regulation 17 to 27 and clause (b) to (i) of sub regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Web link of the policy for determining ‘material subsidiaries is <http://www.pritikaautoindustries.com/investors.html>.
- The web link of the policy on dealing with related party transactions is <http://www.pritikaautoindustries.com/investors.html>.
- There are no commodity price risks and hedging activities in the Company. However, the company keeps close watch on the price risk of input materials.
- The company has raised funds through Preferential Allotment Basis by allotment of Fully Convertible Warrants on 16<sup>th</sup> March, 2023. The funds have been fully utilized during the year 2023-24 for the purposes these were raised. During the year, 28,50,000 warrants, 60,00,000 warrants and 10,27,000 warrants were converted into equal number of equity shares on 17.11.2023, 24.01.2024 and 10.02.2024 respectively upon payment of balance 75 percent amount by the allottees. The funds have been fully utilized during the year 2023-24 for the purposes these were raised.
- M/s. Sushil Kumar Sikka & Co., Practicing Company Secretary, has issued a certificate as required under the Listing Regulations 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 SEBI/Ministry of Corporate Affairs or any such statutory authority.

- There was no instance where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year.
- Audit Fees Paid during the FY 2023-24.

Company	Audit Firm	Audit Fee (Rs. In lac)
Pritika Auto Industries Ltd.	M/s. Sunil Kumar Gupta & Co.	15.00
Pritika Engineering Components Ltd., Subsidiary	M/s. Sunil Kumar Gupta & Co.	3.00
Meeta Castings Limited, Step Subsidiary	M/s. Sunil Kumar Gupta & Co.	1.00

- Disclosure as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company strongly believes in providing a safe and harassment-free workplace for each and every individual working for the Company through various interventions and practices. It is the continuous endeavor of the Management of the Company to provide an environment to all its employees that is free from discrimination and harassment, including sexual harassment. The company has constituted Internal Complaints Committee in compliance with the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year ended 31<sup>st</sup> March, 2024, no complaint pertaining to sexual harassment was received by the Company.

Number of cases pending as on the beginning of the financial year	Nil
Number of complaints filed during the financial year	Nil
Number of cases pending for more than 90 days	Nil
Number of cases pending at the end of end of the financial year	Nil
Nature of action taken by the employer or District Officer	NA

- There are no shares in demat suspense account or unclaimed suspense account.
- Disclosure under Schedule V, Regulation 10(m) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: During the year under review the Company has given loans of Rs. 1212.00 lac to its subsidiary Pritika Engineering Components Ltd.

During the year under review Pritika Engineering Components Ltd (subsidiary company) has given loan of Rs. 1094.01 lac to its subsidiary Meeta Castings Limited out of which Rs. 993.08 lac was repaid by Meeta Castings Limited.

Disclosure under Schedule V, Regulation 10(n) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Pritika Engineering Components Ltd. is material Subsidiary of the company which was incorporated on 20.02.2018 at Mohali. M/s Sunil Kumar Gupta & Co. Chartered Accountants have been appointed its Statutory Auditors for a period of five years in the Annual General Meeting of the company held on 28.09.2021.

### 13. **COMPLIANCE WITH THE REQUIREMENTS OF CORPORATE GOVERNANCE REPORT:**

There is no Non-Compliance of any requirement of Corporate Governance Report of sub-para (2) to (10) of Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### 14. **DISCRETIONARY REQUIREMENTS:**

During the year the Company has not adopted any discretionary requirements as specified in Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**15. COMPLIANCE WITH THE REQUIREMENTS OF CORPORATE GOVERNANCE:**

The company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46.

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

**Date: 15.06.2024**  
**Place: Mohali**

**Sd/-**  
**Harpreet Singh Nibber**  
**Chairman & Managing Director**  
**DIN: 00239042**

**CEO DECLARATION FOR COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT:**

In compliance with the requirements of regulation 17(5) of the SEBI (LODR) Regulations, the company has laid Code of Conduct which, inter alia, incorporates the duties of all members of Board of Directors and Senior Management and Independent Directors as laid down in the Companies Act, 2013. All the Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct for Directors and Senior Management, as applicable to them for the year ended March 31, 2024.

**Date: 15.06.2024**  
**Place: Mohali**

**Sd/-**  
**Harpreet Singh Nibber**  
**Managing Director & CEO**  
**DIN: 00239042**

## PRACTICING COMPANY SECRETARY'S CERTIFICATE

To,  
The Members of  
Pritika Auto Industries Limited

I have examined the compliance of the conditions of Corporate Governance by **Pritika Auto Industries Limited** for the year ended 31st March, 2024, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements) Regulations, 2015 ("Listing Regulations") as referred to in Regulation 15(2) of the Listing Regulations (including any statutory modification(s) or enactment thereof for the time being in force).

The Compliance of conditions of Corporate Governance is the responsibility of the Management. My examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring the compliance of conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

I, further state that compliance is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **S. K. SIKKA & ASSOCIATES**  
Company Secretaries

Place: Chandigarh  
Date: 07.06.2024

Sd/-  
(**SUSHIL K. SIKKA**)  
Prop.  
FCS 4241, CP 3582  
Peer Review Cert. No. 1057/2021  
**UDIN: F004241F000544154**

**ANNEXURE-C**

**Form AOC – 1**

Pursuant to first proviso to sub-section(3) of Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014

Statement containing salient features of the financial statements of subsidiaries/associates companies/joint ventures.

**Part 'A' - Subsidiaries**

Name of the Subsidiary Company	Amount (Rs. in lacs)	
	Pritika Engineering Components Ltd.	Meeta Castings Ltd. (Step Subsidiary) (wholly owned subsidiary of Pritika Engineering Components Ltd.)
<b>Year</b>	<b>2023-24</b>	<b>2023-24</b>
Share Capital	1318.25	831.60
Reserves and Surplus	2717.74	(3.74)
Total Assets	10869.03	3079.06
Total Liabilities	10869.03	3079.06
Details of Current and Non Current Investments	831.63	0.00
Net Turnover	8766.51	142.14
Profit/(Loss) before taxation	484.47	(3.62)
Provision For taxation	112.85	0.00
Profit/(Loss) after taxation	371.62	(3.62)
Proposed Dividend	--	--
% of Share-holding	74.60%	--

Name of Subsidiaries which are yet to commence operations	None
Name of Subsidiaries which have been liquidated or Sold during the year	NA

For and on behalf of the Board of Directors

Sd/-  
Harpreet Singh Nibber  
(Chairman & Managing Director)  
DIN 00239042

Sd/-  
Ajay Kumar  
(Whole Time Director)  
DIN: 02929113

Sd/-  
Narinder Kumar Tyagi  
Director (Finance) & C.F.O.

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M. No. F2232

Date: 15.06.2024  
Place: Mohali

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

**A) Conservation of energy:**

**(i) The steps taken or impact on conservation of energy;**

The Company is engaged in the castings and machining sector and is substantial energy consumer. The Company is taking all possible measures to conserve energy.

The Company is regularly conducted Energy Audit through CII. The various recommendations suggested by CII like Compressed Air saving Improvement in Power Factor are under process.

Also the Company has initiated process of ISO 50001 (Energy Management System) Certification for continual improvement in the field of Energy Conservation.

The Company has made Common Power Pack for equipment to save energy.

Yield improvement Projects undertaken to save Energy.

**Unit-1 (Derabassi-Punjab)**

a) The Company is taking all possible measures to conserve energy. The company has upgraded Automatic Power Factor Controller to improve the Power Factor & monitoring Power Factor on Regular Basis for better Energy Management System. The company has initiated steps to convert Sand Dryer & Core Oven from Diesel to LPG which is cleaner & cheaper fuel. Regular Interactions with Employees are being done to make them aware for Power Saving Opportunities & regular Suggestions are invited in this Area.

b) The company has installed Runner Riser Cleaning machine which will consume low energy.

c) The company by eliminating of non-value activities saved energy under WOW.

d) Laddle preheating introduced to reduce heat loss and reduce energy consumption.

e) Multilayer core heating racks designed to increase volume of core hence results into low energy consumption /MT of castings.

f) Replacement of Raw water pump with energy efficient pumps.

g) Synchronization of ID fans with Shot Blasting machine gate opening.

h) Auto shutdown of compressors during unloading.

i) Road lights with timer.

**Unit 2 (Bathri-Himachal Pradesh)**

The company has upgraded Automatic Power Factor Controller to improve the Power Factor. The company is continuously upgrading to CNC Machines from conventional machines which is better, efficient and more productive. The company has added 8 Nos. of machines namely HMC, CNC and VMC.



To save heat energy, the liquid metal transfer ladle are covered with blankets. The company by eliminating of non-value activities saved energy under WOW.

Reduction in fettling activities results into low/less energy consumption /MT of gross production.

Replacement of Raw water pump with energy efficient pumps.

Enhanced the maintenance periodicity of air conditioners.

The company has removed bottlenecks to improve the smooth operation of plant.

Louvers&transparent sheets installation in machine shops for Lux Level.

Auto shutdown of compressors during unloading.

Road lights with timer.

Cleaning of runner riser for furnace for reduction in energy consumption.

**(ii) The steps taken by the Company for utilising alternate sources of energy;**

The conventional Electric core ovens have been replaced with continuous oven operated through LPG/LNG, which has reduced energy consumption and improved efficiency of the equipments.

The company has installed Induction Furnace instead of Cupola, shifting from coal consumption to electric in Unit-1.

The company is drying up sand with natural sun heat in summer and manual grinding machine operations converted to chipping with diesel hammers resulting in less energy consumption in Unit-2.

**iii) The capital investment on energy conservation equipments;**

Although the company has acquired misc. energy equipments as and when required during the year. The investment made was not major and cannot be quantified.

**(B) Technology absorption:**

**(i) The efforts made towards technology absorption;**

The management keeps itself abreast of the adaptation and innovation technological advancements in the industry and ensures continued and sustained efforts towards absorption as well as development of the same to meet business needs and objectives. The company is going extensively on machine made core from conventional hand made.

**(ii) The benefits derived like product improvement, cost reduction, product development or import substitution;**

The technological absorption has resulted in improvement, cost reduction, product development, improvement in services, import substitution, etc. However, the benefits derived from the technological advancements are not quantifiable.

The yield improved and weight reduction is ongoing to save energy to melt the metal which cannot be quantified.

In Unit-1, the company has started making briquetting of CI Boring resulting into dense scrap to save energy and avoid wastage in shape of slag. The rejected core/sand mix being recycled by crushing to save new sand which is taken from mines.

**(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)**

The company has not absorbed any imported technology.

(a) the details of technology imported; Not applicable

(b) the year of import Not applicable

(c) whether the technology been fully absorbed; Not applicable

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof : Not applicable

**(iv) The expenditure incurred on Research and Development.**

The Company has not carried out any specific research and development activities during the year. As such expenditures on Research & Development cannot be quantified. The Management team visited different countries to absorb the latest technologies to upgrade technology which are under consideration and hence cannot be quantified at this stage.

**C. Foreign Exchange Earnings and Outgo**

The total inflow in Foreign Exchange was equivalent to Rs. 942.31 lac and the total expenses (outgo) in Foreign Exchange was equivalent to Rs. 77.54 lac.

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

**Date: 15.06.2024**  
**Place: Mohali**

**Sd/-**  
**Harpreet Singh Nibber**  
**Chairman & Managing Director**  
**DIN: 00239042**

**ANNEXURE-E**  
**FORM NO. AOC -2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section(1) of section 188 of the Companies Act, 2013 including transactions entered into ordinary course of business and at an arms length basis under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at arm's length basis: NONE**

- (a) Name(s) of the related party and nature of relationship  
 (b) Nature of contracts/arrangements/transactions  
 (c) Duration of the contracts / arrangements/transactions  
 (d) Salient terms of the contracts or arrangements or transactions including the value, if any  
 (e) Justification for entering into such contracts or arrangements or transactions  
 (f) date(s) of approval by the Board  
 (g) Amount paid as advances, if any:  
 (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

a) Related party and nature of the related party relationship with whom transactions have taken place during the year:

**A)Directors & Key Management Personnel**

Mr. Harpreet Singh Nibber	Chairman and Managing Director
Mr. Raminder Singh Nibber	Whole Time (Demised on 12.03.2024)
Mr. Ajay Kumar	Whole Time Director
Mr. Narinder Kumar Tyagi	Director (Finance) & CFO
Mr. Chander Bhan Gupta	Company Secretary
Mrs. Neha	Independent Director
Mr. Subramaniam Bala	Independent Director (ceased w.e.f. 18.08.2023)
Mr. Yudhisthir Lal Madan	Independent Director
Mr. Aman Tandon	Independent Director (appointed w.e.f. 08.11.2023)

**B)Subsidiary Companies**

Pritika Engineering Components Limited

**C)Enterprises owned or significantly influenced by Key Management Personnel or their Relatives**

Pritika Industries Limited

**D) Step-Down Subsidiary Companies**

Meeta Castings Limited

b) Nature of contracts/arrangements/transactions:

(In Lacs)

Nature of Transactions During the year	Related Parties							
	Referred in A Above		Referred in B Above		Referred in C Above		Referred in D Above	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
<b>Income</b>								
Sales net of tax	--	--	616.99	111.36	--	14,640.75	89.66	--
Interest received	--	--	75.94	100.51	--	--	--	--
<b>Expenditure</b>								
Purchases			7898.95	3,217.07	--	2,327.71	51.70	--
Director Remunerations	247.46	251.42	--	--	--	--	--	--

Director Sitting Fees to independent Directors	13.50	12.00	--	--	--	--	--	--
Salary to KMP's	48.11	46.94	--	--	--	--	--	--
Investment made	--	--	869.00	--	--	--	--	--
<b>Loan &amp; Advances</b>								
<b>Loan taken</b>								
Loan taken during the year	--	--	--	--	--	--	--	--
Repayment of Loan during the year	--	--	--	--	--	--	--	--
<b>Loan Given</b>								
Loan given during the year	--	--	1,212.00	355.00	--	--	--	--
Repayment of Loan during the year	--	--	--	355.00	--	--	--	--
<b>Balance Outstanding</b>								
Corporate Guarantee Given	--	--	4615.79	4486.00	--	2350.00	700.00	--
Loans Taken	68.85	14.16	--	--	--	--	--	--
Loans given (including interest net of TDS)	--	--	1280.34	--	--	--	--	--
Receivables	--	--	69.89	83.35	--	7186.23	81.37	--
Payables	--	--	--	--	--	--	58.16	--
Receivables on account of Demerger	--	--	--	--	1027.74	--	--	--
Investment (at Fair Value)	--	--	6638.29	1939.16	--	--	--	--

**c) Duration of the contracts / arrangements/transactions**

- i) Pritika Engineering Components Ltd. (PECL) - Contract/Arrangement for one year w.e.f. 01.04.2023  
ii) Pritika Industries Ltd. (PIL) -Contract/Arrangement for one year w.e.f. 01.04.2023  
iii) Meeta Castings Ltd. (MCL) - Contract/Arrangement for one year w.e.f. 01.04.2023

**d) Salient terms of the contracts or arrangements or transactions including the value, if any:**

- i) PECL: After approval of the Board of Directors of the company, the members accorded their approval to the company for entering into the Related Party Transactions u/s 188 of the Companies Act, 2013, with Pritika Engineering Components Ltd. not exceeding Rs.100.00 crore during the Financial Year 2023-24.
- ii) PIL: After approval of the Board of Directors of the company, the members accorded their approval to the company for entering into the Related Party Transactions u/s 188 of the Companies Act, 2013, with Pritika Industries Ltd. not exceeding Rs. 250.00 crore during the Financial Year 2023-24.
- iii) MCL: After approval of the Board of Directors of the company, the members accorded their approval to the company for entering into the Related Party Transactions u/s 188 of the Companies Act, 2013, with Meeta Castings Ltd. not exceeding Rs. 50.00 crore during the Financial Year 2023-24.

**e) Date(s) of approval by the Board, if any:** Prior approval by Board of Directors in its meeting held on 24/8/2022. The shareholders approved Related Party Agreement/Transactions in their Annual General Meeting held on 29/9/2022.

**f) Amount paid as advances, if any:** Nil

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

**Date: 15.06.2024**  
**Place: Mohali**

**Sd/-**  
**Harpreet Singh Nibber**  
**Chairman & Managing Director**  
**DIN: 00239042**

**CEO/CFO CERTIFICATE UNDER REGULATION 17(8) OF THE LISTING REGULATIONS:**

The Board of Directors  
Pritika Auto Industries Ltd.  
Regd. Office: Plot No. C-94, Phase VII,  
Industrial Focal Point, S.A.S. Nagar  
Mohali-160055

Pursuant to regulation 17(8) read with Part B of Schedule II of SEBI (LODR) Regulations, 2015, we Harpreet Singh Nibber, Managing Director and Narinder Kumar Tyagi, Chief Financial Officer of the company certify that

A. We have reviewed Financial Statements and the Cash Flow Statement for the year ended 31<sup>st</sup> March, 2024 and to the best of our knowledge and belief:

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and Audit Committee

(1) significant changes in internal control over financial reporting during the year.

(2) significant changes in accounting policies during the year and that the same been disclosed in the notes to the financial statements; and

(3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

**For Pritika Auto Industries Limited**

<b>Sd/-</b>	<b>Sd/-</b>
<b>Harpreet Singh Nibber</b>	<b>Narinder Kumar Tyagi</b>
<b>Managing Director</b>	<b>Chief Financial Officer</b>
<b>DIN: 00239042</b>	

**Date: 23.05.2024**

**Place: Mohali**

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Part C of Schedule V of the **Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015** read with regulation 34(3) of the said Listing Regulations).

To  
The Members,  
**Pritika Auto Industries Limited**  
Plot No. C-94, Phase-VII Industrial Focal Point,  
S.A.S. Nagar, Mohali, Punjab

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Pritika Auto Industries Limited** (“Company”) having CIN: L45208PB1980PLC046738 and having its registered office at Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S. Nagar Mohali, Punjab, produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorised representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the financial year ended 31st March, 2024, have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority

<b>Sr. No.</b>	<b>Name of Director</b>	<b>DIN</b>
1.	Mr. Harpreet Singh Nibber	00239042
2	Mr. AmanTandon	02159395
3.	Mr. Ajay Kumar	02929113
4	Mr. Yudhisthir Lal Madan	05123237
5	Ms. Neha	08109734

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

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

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the financial year ended 31st March, 2024.

**For S. K. SIKKA & ASSOCIATES**  
Company Secretaries

Sd/-

**(Sushil K. Sikka)**  
Company Secretary  
FCS 4241, CP 3582

Peer Review Cert. No. 1057/2021  
**UDIN: F004241F000544066**

Place: Chandigarh  
Date: 07.06.2024

**ANNEXURE- F**

**SECRETARIAL AUDIT REPORT  
FORM NO. MR-3**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024**

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

To,

The Members,

**PRITIKA AUTO INDUSTRIES LIMITED**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Pritika Auto Industries Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Pritika Auto Industries Limited'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 31<sup>st</sup> March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, which were shared with me, for the financial year ended on 31 March, 2024 according to the provisions of the following Acts/Laws/Regulations and the amendments thereof, if any:

- (1) The Companies Act, 2013 (the Act) and the rules made there under;
- (2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (3) The Depositories Act, 2018 and the Regulations and bye-laws framed there under;
- (4) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (5) 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.
  - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- **Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not applicable as there was no reportable event during the financial year under review;**

(f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not applicable as there was no reportable event during the financial year under review;**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **Not applicable as there was no reportable event during the financial year under review;**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not applicable as there was no reportable event during the financial year under review; and**

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(6) The Company has complied with the following laws applicable specifically to the Company:

(a) Hazardous Waste (Management & Handling) Rules 1989 under Environment (Protection) Act, 1986.

(b) Factories Act, 1948 and allied State Laws.

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

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

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

**I, further report that**

(i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors including a Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act

(ii) Adequate notice was given to all Directors to schedule 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 agenda items before the meeting and for meaningful participation at the meeting;

(iii) All the Decisions at the Board Meetings were taken unanimously.

**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, there was following specific event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards and the Company has duly complied with the applicable laws/ rules/ regulations with respect to the following:

Chandigarh Bench of Hon'ble NCLT, vide its order passed on 4/12/2023 has sanctioned the Scheme of Arrangement between Pritika Industries Ltd., (the Demerged Company) and Pritika Auto Industries Ltd., (the Resulting Company) approving demerger and vesting of the "Automotive/Tractor/Engineering Components Business Undertaking" of Pritika Industries Limited (PIL) as a going concern with Pritika Auto Industries Limited (PAIL) pursuant to Sections 230 to 232 read with other relevant provisions if any of the Companies Act, 2013.



**I further report that** during the audit period, 6,18,40,167 Equity Shares of Face Value of Rs. 2 each were allotted on 29/12/2023 to the shareholders of Pritika Industries Ltd. (the Demerged Company) pursuant to Scheme of Arrangement approved by NCLT, Chandigarh Bench, vide its order dated 4/12/2023.

**I further report that** during the audit period, Company has allotted 28,50,000 Equity Shares of the face value of Rs. 2/- per share on 17/11/2023, 60,00,000 Equity Share of Face Value of Rs. 2/- each on 24/01/2024 and 10,27,000 Equity Shares of Face Value of Rs. 2 each on 10/02/2024, at a premium of Rs. 17/- per share, pursuant to exercise of option by the Warrant Holders for conversion of equal number of Warrants into equity shares on payment of the balance 75% amount i.e. Rs. 14.25 per share.

**I, further report that** during the audit period, there were no instances of:

- (i) Public / Rights Issue of Shares /Sweat Equity.
- (ii) Redemption / Buy-Back of Securities.
- (iii) Amalgamation / Reconstruction etc.
- (iv)Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (v) Foreign Technical Collaborations.

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

**For S. K. SIKKA & ASSOCIATES**  
Company Secretaries

Sd/-

(Sushil K. Sikka)  
Company Secretary  
FCS 4241, CP 3582

Peer Review Cert. No. 1057/2021  
**UDIN: F004241F000543923**

Place: Chandigarh  
Date: 07.06.2024

To,  
The Members  
**Pritika Auto Industries Limited**

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express as opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For S. K. SIKKA & ASSOCIATES**  
Company Secretaries

Sd/-  
**(Sushil K. Sikka)**  
**Company Secretary**  
FCS 4241, CP 3582  
Peer Review Cert. No. 1057/2021

Place: Chandigarh  
Date: 07.06.2024

**ANNEXURE- G**

**SECRETARIAL AUDIT REPORT  
FORM NO. MR-3**

[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]  
For the financial year ended 31<sup>st</sup> March 2024

To

The Members

**PRITIKA ENGINEERING COMPONENTS LIMITED**

**(CIN L28999PB2018PLC047462)**

Plot No. C-94, Phase-VII Industrial Focal Point,

S.A.S Nagar Mohali-160055

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Pritika Engineering Components Limited (hereinafter called as "the Company". Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, registers, papers, minute books, forms and returns filed and other records maintained by the Company available on MCA portal 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 2024, complied with the applicable statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, which were shared with me, for the financial year ended on 31 March, 2024 according to the provisions of the following Acts/Laws/Regulations and the amendments thereof, if any:

- (1) The Companies Act, 2013 (the Act) and the rules made there under;
- (2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (3) The Depositories Act, 2018 and the Regulations and bye-laws framed there under;
- (4) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (5) 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.
  - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- **Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not applicable as there was no reportable event during the financial year under review;**

(f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **-Not applicable as there was no reportable event during the financial year under review;**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **Not applicable as there was no reportable event during the financial year under review;**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 –**Not applicable as there was no reportable event during the financial year under review; and**

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6) The Company has complied with the following laws applicable specifically to the Company:

(a) Hazardous Waste (Management & Handling) Rules 1989 under Environment (Protection) Act, 1986

(b) Factories Act, 1948 and allied State Laws.

The Company has listed its shares on EMERGE SME platform of National Stock Exchange of India and is subsidiary of a listed company.

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 National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I further report that

- i. the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors including a Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- ii. Adequate notices were given to all Directors to schedule the Board Meetings, alongwith agenda and detailed notes on agenda 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 by the directors. The decisions are carried unanimously.

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, there was following specific event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards and the Company has duly complied with the applicable laws/ rules/ regulations with respect to the following:

During the period under consideration, the Company has issued and allotted 2300000 Equity Shares of the face value of Rs. 10/- at an issue price of Rs.39.50 per share on preferential allotment basis on 25.08.2023 to the Promoters/Promoters Group and non-Promoters. These shares have been listed on EMERGE platform of NSE Ltd.

I further report that during the audit period, there were no instances of:

- i.Public / Rights / Sweat Equity.
- ii.Redemption / Buy-Back of Securities.
- iii.Merger / Amalgamation / Reconstruction etc.
- iv.Foreign Technical Collaborations.

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

**For S. K. SIKKA & ASSOCIATES**  
Company Secretaries

Place: Chandigarh  
Date: 07.06.2024

Sd/-  
(Sushil K. Sikka)  
Prop.  
FCS 4241, CP 3582  
Peer Review Cert. No. 1057/2021  
**UDIN: F004241F000544198**

## Annexure –A to Secretarial Auditors' Report

To  
The Members  
**PRITIKA ENGINEERING COMPONENTS LIMITED**  
**(CIN L28999PB2018PLC047462)**  
Plot No. C-94, Phase-VII Industrial Focal Point,  
S.A.S Nagar Mohali -160055

My Secretarial Audit Report for Financial Year ended on 31<sup>st</sup>March 2023of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of event etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For S. K. SIKKA & ASSOCIATES**  
Company Secretaries

Place: Chandigarh  
Date: 07.06.2024

Sd/-  
(Sushil K. Sikka)  
Prop.  
FCS 4241, CP 3582  
Peer Review Cert. No. 1057/2021

## ANNEXURE-H

### MANAGEMENT DISCUSSION AND ANALYSIS

#### *Forward looking statement*

*Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events.*

*The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise forward looking statements, on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include changes in government regulations, tax laws, economic developments within the country and such other factors globally.*

*The following discussions on our financial condition and result of operations should be read together with our audited consolidated financial statements and the notes to these statements included in the annual report. Unless otherwise specified or the context otherwise requires, all references herein to "we", "us", "our", "the Company", "Pritika" are to Pritika Auto Industries Ltd.*

### **ECONOMIC OVERVIEW**

#### **Indian Economy Outlook**

Ten years ago, India was the 10th largest economy in the world, with a GDP of USD 1.9 trillion at current market prices. Today, it is the 5th largest with a GDP of USD 3.7 trillion (est. FY24), despite the pandemic. The last few years' journey is marked by several reforms, both substantive and incremental, which have significantly contributed to the country's economic progress. These reforms have also delivered an economic resilience that the country will need to deal with unanticipated global shocks in the future.

In the next three years, India is expected to become the third-largest economy in the world, with a GDP of USD 5 trillion. The government has, however, set a higher goal of becoming a 'developed country' by 2047. With the journey of reforms continuing, this goal is achievable. The reforms will be more purposeful and fruitful with the full participation of the state governments. The participation of the states will be fuller when reforms encompass changes in governance at the district, block, and village levels, making them citizen-friendly and small business-friendly and in areas such as health, education, land and labour in which states have a big role to play.

The strength of the domestic demand has driven the economy to a 7 per cent plus growth rate in the last three years. As discussed in the previous sections, the robustness seen in domestic demand, namely, private consumption and investment, traces its origin to the reforms and measures implemented by the government. The supply side has also been strengthened with investment in infrastructure – physical and digital – and measures that aim to boost manufacturing. These have combined to provide an impetus to economic activity in the country. Accordingly, in FY25, real GDP growth will likely be closer to 7 per cent.

There is, however, considerable scope for the growth rate to rise well above 7 per cent by 2030. The speed with which physical infrastructure is being built will allow the ICOR to decline, translating private investments into output quickly. The introduction of IBC process has freed up economic capital that was otherwise rendered unproductive. The rapidly expanding digital infrastructure is continuously improving

institutional efficiency. Technological progress is picking up pace with rising collaboration with foreign partners in the production of goods and services. Decisive steps have been taken to speed up human capital formation. Finally, the overall investment climate is increasingly becoming more favorable with sustained enhancement in the ease of doing business.

The expansion of the tax base that the GST facilitates will strengthen the finances of the Union and state governments, enabling growth-enhancing public expenditures. The rising credibility of the RBI in restraining inflation will anchor inflationary expectations, providing a stable interest rate environment for businesses and the public to make long-term investment and spending decisions, respectively.

According to the IMF, between 2012 and 2019, after the global economic crisis and the waning of the impact of the immediate stimulus measures taken by the affected countries in its wake, global economic growth at constant prices averaged 3.4 per cent. The growth rate was similar in the five-year period between 2014 and 2019. Between 2023 and 2028, the Fund's projected growth for the world economy is around 3.1 per cent. Further, data from the World Trade Organization (WTO) show that, in value terms, world trade barely grew in either period (2012-19 or 2014-19). In volume terms, the growth rate averaged 2.4 per cent. Despite this insipid backdrop for global economic growth and trade growth, between 2014 and 2019, the compounded annual growth rate of the Indian economy at constant price was 7.4%. In other words, these data demonstrate the internal strengths of the Indian economy, which bestow on it the ability to grow notwithstanding unfavorable global economic conditions. Therefore, it is eminently possible for the Indian economy to grow in the coming years at a rate above 7 percent on the strength of the financial sector and other recent and future structural reforms. Only the elevated risk of geopolitical conflicts is an area of concern. Priority areas for future reforms include skilling, learning outcomes, health, energy security, reduction in compliance burden for MSMEs, and gender balancing in the labour force. Furthermore, under a reasonable set of assumptions with respect to the inflation differentials and the exchange rate, India can aspire to become a USD 7 trillion economy in the next six to seven years (by 2030). This will be a significant milestone in the journey to delivering a quality of life and standard of living that match and exceed the aspirations of the Indian people.

Source: *Department of Economic Affairs – Government of India*

(<https://dea.gov.in/sites/default/files/The%20Indian%20Economy%20-%20A%20Review%20Jan%202024.pdf>)

### **Indian Auto-Components Industry**

The auto ancillary industry in India witnessed a significant growth trajectory, with a turnover of Rs. 5.6 lakh crore in 2022-23, marking a remarkable revenue increase of 32.8% compared to the previous year. This growth was primarily driven by domestic OEM supplies, which accounted for around 66% of the industry's turnover, followed by the domestic aftermarket contributing approximately 12%, and exports constituting about 22.3% in FY23. Despite challenges, such as import growth outpacing exports, the industry managed to maintain a surplus in exports, reflecting its competitive edge in international markets.

In terms of employment and economic contribution, the auto ancillary sector plays a significant role, providing direct employment to 1.5 million people and contributing 2.3% to India's GDP. Projections indicate that by 2026, the industry's contribution to GDP is expected to rise to 5-7%, with direct employment opportunities expanding to accommodate 3.2 million individuals, showcasing its potential as a key driver of economic growth and employment generation.

Looking ahead, the industry is poised for further expansion, with forecasts indicating a growth trajectory towards reaching a milestone turnover of US\$ 200 billion by FY26. Initiatives like the Production Linked Incentive (PLI) schemes and supportive policies from the government are fueling investments and driving growth. Major players in the sector, including Tata Motors, Ola Electric, Bosch, Apollo Tyres, among others, have announced substantial investment plans, underscoring the sector's attractiveness for both domestic and foreign investors.

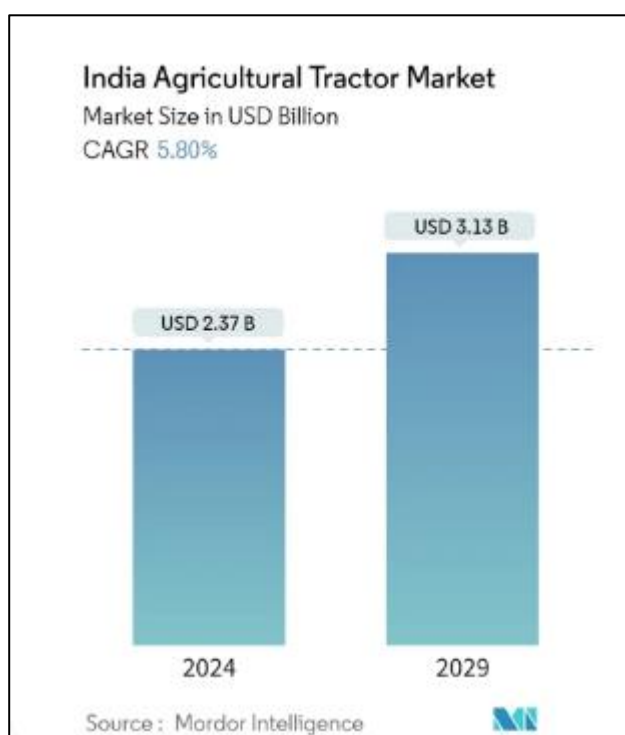
India's strategic positioning in the global automotive landscape is evident, with the country holding significant manufacturing prowess as the largest producer of tractors, second-largest of buses, and third-largest of heavy trucks globally. Furthermore, the emphasis on electric vehicles (EVs) is gaining traction, with substantial investments and policy support aimed at fostering EV manufacturing and infrastructure development. These developments, coupled with partnerships with international entities like JBIC and initiatives such as the FAME Scheme for EVs, are propelling the auto ancillary industry towards a dynamic and growth-oriented future.

Source: (<https://www.ibef.org/industry/auto-components-presentation>)



## Indian Agricultural Tractor Market

The India Agricultural Tractor Market is expected to grow from USD 2.37 billion in 2024 to USD 3.13 billion by 2029, with a CAGR of 5.80%. This growth is driven by factors such as increased demand due to higher Kharif sowing, good cash flows to farmers, normal monsoons, government rural spending, and exemptions from lockdowns. India is a major global tractor market, selling 600,000 to 700,000 tractors annually.



The market is dominated by Indian OEMs like Mahindra & Mahindra Limited, TAFE, International Tractors Ltd (Sonalika), and Escorts Limited. International players like Deere & Company and CNH also have a notable presence. Government initiatives, including subsidies and support for farm mechanization, contribute to market growth.

Farm mechanization trends show increased use of tractors, with subsidies shared between the central and state governments. Easy credit availability, low-interest loans, and concessions like tax exemptions for small tractors aid farmers in purchasing equipment. Custom hiring services for tractors are becoming popular, supported by government schemes and initiatives across various states, leading to market expansion and increased adoption of tractors for agricultural practices.

The agricultural tractor market in India is characterized by consolidation, with major players like Mahindra & Mahindra Ltd leading the market. Investments in new products, expansions, acquisitions, and R&D are driving business growth and innovation in the industry.

Source: <https://www.mordorintelligence.com/industry-reports/india-agricultural-tractor-machinery-market>

### **About Pritika Auto Industries Ltd.**

Pritika Auto Industries Ltd. is a flagship company of the Pritika Group of Industries which was set up in 1974 by Late Mr. Raminder S. Nibber, manufacturing small forgings. Over the last four decades and under Mr. Nibber's visionary leadership, the Company has established itself as a robust and reliable brand in its market, specializing in machined castings and automotive components. A quality driven organization, Pritika produces world class components from modern facilities. Pritika has manufacturing facilities situated at Mohali, Derabassi and Hoshiarpur (Punjab), and Tahliwal (Himachal Pradesh) with a total capacity exceeding 75,000 metric tons per annum (MTPA)

Catering primarily to tractors and commercial vehicles, Pritika focuses on expanding and diversifying its product portfolio. The Company manufactures a wide range of products such as axle housings, wheel housings, hydraulic lift housings, end cover, plate differential carrier, brake housings, cylinder blocks, and

crank cases, among others. Pritika is one of the biggest component suppliers in the tractor segment of the automobile industry in India and supplies to OEMs like M&M, Swaraj Engines Ltd, TAFE, Escorts, SML Isuzu, TMTL, Ashok Leyland, New Holland Tractors India Ltd., Brakes India etc., as well as exports casted products outside India. The Company's vision is to provide products which meet customer's quality requirement constantly at competitive prices.

## **CONSOLIDATED FINANCIAL OVERVIEW**

The consolidated performance of the Company for the financial year ended March 31, 2024, is as follows:

Total revenue from operations at Rs. 342.09 crore for the year ended March 31, 2024, as against Rs. 362.03 crore (net of taxes) for the corresponding previous period, a decrease of 5.51%, mainly on account of challenging market conditions.

The EBIDTA (earnings before interest, depreciation and tax, excluding other income) was Rs. 52.48 crore for the year ended March 31, 2024, as against Rs. 41.53 crore for the corresponding previous period, an increase of 26.35%.

The PAT (profit after tax) was Rs. 16.85 crore for the year ended March 31, 2024, as against Rs. 15.69 crore for the corresponding previous period, a rise of 7.38%.

EPS was at Rs.1.18, YoY decline of 33.33% (1.77 in FY23) due to Challenging market conditions leading to lower volumes and increased equity capital.

## **RESOURCES AND LIQUIDITY**

As on March 31, 2024, the consolidated net worth stood at Rs.224.42 crore and the consolidated debt was at Rs. 82.32 crore.

The consolidated net debt to equity ratio of the Company stood at 0.37 as on March 31, 2024.

## **BUSINESS PERFORMANCE**

Pritika registered de-growth of 5.51% in revenue clocking a turnover of Rs.342.09 cr in FY24. The Company produced 36,772 tons of machined casting during the year. About 92-93% of the revenue was contributed by the tractor components segment while the rest was from the commercial vehicle segment. With capacity in place, Pritika is focusing on higher production and better utilization in future, based on a good order visibility. The Company is also adding high-value products and trying to improve operational efficiencies, while expanding export revenues.

The Company is dealing in single segment i.e. manufacturing of Automotive Components/parts.

## **DEVELOPMENTS IN BUSINESSES DURING THE YEAR:**

- Pritika Industries Limited, wholly owned by the Promotor Family as an unlisted company, specializes exclusively in machining operations, sourcing castings from Pritika Auto Industries Limited (PAIL). Through a demerger process, the "Automotive/Tractor/Engineering Components Business Undertaking" of Pritika Industries Limited is transferred to Pritika Auto Industries Limited (resulting company). Pritika Auto Industries Limited expands its operations to include both castings and machining, leading to a more favorable margin outlook for the company.
- Company announced plans to raise Rs. 30.40 cr. by issuance of 1,60,00,000 fully convertible warrants to non-promoter category on preferential basis, at Rs. 19/- per warrant.

## KEY FINANCIAL RATIOS:

EBITDA margin and PAT Margins improved 387 bps and 59 bps, respectively, as compared to immediately previous year ended 31<sup>st</sup> March 2024.

Return on Equity has decreased to 6.53% in FY 2024 due to Challenging market conditions leading to lower volumes and due to increased equity capital.

There was no significant change i.e. 25% or more in the key Financial Ratio except in the following:

Particulars	Year ended 31.03.2024	Year ended 31.03.2023	Change
Debt Equity Ratio (in times)	0.18	0.14	30.92%
Trade Receivables Turnover Ratio (in times)	5.66	4.31	31.31%
Net Capital Turnover Ratio (in times)	5.40	4.28	30.84%

The change in the above ratios is due to implementation of Scheme of Arrangement between Pritika Industries Limited (the Demerged Company) and Pritika Auto Industries Limited (the Resulting Company) by which "Automotive/Tractor/Engineering Components Business Undertaking" of the demerged company was merged with Pritika Auto Industries Limited (the Resulting Company). The Scheme was approved by Hon'ble NCLT, Bench Chandigarh vide its order passed on 04/12/2023.

## RISKS AND CONCERNS

The company encounters various risks, both internal and external, as it conducts its daily operations and works towards its long-term goals. A comprehensive policy is developed, and dedicated risk workshops are conducted for each business vertical and key support functions. These workshops focus on identifying, assessing, analyzing, and either accepting or mitigating risks to a level deemed acceptable within the organization's risk appetite. The risk policy undergoes periodic reviews to ensure its effectiveness and relevance.

The Company faces the following Risks and Concerns:

### Economy and Market Risk

The Company's expansion is closely tied to the cyclical nature of the agricultural and automotive sectors. The fluctuations in the Indian commercial vehicle and tractor industries directly influence the demand for associated components. Given the significant impact of the automotive sector on economic growth, any downturn in the overall economy would have repercussions on the commercial vehicle industry.

### Credit Risk

Pritika has established a credit policy to handle its credit exposure, including procedures for credit limit requests and approvals. Before bidding on projects, the company conducts thorough research on clients' financial health and project potential. It diligently follows up with clients to ensure payments are made according to schedule. The company has optimized its processes to create a targeted and proactive receivables management system, ensuring collections are received on time.

### Interest Rate Risk

The company has effectively handled its debt-equity ratio by employing a combination of loans and internal cash flows. It has also efficiently managed its working capital to maximize cost optimization in terms of overall interest expenses.

## **Contractual Risk**

Pritika adheres to a rigorous procedure for assessing the legal risks associated with contracts and determining its legal obligations according to relevant contract laws. It meticulously evaluates worst-case scenarios and, as a strategic measure with input from advisors, incorporates stringent terms to limit liabilities to the fullest extent feasible.

## **Competition Risk**

As is typical across industries, growth prospects bring about increased competition. We encounter competition at various levels, including from domestic and multinational firms. Pritika has established distinct advantages in project execution, quality, and timely delivery, making it resilient against competitive pressures. Additionally, the company maintains a competitive edge through ongoing investments in technology and employee development. Our robust and enduring client base, consisting of both large and mid-sized enterprises, contributes to a healthy order backlog and shields the company from this risk. We also mitigate this risk through our focus on infrastructure quality, customer-centric approach, and innovative solutions tailored to customer needs, supported by competitive pricing and an assertive marketing strategy. Our disciplined project management practices, along with prudent financial and human resource management and cost control measures, further strengthen our resilience against competitive challenges. Therefore, we anticipate minimal impact from this risk.

## **Input Cost Risk**

Changes in raw material prices, power costs, and other input expenses could impact our profitability and cost efficiency. These risks, particularly those related to raw material pricing and power availability, are potentially significant and require vigilant monitoring.

## **Liability Risk**

This risk pertains to our responsibility for any harm caused to cargo, equipment, lives, or third parties, potentially impacting our business negatively. The company seeks to mitigate this risk through contractual commitments and insurance coverage.

## **OPPORTUNITIES**

- Rising Agricultural Sector Growth
- Supportive Government Policies for Agriculture
- Expanding Commercial Vehicle Market
- Favorable Export Conditions
- Utilization of Tractors Beyond Agriculture
- Investment Opportunities and Increased FDI

## **THREATS**

- Competitive pressure from both local and global competitors
- Economic volatility and regulatory shifts affecting market demand and profitability
- Technological progress potentially rendering current products outdated
- Vulnerability of the agricultural sector to adverse weather conditions and monsoons
- Fluctuating labor and raw material expenses posing risks
- Challenges in attracting and retaining skilled workforce
- Potential slowdown across the agricultural industry

## **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

For the purposes of effective internal financial control, Pritika has adopted various policies and procedures to ensure orderly and efficient conduct of its business, including adherence to company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

There has not been any significant change in such control systems. The control systems are reviewed by the management regularly. The same are also reviewed by the Statutory Auditors and Internal Auditors from time to time. Additionally, the Company has adopted various policies and procedures to safeguard its interest. These policies and procedures are reviewed from time to time. A proper reporting mechanism has been implemented in the organization for reporting any deviation from the policies and procedures. Compliance audit is conducted from time to time by external agencies on various areas of operations.

## **HUMAN RESOURCES**

Pritika has Human Relations and Industrial Relations policies in force. These are reviewed and updated regularly in line with the Company's strategic plans. The human relations team continually conducts training programs for talent development. The Company aims to develop the potential of every individual associated with it as a part of its business goal. Pritika leverages a mix of experienced as well as young talent to drive growth.

The company values its human resources as the principal drivers of change. The Company focuses on providing individual development and growth in a work culture that encourages team work and high performance.

As on March 31, 2024, the Company had a workforce of 1364 (permanent and contractual).

## **OUTLOOK**

Pritika Auto Industries Limited is positioned for a promising outlook in the automotive and agricultural sectors, driven by anticipated market expansion and demand growth. The company foresees significant opportunities in these sectors, attributed to government initiatives, technological advancements, and increasing investments. These factors are expected to fuel market expansion and create avenues for sustainable growth.

A key strength for Pritika Auto Industries lies in its competitive advantage and differentiation strategies. The company has established strong credentials in project execution, maintaining high-quality standards, and ensuring timely delivery. These aspects serve as robust differentiators, enabling the company to withstand competition from both domestic and multinational players.

Strategic partnerships and a diversified client base contribute significantly to Pritika Auto Industries' positive outlook. The company's long-standing relationships with large and mid-sized companies not only bolster its order book but also provide resilience against market fluctuations and competitive pressures. This client base serves as a solid foundation for sustained growth and profitability.

Risk mitigation and operational efficiency are integral to Pritika Auto Industries' strategic framework. The company has proactively addressed various risks, including raw material price fluctuations, regulatory challenges, and potential market slowdowns. Robust risk mitigation strategies, combined with disciplined project execution, prudent financial management, and a focus on innovation, enhance operational efficiency and profitability.

In conclusion, Pritika Auto Industries Limited maintains an optimistic outlook, driven by market demand, strategic investments, risk management practices, and a customer-centric approach. The company is poised to sustain its growth trajectory, enhance profitability, and deliver consistent value to stakeholders in the automotive and agricultural industries.

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

**Date: 15.06.2024**  
**Place: Mohali**

**Sd/-**  
**Harpreet Singh Nibber**  
**Chairman & Managing Director**  
**DIN: 00239042**

## ANNEXURE-I

### ANNUAL REPORT ON CSR ACTIVITIES for the financial year 2023-24

[Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014]

#### 1. CSR Policy- Brief Outline and Overview

The policy has laid down guidelines for the company to make a positive contribution to the society, mainly through promotion of education and healthcare. The policy is available on the website of the company at <https://www.pritikaautoindustries.com/csr-policy-may19.pdf>. The CSR Committee ensured that the activities were carried out as per the CSR Policy of the company. Implementing agencies were appointed to carry out the projects/programs.

#### 2. Composition of CSR Committee

The committee consists of following members:

S. No	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	*Mr. Raminder Singh Nibber	Chairman, Executive Director	02	02
2	Mrs. Neha	Member, Independent Director	02	02
3	Mr. Ajay Kumar	Member, Executive Director	02	02

\* Mr. Raminder Singh Nibber, Chairman of the committee ceased to be Member of Committee due to his demise on 12<sup>th</sup> March 2024.

3. Web link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: <https://www.pritikaautoindustries.com/>
4. The provisions of Impact Assessment are not applicable on the company.
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: N.A.

S. No.	Financial Year	Amount available for set-off from preceding financial year (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
---NA---			

6. Average Net Profit of the company as per Section 135(5): Rs.1253.80 lacs
7. (a) Two percent of average net profit of the company as per section 135(5): Rs. 25.08 lacs  
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil  
(c) Amount required to be set off for the financial year: Nil  
(d) Total CSR obligation for the financial year (7a+7b- 7c): Rs. 25.08 lacs

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

Total Amount Spent for the Financial Year. (in lacs)	Amount Unspent (in lacs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount.	Date of transfer	Name of the Fund	Amount	Date of transfer
33.25	---NA---				

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

S. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project.		Project duration.	Amount Allocated for the project (inRs.).	Amount spent in the current financial	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number.
---NA---												

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (in lacs)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1	BJF Stars Program 2 years residential program for IIT/AIEEE entrance	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Yes	Chandigarh	Chandigarh	5.00	No	Bhai Jaitajee Foundation India (BJFI)	CSR000 05563
2	INPA Institute for personnel training for teaching children with various disabilities	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Yes	Chandigarh	Chandigarh	4.00	No	Indian National Portage Association (INPA)	CSR00 023249
3	Menstrual Hygiene Awareness Program	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh	Yes	Punjab Himachal Pradesh	SAS Nagar Una	2.00	No	Rani Breast Cancer Trust	CSR0000 2412

		set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.							
4	Free Medical Facilities	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation] and making available safe drinking water.	Yes	Punjab	SAS Nagar	1.20	No	Sahibzada Ajit Singh Free Poly Clinic Trust (Regd.)	CSR000 11333
5	Jaswant Kaur Nibber Tailoring & Stitching Center	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	No	Punjab	Tarn Taran	15.18	Yes	Direct	NA
6	Khemkaran Sports Academy	Training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports	No	Punjab	Tarn Taran	4.40	Yes	Direct	NA
7	Renovation of Sports Facilities for students	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.	Yes	Punjab	SAS Nagar	1.00	No	Chandigarh Central Rotary Club Service Trust	CSR0001 3255
<b>TOTAL</b>						<b>32.78</b>			

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

S. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (Amount in lakh)	Amount Spent in the reporting Financial Year (Amount in lakh)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years. (Amount in lakh)
				Name of the Fund	Amount (in lakh)	Date of transfer	
1	2022-23			-----NA-----			
2	2021-22			-----NA-----			
3	2020-21			-----NA-----			

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

S. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (Amount in lakh)	Amount spent on the project in the reporting Financial Year. (Amount in lakh)	Cumulative amount spent at the end of reporting Financial Year. (Amount in lakh)	Status of the project- Completed/ Ongoing
---NA---								



**10.** In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a) Date of creation or acquisition of the capital asset(s). Nil

(b) Amount of CSR spent for creation or acquisition of capital asset. Nil

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. Nil

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). Nil

**11.** Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). **N.A.**

**Date: 15.06.2024**

**Place: Mohali**

**Sd/-**

**Ajay Kumar**  
**Member, CSR Committee**

**Sd/-**

**Harpreet Singh Nibber**  
**Chairman, CSR Committee**



# SUNIL KUMAR GUPTA & CO.

## CHARTERED ACCOUNTANTS

B-10, MAGNUM HOUSE-1, KARAMPURA COMMERCIAL COMPLEX,  
SHIVAJI MARG, NEW DELHI-110015

Mobile : 9213527574

• E-mail: rahulgoyal199125@gmail.com

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### INDEPENDENT AUDITOR'S REPORT

To the Members of PRITIKA AUTO INDUSTRIES LIMITED

#### Report on Audit of the Standalone Financial Statements

#### Opinion

We have audited the accompanying standalone financial statements of **PRITIKA AUTO INDUSTRIES LIMITED** (“the Company”), which comprise the Balance Sheet as at 31<sup>st</sup> March 2024, the Statement of Profit and Loss (including other comprehensive income), the statement of changes in equity and Cash Flow Statement for the year then ended and notes to the standalone financial statements including material 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 standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2024, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

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

## **Key Audit Matters**

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

During the financial year 2023-24, the Company implemented a Scheme of Arrangement between Pritika Industries Ltd. (the Demerged Company) and Pritika Auto Industries Ltd. (the Resulting Company). This scheme was approved by National Company Law Tribunal (NCLT), Bench Chandigarh, vide its order dated 4th December 2023, pursuant to Sections 230 to 232, read with other relevant provisions of The Companies Act, 2013. The Scheme of Arrangement became effective in the books of accounts on 26th December 2023, and necessary entries have been made in the books of accounts to reflect the approval of the scheme. However, the financial information presented herewith for the financial year has been prepared taking into consideration the information pertaining to asset, liabilities, income, expenses and cash flows continued in the name of Pritika Industries Limited for Mohali and Bathri Unit post demerger in the books of Pritika Auto Industries Limited on account of procedural issues.

Impact on Financial Results:

Effective Date: 26th December 2023.

Financial Year Ended: 31st March 2024.

Effect on Financials:

The annual financials for the year ending 31st March 2024 include the financial figures of the demerged undertaking of Pritika Industries Ltd. vest into Pritika Auto Industries Ltd. Pursuant to the Scheme of arrangement between Pritika Auto Industries Limited and Pritika Industries Limited approved by NCLT Chandigarh bench. The financial figures for the year ending 31st March 2024 are not comparable with those of the previous financial year ending 31st March 2023.

Transactions carried out during the previous year with Pritika Industries Ltd. have been considered as related party transactions affecting the Profit and Loss Account and the Assets and Liabilities Account.

## **Management's and Board of Directors' Responsibilities for the standalone Financial Statements**

The Company's management and Board of Directors are responsible for the matter stated in Section 134(5) of the Companies Act 2013 ("the Act") with respect to preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibility for the Audit of the standalone Financial Statements**

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

As Part of an audit in accordance with SA's specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

1. As required by the Companies (Auditor's Report) Order 2020 ("the Order) issued by the Central Government of India in terms of section 143(11) of the Act, we give in the **Annexure 1**, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. (A) Further to our comments in Annexure 1, as required by section 143(3) of the Act based on our audit, we report , to the extent applicable, that
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
  - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books except for the matters stated in paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ;
  - c. The Standalone financial statements dealt with by this Report are in agreement with the books of accounts.
  - d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act.
  - e. On the basis of written representations received from the directors as on 31<sup>st</sup> March 2024, taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2024, from being appointed as a director in terms of section 164(2) of the Act.
  - f. The modification relating to the maintenance of accounts and other matters connected therewith are stated in paragraph 2A(b) above on reporting under section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

- g. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company as on 31<sup>st</sup> March 2024 and the operating effectiveness of such controls, refer to our separate report in “Annexure 2” wherein we have expressed an unmodified opinion; and
- (B) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31<sup>st</sup> March 2024 on its financial position in its standalone financial statements. Refer Note 40 & 42 to the standalone financial statements.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31<sup>st</sup> March 2024.
  - c. There are no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31<sup>st</sup> March 2024.
  - d.
    - (i) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - ii. The Management has represented that, to the best of its knowledge and belief, other than as disclosed in notes to the accounts, no funds have been received by the Company 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 (“Ultimate Beneficiaries”) by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - iii. Based on the audits procedures performed 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) contain any material mis-statement.
  - e. The company has not declared or paid any dividend during the year.
  - f. Based on our examination which included test checks, the company in respect of financial year commencing on 1<sup>st</sup> April 2023, has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was not enabled at database level for accounting software to log any direct data changes. Further, during the course of our audit we did not come across any instance of audit trail feature being tempered with in respect of the accounting software where such feature is enabled.

- (c ) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:  
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

**For Sunil Kumar Gupta & Co.**  
Chartered Accountants  
Firm Regn No: 003645N

**Sd/-**  
**Rahul Goyal**  
Partner  
Membership No.: 540880

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN:24540880BKEBAU1733

## Annexure - 1 TO INDEPENDENT AUDITORS' REPORT

(Annexure referred to in our report of even date to the members of Pritika Auto Industries Limited on the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2024).

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

(i)(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work in progress.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, title deeds of all the Immovable properties ( other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee.) disclosed in the Note 3 of Standalone financial statements are held in the name of the company except one of the Immovable Property:

Description of Property	Gross Carrying Value	Held in the name of	Whether Promoter, director or their relative or employee	Period Held- Indicate where appropriate	Reason for not being held in name of company
Land (Mohali)	1,65,000	Pritika Industries Limited	Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives	Since 1998	Become property of the company under scheme of arrangement and updation of Name change is under process with relevant Authorities



- (d ) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangibles assets during the year. Accordingly, clause 3(i)(d) of the Order is not applicable.
- (e ) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The management, banks and stock auditors had physically verified the inventories at reasonable intervals during the year. In our opinion and according to information and explanations given to us, the frequency/ procedure and coverage of physical verification were appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed during verification.
- (b) The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the company with such banks and such statements are in agreement with the books of account of the company for the respective periods, which were not subject to audit.
- (iii) 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 made investments in the subsidiary company during the year and provided corporate guarantee on behalf of subsidiary & Step down Subsidiary to banks & NBFC & guarantee to electricity board during the year. The Company has granted loans and advances in the nature of loans during the year. The Company has not provided guarantees during the year to firms or limited liability partnerships. Details of which are given below
- a. Based on the audit procedures carried out by us and as per the information and explanations given to us, the company has granted loans to subsidiary company and other companies as below:

Particulars	Loans (Amount in Lakhs)
Aggregate amount during the year- subsidiary company	1212.00
Other Companies	-
Balance Outstanding as at the Balance Sheet date-	
subsidiary company (including interest net of TDS)	1280.34
Other companies	929.96 (includes Rs 539.85 of 'Business undertaking' merged under Scheme of arrangement)

b. Based on the audit procedures carried out by us and as per the information and explanations given to us, the company has provided corporate guarantee to Banks and NBFC during the year as below:

Particulars	Corporate Guarantee (Amount in Lakhs)
<b>Aggregate amount during the year-</b> For subsidiary company For Step Down Subsidiary	129.79 700.00
<b>Balance Outstanding as at the Balance Sheet date-</b> For Subsidiary company For Step Down Subsidiary	4615.79 700.00

Based on audit procedures carried out by us and as per the information and explanations given to us the company has given Bank guarantee to Electricity board of 123.21 lakh as at 31.03.2024.

- b. According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion no guarantees were provided during the year and the terms and conditions of the grant of loans and advances in the nature of loans during the year are, prima facie, not prejudicial to the interest of the Company.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, in the case of loans and advances in the nature of loans given, the repayment of principal and payment of interest if any has been stipulated and the repayments or receipts have been regular.
- d. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans and advances in the nature of loans given.
- e. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loans granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans or advances in the nature of loans given to same parties.
- f. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 in respect of loans and advances given, investments made and, guarantees and securities given, have been complies with by the company.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

- (vi) We have broadly reviewed the books of accounts maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 in respect of Company's products and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into Goods and Services Tax ("GST")

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities;

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Value Added Tax or Cess or other statutory dues which have not been deposited on account of any dispute, except as mentioned below:

Name of Dues and Name of Statute	Year to which amount relates	Forum where matter is pending	Amount in Rs.
Income Tax Income Tax Act, 1961	FY 2016-17	Commissioner of Income Tax (Appeals)	14,37,160
Income Tax Income Tax Act, 1961	FY 2017-18	Commissioner of Income Tax (Appeals)	12,28,740
Income Tax Income Tax Act, 1961	FY 2018-19	Commissioner of Income Tax (Appeals)	17,35,510
Income Tax Income Tax Act, 1961	FY 2019-20	Commissioner of Income Tax (Appeals)	6,47,680
Income Tax Income Tax Act, 1961	FY 2022-23	Commissioner of Income Tax (Appeals)	37,57,350

- (viii) 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 surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

- (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 the repayment of loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c ) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e )According to the information and explanations given to us and 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.
- (f ) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b)According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made preferential allotment of shares warrants during the year. And the requirements of section 42 of the companies Act, 2013 has been complied with and the funds have been used for the purposes for which the funds were raised.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the 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.
- (c ) There is no whistle blower complaints received during the year hence this clause 3(xi)(c ) is not applicable to the company.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable.
- (b) The Company has not conducted any Non- Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;. Accordingly, clause 3(xvi)(b) is not applicable to the company.
- (c ) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is 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 standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

**For Sunil Kumar Gupta & Co.**  
Chartered Accountants  
Firm Regn No: 003645N

**Sd/-**  
**Rahul Goyal**  
Partner  
Membership No.: 540880

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN: 24540880BKBAU1733

## Annexure - 2

### **Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

#### **Opinion**

We have audited the internal financial controls with reference to standalone financial statements of **PRITIKA AUTO INDUSTRIES LIMITED** (“the Company”) as of 31<sup>st</sup> March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to standalone financial statements 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 (the “Guidance Note”).

#### **Management’s and Board of Directors’ Responsibility for Internal Financial Controls**

The Company’s management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the 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 with reference to standalone financial statements based on our audit. We conducted our audit in accordance with 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 with reference to standalone financial statements, 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, 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 standalone financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls with reference to standalone financial statements**

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

#### **Inherent Limitations of Internal Financial Controls with reference to standalone financial statements**

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

**For Sunil Kumar Gupta & Co.**  
Chartered Accountants  
Firm Regn No: 003645N

**Sd/-**  
**Rahul Goyal**  
Partner  
Membership No.: 540880

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN: 24540880BKEBAU1733



PRITIKA AUTO INDUSTRIES LIMITED  
CIN NO.L45208PB1980PLC046738  
C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055  
STANDALONE BALANCE SHEET AS AT MARCH 31, 2024

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Note No.	As At March 31, 2024	As At March 31, 2023
<b>I. ASSETS</b>			
<b>1. Non Current Assets</b>			
(a) Property, Plant and Equipment	3	12,409.89	7,214.65
(b) Capital work in progress	3	183.30	9.09
(c) Goodwill	4	2,591.57	1,354.77
(d) Financial Assets			
- Investments	5	6,677.79	1,951.16
- Other financial Assets & Loan	6	1,375.20	130.12
(e) Deferred Tax Assets (Net)	7	177.52	79.80
(f) Other Non-Current Assets	8	217.57	164.75
<b>Total Non Current Assets (A)</b>		<b>23,632.84</b>	<b>10,904.34</b>
<b>2. Current Assets</b>			
(a) Inventories	9	10,063.65	6,045.31
(b) Financial Assets			
- Trade Receivables	10	3,633.24	8,395.75
-Cash and Cash Equivalents	11	207.94	962.05
-Bank balances other than cash and cash equivalents	12	128.43	79.98
-Other Financial Assets	13	1,616.36	917.43
(c) Other Current Assets	14	1,306.49	221.50
<b>Total Current Assets (B)</b>		<b>16,956.11</b>	<b>16,622.02</b>
<b>TOTAL ASSETS ( A+ B)</b>		<b>40,588.95</b>	<b>27,526.36</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1. Equity</b>			
(a) Equity Share Capital	15	3,207.79	1,773.45
(b) Other Equity	16	21,898.13	14,397.99
<b>Total Equity (A)</b>		<b>25,105.92</b>	<b>16,171.44</b>
<b>2. LIABILITIES</b>			
<b>Non Current Liabilities</b>			
(a) Financial Liabilities			
- Borrowings	17	3,627.04	1,500.27
(b) Provisions	18	305.75	232.38
(c) Deferred Tax Liabilities (Net)	19	492.95	270.90
(d) Other non-current liabilities	20	183.53	40.26
<b>Total Non Current Liabilities ( B)</b>		<b>4,609.27</b>	<b>2,043.81</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
- Borrowings	21	6,564.67	4,688.64
-Trade Payables			
Total Outstanding dues of micro enterprise and small enterprise	22	105.95	-
Total Outstanding dues of creditors other than micro enterprise and small enterprise	22	1,366.14	2,348.80
- Other Financial Liabilities	23	2,198.01	1,729.28
( b) Other Current Liabilities	24	360.93	312.08
( c ) Provisions	25	52.90	38.45
(d) Current Tax Liability (Net)	26	225.16	193.86
<b>Total Current Liabilities ( C)</b>		<b>10,873.76</b>	<b>9,311.11</b>
<b>TOTAL EQUITY AND LIABILITIES (A+B+C)</b>		<b>40,588.95</b>	<b>27,526.36</b>

Summary of Material Accounting Policies and other explanatory information form an integral part of these Standalone financial statements 1-59

This is the standalone balance sheet referred to in our report of even date

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

For and on behalf of Board of Directors

Sd/-  
CA Rahul Goyal  
Partner  
Membership No.: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman & Managing Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
( Whole Time Director )  
DIN No. 02929113

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN NO: 24540880BKBAU1733

Sd/-  
Narinder Kumar Tyagi  
Director Finance & C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

**PRITIKA AUTO INDUSTRIES LIMITED**

CIN NO.L45208PB1980PLC046738

C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055

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

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Note No.	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
I Revenue from operations	27	34,071.63	31,299.59
II Other Income	28	214.91	208.68
<b>III Total Income ( I+II)</b>		<b>34,286.54</b>	<b>31,508.27</b>
<b>IV Expenses</b>			
a) Cost of material consumed	29	21,238.70	21,394.25
b) Changes in inventories of finished goods , Work in progress and stock in trade	29(a)	372.92	25.52
c) Employee benefits expense	30	2,609.10	1,608.63
d) Finance costs	31	1,159.74	662.15
e) Depreciation and amortization expense	32	1,348.83	911.63
f) Other Expenses	33	5,747.61	5,147.65
<b>Total Expenses (IV)</b>		<b>32,476.90</b>	<b>29,749.83</b>
<b>V Profit/(Loss) before exceptional items and tax ( III-IV)</b>		<b>1,809.64</b>	<b>1,758.44</b>
VI Exceptional Items		-	-
<b>VII Profit/ (Loss) before tax ( V-VI)</b>		<b>1,809.64</b>	<b>1,758.44</b>
<b>VIII Tax Expense:</b>			
a) Current Tax	34	495.80	545.46
b) Adjustment of tax relating to earlier periods		0.67	0.45
c) Deferred Tax	34	(35.28)	(29.89)
<b>Total tax expenses ( VIII )</b>		<b>461.19</b>	<b>516.02</b>
<b>IX Profit / (Loss ) for the period ( VII-VIII)</b>		<b>1,348.45</b>	<b>1,242.42</b>
<b>X Other comprehensive income</b>			
(A)(I) Items that will not to be reclassified to profit or loss			
Re-measurement Gains/ (losses) on defined benefit plans		(23.62)	(19.36)
Revaluation ( Loss)/ Gain due to Foreign exchange		-	1.73
Impact of fair valuation of Equity shares and mutual fund		3,682.55	753.38
(II) Income tax relating to items that will not be reclassified to Profit & Loss		-	-
B. (I) Items that will be reclassified to profit or loss		-	-
(II) Income tax relating to items that will be reclassified to Profit & Loss		-	-
<b>XI Total comprehensive Income for the period</b>		<b>5,007.38</b>	<b>1,978.17</b>
<b>XII Earnings per equity share( Nominal value of Rs. 2/- per share )</b>			
Basic	35	1.26	1.40
Diluted	35	1.19	1.40
<b>Summary of Material Accounting Policies and other explanatory information form an integral part of these Standalone financial statements</b>	1-59		

This is the standalone statement of profit and loss referred to in our report of even date

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

For and on behalf of the Board of directors

Sd/-  
CA Rahul Goyal  
Partner  
Membership No.: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman & Managing Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
( Whole Time Director )  
DIN No. 02929113

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN NO: 24540880BKEBAU1733

Sd/-  
Narinder Kumar Tyagi  
Director Finance & C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

**PRITIKA AUTO INDUSTRIES LIMITED**

CIN NO.L45208PB1980PLC046738

C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2024

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax as per statement of Profit & Loss	1,809.64	1,758.44
Add: Adjustment on account of demerger	2,732.96	-
<b>Adjustments for:</b>		
- Depreciation and amortisation expense	1,348.83	911.63
- Finance costs	1,159.74	662.15
- Gratuity / Leave encashment provision	85.63	45.80
- Forex fluctuation	(14.22)	(12.69)
- LTCG on sale of shares	-	(0.60)
<b>Operating profit before working capital changes</b>	<b>7,122.58</b>	<b>3,364.73</b>
<b>Movement in Working Capital</b>		
Increase/(Decrease) in Trade Payables	(876.72)	400.84
Increase/(Decrease) in Other Current/Financial Liabilities	520.03	(101.63)
Increase/(Decrease) in Provisions	73.37	48.10
(Increase) / Decrease in Trade Receivables	4,762.51	(2,271.08)
(Increase) / Decrease in Inventories	(4,018.35)	(391.20)
(Increase) / Decrease in Other Current Assets	(1,084.98)	3.86
(Increase) / Decrease in Other Assets	(2,094.56)	657.31
<b>Cash generated from operations</b>	<b>4,403.89</b>	<b>1,710.93</b>
Taxes paid	(259.01)	(544.80)
<b>Net Cash generated from Operating Activities (A)</b>	<b>4,144.87</b>	<b>1,166.13</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, Plant & Equipment ( including CWIP)	(6,718.28)	(615.61)
Movement in fixed deposits (having original maturity of more than three months)	(48.45)	25.38
Increase in Investment ( Net of sale )	(2,995.24)	(8.39)
<b>Net Cash used in Investing Activities (B)</b>	<b>(9,761.97)</b>	<b>(598.62)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Long Term Loans Raised/(Paid) (Net)	1,876.06	491.05
Short Term Loans Raised/(Paid) (Net)	2,270.04	(262.52)
Increase in Share Capital	197.54	-
Proceed from issue of Share Warrant	-	760.00
Share premium	1,679.09	-
Interest Paid	(1,159.74)	(662.15)
<b>Net Cash from Financing Activities (C)</b>	<b>4,862.99</b>	<b>326.38</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>(754.11)</b>	<b>893.89</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>962.05</b>	<b>68.16</b>
<b>Cash and Cash Equivalents at the end of the year</b>	<b>207.94</b>	<b>962.05</b>

**Notes:**

- 1.) The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 "Statement of Cash Flow".
- 2.) Figures in bracket indicates cash outflow

Summary of Material Accounting Policies and other explanatory information form an integral part of these Standalone financial statements . ( Note No. 1 -59)

This is the standalone statement of cash flows referred to in our report of even date.

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

For and on behalf of the Board of Directors

Sd/-  
CA Rahul Goyal  
Partner  
Membership No.: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman & Managing Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
( Whole Time Director )  
DIN No. 02929113

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN NO: 24540880BKBEAU1733

Sd/-  
Narinder Kumar Tyagi  
Director Finance & C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

(All amounts in Rs. Lacs, unless otherwise stated)

A. Equity Share Capital		
Particulars	No. Of Shares	Amount (In Lacs)
<b>a) Authorised Share Capital</b>		
Balance as at April 1, 2022	18,25,00,000.00	3650.00
Changes in equity share capital due to prior period errors	-	-
Restated balance as at April 1, 2022	18,25,00,000.00	3650.00
Issue of Shares during the year	-	-
<b>As at 31st March 2023</b>	<b>18,25,00,000.00</b>	<b>3650.00</b>
<b>Balance as at April 1, 2023</b>		
Balance as at April 1, 2023	18,25,00,000.00	3650.00
Changes in equity share capital due to prior period errors	-	-
Restated balance as at April 1, 2023	18,25,00,000.00	3650.00
Issue of Shares during the year	-	-
<b>As at 31st March 2024</b>	<b>18,25,00,000.00</b>	<b>3650.00</b>

(All amounts in Rs. Lacs, unless otherwise stated)

Equity Share Capital		
Particulars	No. Of Shares	Amount (In Lacs)
<b>a) Issued and Subscribed and fully paid up</b>		
Balance as at April 1, 2022	8,86,72,500.00	1773.45
Changes in equity share capital due to prior period errors	-	-
Restated balance as at April 1, 2022	8,86,72,500.00	1773.45
Issue of Shares during the year	-	-
<b>As at 31st March 2023</b>	<b>8,86,72,500.00</b>	<b>1773.45</b>
<b>Balance as at April 1, 2023</b>		
Balance as at April 1, 2023	8,86,72,500.00	1773.45
Changes in equity share capital due to prior period errors	-	-
Restated balance as at April 1, 2023	8,86,72,500.00	1773.45
Add: Fresh Share issued during the period on conversion of share-warrant	98,77,000.00	197.54
Add: Fresh Shares issued during the period on account of scheme of arrangement	6,18,40,167.00	1,236.80
<b>As at 31st March 2024</b>	<b>16,03,89,667.00</b>	<b>3,207.79</b>

**B. Other Equity** (All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Reserves and Surplus				Total
	Share Warrant	Securities premium	Capital Reserve	Retained earnings	
Balance as at April 1, 2022	-	5,369.97	287.50	6,002.35	11,659.82
Change in Accounting policy or prior period errors	-	-	-	-	-
Restated balance as at April 1, 2022	-	5,369.97	287.50	6,002.35	11,659.82
Balance as at April 1, 2022	-	5,369.97	287.50	6,002.35	11,659.82
Profit / Addition during the year	-	-	-	1,242.42	1,242.42
Issued during the year	760.00	-	-	-	760.00
Trf to Capital Reserve	-	-	-	-	-
Other Comprehensive Income	-	-	-	735.75	735.75
<b>Balance as at March 31, 2023</b>	<b>760.00</b>	<b>5,369.97</b>	<b>287.50</b>	<b>7,980.52</b>	<b>14,397.99</b>
Balance as at April 1, 2023	760.00	5,369.97	287.50	7,980.52	14,397.99
Change in Accounting policy or prior period errors	-	-	-	-	-
Restated balance as at April 1, 2023	760.00	5,369.97	287.50	7,980.52	14,397.99
Balance as at April 1, 2023	760.00	5,369.97	287.50	7,980.52	14,397.99
Profit / Addition during the year	-	1,679.09	-	1,348.45	3,027.54
Received on account of scheme of arrangement	-	31.32	30.00	1,221.51	1,282.83
Amount received during the year	1,407.47	-	-	-	1,407.47
Converted into the Share Capital	(1,876.63)	-	-	-	(1,876.63)
Other Comprehensive Income	-	-	-	3,658.93	3,658.93
<b>Balance as at March 31, 2024</b>	<b>290.84</b>	<b>7,080.38</b>	<b>317.50</b>	<b>14,209.41</b>	<b>21,898.13</b>

Pursuant to the requirements of Division II of Schedule III of Companies Act 2013, below is the nature and purpose of each reserve :

- Securities Premium** : Securities Premium Reserve is used to record the Premium received on issue of shares. The reserve is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013
- Retained Earnings** : Retained earnings comprises of prior and current year's undistributed earnings after tax.
- Capital Reserve** : Capital reserve will be utilised for the purposes as permitted by The Companies Act, 2013.

This is the standalone statement change in equity referred to in our report of even date.

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

For and on behalf of Board of Directors

Sd/-  
CA Rahul Goyal  
Partner  
Membership no.: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman & Managing Director) ( Whole Time Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
( Whole Time Director )  
DIN No. 02929113

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN NO: 24540880BKBAU1733

Sd/-  
Narinder Kumar Tyagi  
Director Finance & C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

**PRITIKA AUTO INDUSTRIES LIMITED**

CIN NO.L45208PB1980PLC046738

C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055

**SUMMARY OF MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024**

**Note No. 1: Notes To The Financial Statement**

**1 GENERAL INFORMATION**

Pritika Auto Industries Limited (" the Company ") is a public company domiciled in India and is incorporated under the provisions of the Companies Act 1956. The registered office of the Company is in Punjab, India. The shares of the Company are listed on recognised stock exchanges in India i.e Bombay Stock Exchange ( BSE ) and National Stock Exchange (NSE ) . The Company was incorporated on 11.04.1980 and is engaged in the manufacturing of tractor and automobile components . The financial statements were approved by the board of directors on May 23 ,2024.

**Note No. 2 : BASIS OF PREPARATION ,MEASUREMENT AND MATERIAL ACCOUNTING POLICIES**

**2.1 Basis of Preparation and measurement**

These Standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') specified under Section 133 of the Companies Act, 2013 ('Act') the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act. The Financial statements have been prepared on a historical cost basis , except certain financial assets and liabilities and defined benefit planned assets that are recognised at fair value at the end of the reporting period and on an accrual basis as a going concern . The Financial statements are presented in Indian Rupees ( INR ) , which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates .The figures of the Financial Statements has been rounded off to the nearest lakhs.

All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies Act , 2013 . Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents , the Company has determined its operating cycle atleast as twelve months for the purpose of current-non current classification of assets and liabilities. Deferred tax assets and liabilities are classified as non - current assets and liabilities. The Operating cycle is the time between the acquisition of assets/products for processing and their realisation in cash and cash equivalents . The Company has identified at least twelve months as its operating cycle .

**2.2 Use of Estimates**

The preparation of the Standalone financial statements in conformity with the generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the Balance Sheet date , reported amount of revenue and expenses for the period and disclosure of contingent liabilities and contingent assets as on the date of Balance Sheet . The estimates and assumptions used in these Standalone Financial Statements . The actual amounts may differ from the estimates used in the preparation of the Standalone Financial Statements and the difference between actual results and the estimates are recognised in the period in which the results are known/ material.

**2.3 Fair Value Measurement**

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability take 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 or the most advantageous market must be accessible by the Company. The fair value of an asset or a 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.

**Non-derivative financial instruments**

**1. Financial assets at amortised cost**

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

## 2. Financial assets at fair value through other comprehensive income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets. The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in Other Comprehensive Income. Financial instruments (unquoted instruments) subsequent measurement are done through fair value through other comprehensive income (FVTOCI)

## 3. Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

## 4. Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

### 2.4 Property, Plant and Equipment (PPE)

Freehold Land is carried at historical cost. All other items of Property, Plant and Equipment are recorded at cost less accumulated depreciation. The cost of acquisition of property, plant and equipment is net of duty or tax credit availed and includes purchase cost or its construction cost, inward freight and other expenses incidental to acquisition or installation and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended for its use. Cost of spares relating to specific item of an asset is capitalized. For major projects, interest and other costs incurred on / related to borrowings attributable to such projects / fixed assets during construction period and related pre-operative expenses are capitalized as part of the cost of respective assets. Cost of assets not ready to use before such date are disclosed under "Capital Work-in-Progress".

The residual values, useful life and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation is provided using the Straight Line Method as per the useful lives of the assets at the rates prescribed under Schedule II of the Companies Act, 2013

#### Asset Useful live

Buildings including factory buildings	30 years
General Plant and Machinery	15 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Vehicles	8 years
Computers /servers and Network	3Years

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 disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Fully depreciated assets still in use are retained in financial statements.

### 2.5 Intangible assets

Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortisation and accumulated impairment losses, if any. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition are determined by comparing proceeds with carrying amount. These are included in profit or loss. The Company amortises intangible assets with a finite useful life using the straight-line method over the following range of useful lives:

#### Asset Useful life

Computer software	3 years
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The estimated useful life is reviewed annually by the management.

### 2.6 Capital work-in-progress and intangible assets under development

Capital work-in-progress/intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

### 2.7 Impairment

All assets other than Inventories and Investments are reviewed for impairment, wherever events or changes in circumstances indicate that the carrying amount of those assets may not be fully recoverable, in such cases the carrying amount of such assets is reduced to its estimated recoverable amount and the amount of such impairment loss is charged to the Statement of Profit and Loss.

### 2.8 Cash and cash equivalents

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.

**Cash flow statement**

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated.

**2.9 Investments**

All Quoted Investments are carried at fair value. Investments, which at the inception, have been designated to be held for a long term capital appreciation, the changes in the fair value are considered through Other Comprehensive Income. All investments other than quoted are valued at book value.

**2.10 Inventories**

Inventories are valued at lower of cost (First in First out) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including all taxes and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and net off recoverable taxes incurred in bringing them to their respective present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

**2.11 Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment, net of taxes or duties collected on behalf of the government.

However, Goods and Service tax (GST) is not received by the company on its own account. Rather, it is tax collected on value added to the commodity/services by the seller on behalf of the government. Accordingly, it is excluded from revenue.

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

**Sale of goods**

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company; and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

**Interest Income**

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

**Dividend**

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

**Insurance claims**

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

Export benefits, incentives and licenses: Export incentives are recognised as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

**2.12 Operating leases including investment properties**

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.

**As a lessee****a) Right-of-use assets**

The Company recognises right-of-use 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.

**b) 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 primarily comprise of fixed payments.

In calculating the present value of lease payments, the Group 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.

**c) Short-term leases and leases of low value assets**

The Company applies the short-term lease recognition exemption to its short-term leases of office spaces and certain equipment (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 to leases of office equipment 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.

**As a lessor**

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. 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.

**2.13 Employee benefit expenses**

Employee benefits consist of contribution to provident fund, superannuation fund, gratuity fund and compensated absences.

**(i) Post-employment benefit plans****Defined Contribution plans**

Payments to defined contribution retirement benefit scheme for eligible employees in the form of superannuation fund are charged as an expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made.

The Company also makes contribution towards provident fund, in substance a defined contribution retirement benefit plan for qualifying employees. The provident fund is deposited with the Provident Fund Commissioner which is recognized by the Income Tax authorities.

**Defined benefit plans**

The Company operates various defined benefit plans- gratuity fund and Compensated absence.

The liability or asset recognised in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest income/ (expense) on the net defined benefit liability or as set is recognised in the Statement of Profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

**Short term employee benefit**

Compensated absences which accrue to employees and which can be carried to future periods but are expected to be encashed or availed in twelve months immediately following the year end are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits after deducting amounts already paid. Where there are restrictions on availment of encashment of such accrued benefit or where the availment or encashment is otherwise not expected to wholly occur in the next twelve months, the liability on account of the benefit is actuarially determined using the projected unit credit method.



#### **2.14 Borrowing cost**

Borrowing costs are interest and ancillary costs incurred in connection with the arrangement of borrowings. General and specific borrowing costs attributable to acquisition and construction of any qualifying asset (one that takes a substantial period of time to get ready for its designated use or sale) are capitalised until such time as the assets are substantially ready for their intended use or sale, and included as part of the cost of that asset. Investment 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 the other borrowing costs are recognised in the Statement of Profit and Loss within Finance costs of the period in which they are incurred.

#### **2.15 Income tax**

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in 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.

##### **Current tax**

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

##### **Deferred tax**

Deferred income tax is recognised using the Balance Sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are off set when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

#### **2.16 Accounting of provisions, contingent liabilities and contingent assets**

Provisions are recognized, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Where the effect is material, the provision is discounted to net present value using an appropriate current market-based pre-tax discount rate and the unwinding of the discount is included in finance costs.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for. Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

#### **2.17 Earnings per share (EPS)**

Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Company by the weighted average number of Ordinary shares outstanding during the year. Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential Ordinary shares.

#### **2.18 Ind AS 115 Revenue from Contracts with Customers**

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers.

#### **2.19 Government Grants**

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

## **2.20 Foreign currencies and operations**

### **i.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'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency. All amounts have been rounded off to the nearest lacs, unless otherwise stated.

### **ii.Foreign currency transactions and balances**

Foreign currency transactions are recorded in the functional currency (Indian Rupee) by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency on the date of the transaction (spot exchange rate).

All monetary items denominated in foreign currency are converted into Indian Rupees at the year-end exchange rate. The exchange differences arising on such conversion and on settlement of the transactions are recognised in the statement of profit and loss.

Non-monetary items in terms of historical cost denominated in a foreign currency are reported using the exchange rate prevailing on the date of the transaction.

3. Property, Plant and Equipment

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Air Conditioner	Computers	D.G Set	Furniture & Fixtures	Office Equipment	Vehicle	Weigh Bridge	Free hold Land	Building	Electric Fitting	Pattern	High Life Tool	Jigs and Fixture	Plant & Machinery	Building Other Than Factory Building	Leased Assets	Total	Building under Construction	Capital Work in Progress-P& M	Total CWIP
<b>Cost or Deemed Cost</b>																				
At April 1, 2022	7.58	29.44	38.69	23.40	18.84	315.27	1.53	818.73	1,221.07	422.23	1,933.10	50.73	2,012.68	4,261.42	26.05	79.96	11,260.72	68.35	31.52	99.87
Addition/ Adjustment	0.22	22.94	15.60	4.27	3.24	-	-	-	166.01	27.00	224.39	3.86	-	238.77	0.80	-	707.10	77.25	119.88	197.12
Transfer / Sale	-	-	-	-	-	-	-	-	-	(0.72)	-	-	-	-	-	-	(0.72)	(136.51)	(151.40)	(287.90)
At March 31, 2023	7.80	52.38	54.29	27.67	22.08	315.27	1.53	818.73	1,387.08	448.51	2,157.49	54.59	2,012.68	4,500.19	26.85	79.96	11,967.10	9.09	-	9.09
At April 1, 2023	7.80	52.38	54.29	27.67	22.08	315.27	1.53	818.73	1,387.08	448.51	2,157.49	54.59	2,012.68	4,500.19	26.85	79.96	11,967.10	9.09	-	9.09
Trf of assets on account of Merger*	23.32	18.95	13.41	10.32	6.88	53.67	-	1.65	315.75	1.32	12.88	5.40	1,874.10	1,314.38	5.82	-	3,657.85	-	361.55	361.55
Addition/ Adjustment	0.58	20.37	15.60	10.68	12.92	227.27	-	11.91	59.78	133.47	308.84	231.05	551.07	1,301.03	1.65	-	2,886.22	251.24	329.44	580.68
Transfer / Sale	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(77.03)	(690.99)	(768.02)
At March 31, 2024	31.70	91.70	83.30	48.67	41.88	596.21	1.53	832.29	1,762.61	583.30	2,479.21	291.04	4,437.85	7,115.60	34.32	79.96	18,511.17	183.30	-	183.30
<b>Depreciation and Impairment</b>																				
At April 1, 2022	4.15	16.30	33.50	10.23	9.72	140.21	0.89	-	224.55	214.74	537.66	23.46	456.56	2,117.18	6.70	44.98	3,840.83	-	-	-
Addition	0.90	7.84	4.38	2.08	2.71	35.53	0.06	-	47.85	34.29	203.77	3.53	191.07	356.56	1.07	19.99	911.63	-	-	-
Transfer / Sale	-	-	-	-	-	-	-	-	-	(0.01)	-	-	-	-	-	-	(0.01)	-	-	-
At March 31, 2023	5.05	24.14	37.88	12.31	12.43	175.74	0.95	-	272.40	249.02	741.43	26.99	647.63	2,473.74	7.77	64.97	4,752.45	-	-	-
At April 1, 2023	5.05	24.14	37.88	12.31	12.43	175.74	0.95	-	272.40	249.02	741.43	26.99	647.63	2,473.74	7.77	64.97	4,752.45	-	-	-
Addition	2.81	21.04	3.85	3.79	5.96	59.36	0.06	-	63.28	39.45	219.03	16.52	386.93	510.35	1.41	14.99	1,348.83	-	-	-
Transfer / Sale	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
At March 31, 2024	7.86	45.18	41.73	16.10	18.39	235.10	1.01	-	335.68	288.47	960.46	43.51	1,034.56	2,984.09	9.18	79.96	6,101.28	-	-	-
<b>Net Carrying Amount as on 31/03/2023</b>	2.75	28.24	16.41	15.36	9.65	139.53	0.58	818.73	1,114.68	199.49	1,416.06	27.60	1,365.05	2,026.45	19.08	14.99	7,214.65	9.09	-	9.09
<b>Net Carrying Amount as on 31/03/2024</b>	23.84	46.52	41.57	32.57	23.49	361.11	0.52	832.29	1,426.93	294.83	1,518.75	247.53	3,403.29	4,131.51	25.14	-	12,409.89	183.30	-	183.30

Note 1: Capital Work in progress ageing (Refer Note No.47 of notes to standalone financial statement )

Note 2: PPE details (Refer Note No. 48 of notes to standalone financial statement)

Note 3: Name of ownership for a land situated at C-94 Phase -VII , SAS Nagar Mohali -160055 has not been transferred in the name of Pritika Auto Industries Limited during the year . The same had become the property of the Company pursuant to scheme of arrangement between Pritika Auto Industries Limited and Pritika Industries Limited approved by the NCLT , Chandigarh bench vide order dated 04.12.2023 reflecting the carrying amount.

\*Property, Plant and Equipment transferred due to the scheme of arrangement reflect the actual carrying amount of the assets less accumulated depreciation at the time of the demerger.

PRITIKA AUTO INDUSTRIES LIMITED  
CIN NO.L45208PB1980PLC046738  
C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055  
STANDALONE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

(All amounts in Rs. Lacs, unless otherwise stated)		
4 <b>Goodwill</b>	As At	As At
Particulars	March 31, 2024	March 31, 2023
Goodwill	1,354.77	1,354.77
Addition* /(Disposal) during the year	1,236.80	-
<b>Total</b>	<b>2,591.57</b>	<b>1,354.77</b>

\* An addition to goodwill has been recognized in the standalone financial statements. This addition represents the difference of assets and liabilities of the undertaking (i.e the amount of shares allotted to the shareholders of Demerged Company ) pursuant to the Scheme of arrangement between Pritika Auto Industries limited and Pritika Industries Limited approved by the NCLT , Chandigarh Bench vide order dated 04.12.2023.

5 <b>Investments</b>	As At	As At
Particulars	March 31, 2024	March 31, 2023
<b>(a) Investments carried at Amortised Cost</b>		
<b>Investments in Equity Instruments fully paid up (Unquoted)</b>		
Shivalik Solid Waste Management Limited {10,000 , (PY 10,000) Equity shares of Rs. 10/-each }	1.00	1.00
<b>(b) Investments carried at Fair value through Other Comprehensive Income ( FVOCI)</b>		
<b>Investments in Equity Instruments fully paid up (quoted)</b>		
Ajooi Biotech Limited { 180 , (PY 180 ) Equity Shares of Rs 2 /- each }	0.01	0.01
<b>Investments in Equity Instruments fully paid up -Subsidiary Company-(quoted)</b>		
Pritika Engineering Components Limited {98,34,508 , (PY 76,34,508 )} Equity shares of Rs. 10 each	6,638.29	1,939.16
<b>Investments in Mutual Fund</b>		
Canara Robeco	38.49	10.99
<b>Total</b>	<b>6,677.79</b>	<b>1,951.16</b>
Aggregate Book Value/Market Value of Unquoted Investments	1.00	1.00
Aggregate Market Value of Mutual Fund Investment	38.49	10.99
Aggregate Market Value of Quoted Investments	6,638.30	1,939.17

6 <b>Other Financial Assets &amp; Loan</b>	As At	As At
Particulars	March 31, 2024	March 31, 2023
Bank deposits having original maturity more than 12 months	94.86	130.12
Loan to Subsidiary Company*	1,280.34	-
( The company has extended a loan to subsidiary company having Interest Rate @ 8.5% p.a. The loan is repayable on demand after the completion of one year from the date of disbursement.)		
<b>Total</b>	<b>1,375.20</b>	<b>130.12</b>

\*Note : Refer Note No. 36 of Standalone Financial Statements for details

7 <b>Deferred tax assets(Net)</b>	As At	As At
Particulars	March 31, 2024	March 31, 2023
Relating to origination and reversal of temporary differences	177.52	79.80
<b>Total</b>	<b>177.52</b>	<b>79.80</b>

<b>8 Other Non-Current Assets</b>		
Particulars	As At March 31, 2024	As At March 31, 2023
Security Deposits	217.57	164.75
<b>Total</b>	<b>217.57</b>	<b>164.75</b>

<b>9 Inventories</b>		
Particulars	As At March 31, 2024	As At March 31, 2023
<b>lower of cost and net realisable value</b>		
Raw Materials (includes Material in transit of Rs. 110.39 lacs (PY Rs. 56.38 lacs ))	2,409.30	917.82
Store & Spares	385.68	238.44
Work in Progress ( includes Material in transit of Rs. 30.12 lacs)	7,212.94	4,832.55
Finished Goods	55.73	56.50
<b>Total Inventories</b>	<b>10,063.65</b>	<b>6,045.31</b>

<b>10 Trade Receivables</b> (All amounts in Rs. Lacs, unless otherwise stated)		
Particulars	As At March 31, 2024	As At March 31, 2023
Unsecured, Considered Good.	3,633.24	8,395.75
	<b>3,633.24</b>	<b>8,395.75</b>
Less : Provision for Doubtful Debts	-	-
<b>Total</b>	<b>3,633.24</b>	<b>8,395.75</b>

**Note :**

1. Trade receivables includes receivable from related parties .( Refer Note No. 36 of standalone financial statement ) and for Ageing of trade receivable ( Refer Note No.50 of standalone financial statement. )

<b>11 Cash and Cash Equivalents</b>		
Particulars	As At March 31, 2024	As At March 31, 2023
Balances with banks		
- in current accounts	30.35	929.11
- Deposits with original maturity of less than three months	38.56	23.38
Cash on Hand ( including imprest )	139.03	9.56
<b>Total</b>	<b>207.94</b>	<b>962.05</b>

<b>12 Bank balances other than Cash and Cash Equivalents</b>		
Particulars	As At March 31, 2024	As At March 31, 2023
Investment in term deposits (With Original Maturity more than 3 months but less than 12 months( including interest accrued)	128.43	79.98
<b>Total</b>	<b>128.43</b>	<b>79.98</b>

<b>13 Other Financial Assets</b>		
Particulars	As At March 31, 2024	As At March 31, 2023
<b>Unsecured , Considered Good</b>		
Loan and advances others	1,583.14	911.71
Advance to Staff	33.22	5.72
<b>Total</b>	<b>1,616.36</b>	<b>917.43</b>

**Note : Loan & Advances others includes receivable from related parties .( Refer Note No. 36 of Standalone financial statement ) .**

**14 Other Current Assets**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Unsecured , Considered good</b>		
Prepaid expenses	40.69	33.13
Balance with Govt. authorities	200.26	173.95
Other Receivable	37.80	14.42
Receivable from Related party ( on account of scheme of arrangement) ( Refer Note No. 36 of Standalone Financial Statements for related party transaction)	1,027.74	-
<b>Total</b>	<b>1,306.49</b>	<b>221.50</b>

**15 Equity Share Capital**

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Authorised</b>		
18,25,00,000 ( PY 18,25,00,000 ) Equity shares of Rs.2/- each	3,650.00	3,650.00
	<b>3,650.00</b>	<b>3,650.00</b>
<b>Issued, subscribed and fully paid-up</b>		
16,03,89,667 ( PY 8,86,72,500) Equity shares of Rs.2/- each	3,207.79	1,773.45
<b>Total</b>	<b>3,207.79</b>	<b>1,773.45</b>

**(a) Reconciliation of shares outstanding at the beginning and at the end of the year**

Particulars	No of shares	Amount (in lacs)
	<b>Equity Shares</b>	
<b>At April 1, 2022</b>	8,86,72,500	1,773.45
Add: Issued during the period	-	-
<b>At March 31, 2023</b>	8,86,72,500	1,773.45
Add: Fresh Share Issued during the period on conversion of share-warrant	98,77,000	197.54
Add: Fresh Share Issued during the period on account of demerger	6,18,40,167	1,236.80
<b>At March 31, 2024</b>	<b>16,03,89,667</b>	<b>3,207.79</b>

**(b) Term/right attached to equity shares:**

The Company has only one class of equity share having a par value of INR 2 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holder of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(c) Details of share held by each shareholder holding more than 5 % shares ;**

Particulars	As At	As At	As At	As At
	March 31, 2024	March 31, 2024	March 31, 2023	March 31, 2023
	% of holding	No of Shares	% of holding	No of Shares
<b>Equity Shares</b>				
Mr. Harpreet Singh Nibber	47.74%	7,65,65,476	11.59%	1,02,74,670
Mr. Raminder Singh Nibber	-	-	6.68%	59,20,002
Pritika Industries Limited	15.90%	2,54,99,057	28.47%	2,52,49,057

**(d) Details of Shareholding of Promoter as below ( FY 2023-24)**

Promoter Name	No of Shares	% of holding	% of Change during the year
Mr. Harpreet Singh Nibber	7,65,65,476	47.74%	645.19%
Mr. Raminder Singh Nibber	-	-	-100%
Pritika Industries Limited	2,54,99,057	15.90%	0.99%

**Details of Shareholding of Promoter as below ( FY 2022-23)**

Promoter Name	No of Shares	% of holding	% of Change during the year
Harpreet Singh Nibber	1,02,74,670	11.59%	-
Raminder Singh Nibber	59,20,002	6.68%	-
Pritika Industries Limited	2,52,49,057	28.47%	1.78%

(e) There are no shares issued for consideration other than cash and no shares have been bought back in last Five Years

**16 Other Equity**

Particulars	As At March 31, 2024	As At March 31, 2023
<b>(A) Retained Earnings</b>		
Opening balance	7,980.52	6,002.35
Retained earning on account of scheme of arrangement	1,221.51	-
Net Profit / (loss) for the year	1,348.45	1,242.42
Add/(Less) : Other Comprehensive Income	3,658.93	735.75
<b>Closing balance</b>	<b>14,209.41</b>	<b>7,980.52</b>
<b>(B) Securities Premium</b>		
Opening Balance	5,369.97	5,369.97
Security premium on account of scheme of arrangement	31.32	-
Securities Premium during the year	1,679.09	-
<b>Closing balance</b>	<b>7,080.38</b>	<b>5,369.97</b>
<b>(C) Share Warrant</b>		
Opening Balance	760.00	-
Amount received during year	1,407.47	760.00
Less : Trf to Share capital and premium	1,876.63	-
<b>Closing Balance ( 61,23,000 ( PY 1,60,00,000 ) , Rs. 4.75 paid up of Rs. 19 each)</b>	<b>290.84</b>	<b>760.00</b>
<b>(D) Capital Reserve</b>		
Opening Capital Reserve	287.50	287.50
Capital reserve on account of scheme of arrangement	30.00	-
<b>Closing Balance</b>	<b>317.50</b>	<b>287.50</b>
<b>Total ( A+B+C+D)</b>	<b>21,898.13</b>	<b>14,397.99</b>

During the FY 2023-24, the Company pursuant to 'Scheme of Arrangement' between Pritika Industries Ltd., the demerged company and Pritika Auto Industries Ltd., the Resulting company, approved by NCLT, Bench Chandigarh vide its order dated 4/12/2023 pursuant to Sections 230 to 232 read with other relevant provisions of The Companies Act, 2013, had allotted 6,18,40,167 Equity Shares of Face Value of Rs. 2/- each to the shareholders of Pritika Industries Ltd. (the Demerged Company) on 29/12/2023.

The Company had also allotted 28,50,000 Equity Shares of the face value of Rs. 2/- per share on 17/11/2023, 60,00,000 Equity Share of Face Value of Rs. 2/- each on 24/01/2024 and 10,27,000 Equity Shares of Face Value of Rs. 2/- each on 10/02/2024, at a premium of Rs. 17/- per share, pursuant to exercise of option by Warrant Holders for conversion of equal number of Warrants into equity shares on payment of the balance 75% amount i.e. Rs. 14.25 per share.

**17 Borrowings**

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Term Loan</b>		
<b>(a) Secured</b>		
(i) From Banks	293.85	812.70
(ii) From Financial Institutions / NBFC	3,237.94	576.45
<b>(b) Unsecured</b>		
(i) From Financial Institutions / NBFC	26.40	96.96
(ii) From Banks	-	-
(iii) From Directors	68.85	14.16
<b>2. Lease Liability</b>	<b>-</b>	<b>-</b>
<b>Total</b>	<b>3,627.04</b>	<b>1,500.27</b>

**Note No.17: Details of Securities and Terms of Repayment**  
**17(a)(i). Secured Term loans : From Banks**

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Canara Bank</b>		
The Working Capital Term Loan of Rs. 720.00 Lacs repayable in 60 Monthly installments with moratorium period of 12 months. Rate of interest is 9.25% p.a. This loan is sanctioned under ECLGS facility of the National Credit Guarantee Trustee Company Limited. The credit facility will rank second charge with existing Plant and machinery and other fixed assets and pari passu charge with ICICI Bank in the Company. This loan is also personally guaranteed by Directors Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	330.00	510.00
The Term Loan of Rs. 265.00 lacs repayable in 54 monthly installments of Rs.2.89 lacs each excluding interest part @ 12.80% .This loan is secured by first charge by way of hypothecation of all the moveable including Plant and Machinery and Equipments acquire / to be acquire under the project / Scheme . This loan is also personally guaranteed by Director Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	-	35.59
The Working Capital Term Loan of Rs. 150.00 lacs repayable in 60 monthly instalment of Rs. 2.53 lacs each excluding interest part @ 13.30 % .This loan is secured by first charge on Existing Plant and machinery and other fixed assets of the Company. This loan is also personally guaranteed by Director Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	40.56	70.99
The Vehicle Loan of Rs.8.25 lacs repayable in 60 Monthly Installments of Rs.0.17 lacs each including interest part @7.90 % .This term loan is secured against vehicle purchase out of this fund.	-	1.50
The Working Capital Term Loan of Rs. 360.00 lacs repayable in 72 monthly installments ( including moratorium period of 24 months )excluding interest part @ 9.25% .This facility is provided under GECL 2.0 (Extension ). The additional WCTL facility granted under GECL 2.0 ( Extension ) shall rank second charge on plant and machinery and Fixed assets under pari passu charge with ICICI Bank. GECL 2.0 (Extension) is component under Emergency Credit Line Guarantee Scheme ( ECLGS) and administered by National Credit Guarantee Trustee Company ( NCGTC) Limited.	-	360.00
The Vehicle Loan of Rs 6.48 lacs repayable in 60 Installments of Rs.0.13 lacs each including interest part. Current rate of interest is 10.00 % .This loan is secured against vehicle purchased out of the fund.	4.14	5.30
The Vehicle Loan of Rs 10.50 lacs repayable in 60 Installments of Rs.0.21 lacs each including interest part. Current rate of interest is 9.15% .This loan is secured against vehicle purchased out of the fund.	-	2.25
The Vehicle Loan of Rs 5.50 lacs repayable in 60 Installments of Rs.0.11 lacs each including interest part. Current rate of interest is 9.35 % .This loan is secured against vehicle purchased out of the fund.	0.45	1.71
The Vehicle Loan of Rs. 17.84 Lacs repayable in 84 monthly instalments of Rs. 0.29 lacs each including interest part. Current rate of interest is 9.55% .This loan is fully secured against the vehicle purchased out of this fund.	17.23	-
The Vehicle Loan of Rs 6.50 lacs repayable in 60 Installments of Rs.0.13 lacs each including interest part. Current rate of interest is 9.15% .This loan is secured against vehicle purchased out of the fund.	-	1.17
The Vehicle Loan of Rs. 15.95 lacs repayable in 60 Monthly Installments of Rs. 0.33 lacs each including interest part @ 9.70 % .This term loan is secured against vehicle purchase out of this fund.	5.80	9.02
The Vehicle loan of Rs 10.00 lacs repayable in 60 monthly installments of Rs 0.21 lacs each. Current rate of interest is 9.85% .This loan is secured against vehicle purchased out of the fund.	4.53	6.47
The Working capital Term Loan ( GECL-2.0) of Rs 93.30 lacs repayable in 23 monthly instalments . Current rate of interest is 9.25% p.a.	24.34	73.02



<b>ICICI Bank</b>		
The Term Loan of Rs. 500 lakhs ( disbursed 103.44 lakhs upto 31.03.2024 ) repayable in 60 monthly instalments of Rs. 8.33 lakhs excluding interest part.Current rate of interest is 9.75% p.a.	103.44	-
The Term loan of Rs.323.8 lacs repayable in 60 monthly instalments of Rs.5.40 lacs each (excluding interest part).Current Interest rate is 10%. This loan is takeover of the existing loan limit with SIDBI . This loan facility has first pari - passu charge on all movable assets ,except those financed by other banks/NBFCs/FI and first charge on factory land and building . This loan is personally guaranteed by director namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	21.83	88.25
<b>Kotak Mahindra Bank Limited</b>		
The vehicle loan of Rs. 24.25 lacs repayable in 60 installments of Rs. 0.49 lacs including interest part. The Term loan is fully secured against vehicle purchase out of this fund.Current rate of interest is 7.60 % p.a.	13.26	17.89
<b>HDFC Bank</b>		
The Vehicle Loan of Rs. 32.75 Lacs repayable in 60 monthly instalments of Rs. 0.65 lacs each including interest part.Current rate of interest is 7.25 %.This loan is fully secured against the vehicle purchased out of this fund.	15.09	-
The Machinery Loan of Rs. 16.56 Lakhs repayable in 47 monthly instalments of Rs. 0.42 lacs each including interest part .Current rate of interest is 9.01 % . This loan is fully secured against the equipment purchased out of this fund.	14.45	-
The Vehicle loan of Rs 15.50 lacs repayable in 48 monthly installments of Rs 0.37 lacs each. This loan is secured against vehicle purchased out of the fund.Interest rate is 7.41 % p.a.	5.00	8.96
<b>Total</b>	<b>600.12</b>	<b>1,192.12</b>
Less: Amount shown in Borrowings in Note No. 21 towards Current Maturities of Long term Loans .	306.27	379.42
<b>Total</b>	<b>293.85</b>	<b>812.70</b>

**17(a)(ii)Secured Term Loans : From Financial Institutions /NBFCs**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The Working Capital term loan of Rs 300 lacs repayable 37 monthly instalments comprising of first 3 instalment of Rs. 6.51 each and next remaining of Rs. 9.97 each (Including interest part) .Interest rate is 12.55% .	145.35	240.61
<b>Punjab Kashmir Finance Ltd.:</b> The Machinery loan of Rs. 28.91 lakhs repayable in 58 monthly instalments . Interest rate is 14.50 % p.a.This loan is fully secured against the assets purchased out of this fund.	32.09	28.17
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The Machinery loan of Rs 380 lacs repayable in 66 monthly instalments ( including moratorium of 6 month )of Rs 8.02 lacs each (Including interest part) .Interest rate is 10.75% . This loan is secured against machinery purchased out of this fund.	346.02	71.57
<b>Mercedes-Benz Financial Services India Pvt Ltd. :</b> The Vehicle loan of Rs. 100 lakhs repayble in 60 monthly installment comprising first 59 instalment of Rs. 1.42 lakhs and last 60th instalment of Rs. 58.30 lakhs including interest. Current rate of interest is 10.50 %.	98.90	-
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The vehicle term loan of Rs. 11.80 lacs repayable in 60 monthly installments of Rs. 0.24 lacs each ( including interest part ).Current interest rate is 9 % . This loan is secured against vehicle purchased out of the fund.	-	2.13
<b>Bajaj Finance Limited :</b> The term loan of Rs.200 lacs repayable in 60 installments comprising of Rs. 4.29 each lacs including interest part. Interest rate is 12.60%. This loan is secured against the exclusive charge over the Plant and machinery.	-	49.09
<b>SIDBI:</b> The Machinery Loan of Rs. 125.96 Lacs repayable in 54 Monthly Installments comprising of 53 Monthly installments of Rs.2.34 lacs each and last installment of Rs.1.945 lacs .This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 8.15% p.a .	51.44	-
<b>Sundaram Finance Ltd. :</b> The Vehicle Loan of Rs. 6.97 lacs repayable in 48 monthly instalments of Rs.0.17 lacs each including interest part . This loan is fully secured against the Vehicle purchased out of this fund. Current rate of interest is 8.50% p.a .	1.01	-

<b>Mahindra &amp; Mahindra Financial Services Ltd.</b> : The Loan of Rs. 21.50 lacs repayable in 48 monthly instalments including moratorium period of 12 month of instalment of Rs. 0.70 lacs each including interest part .This term loan has been sanctioned under the Emergency Credit Line Guarantee Scheme (ECLGS) of the National Credit Guarantee Trustee Company Limited (NCGTCL).This loan is fully secured by way of hypothecation on machinery funded through term loan by MMFSL .Current rate of interest is 13.10% p.a .	4.32	-
<b>Punjab Reliable Investments Private Limited</b> : The Machinery Loan of Rs. 25.50 Lacs repayable in 45 monthly instalments comprising of first 14 instalments of Rs. 0.93 lacs each , 15 th instalment is of Rs. 0.94 lacs, 16th instalment of Rs. 0.93 lacs , next 7 instalments of Rs. 0.72 lacs each ,24th instalment of Rs. 0.74 lacs, next 8 instalments of Rs. 0.72 lacs each, next 3 instalments of Rs. 0.51 lacs each ,36th instalment of Rs. 0.52 lacs , next 9 instalment of Rs.0.51 lacs each.This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 7.25% p.a .	4.72	-
<b>Siemens Financial Service Private Limited</b> : The Machinery Loan of Rs. 58.71 lacs repayable in 48 monthly instalments of Rs. 1.45 Lacs each ( including interest part.This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 8.50% p.a .	21.82	-
<b>Siemens Financial Service Private Limited</b> : The Machinery Loan of Rs. 25.66 lacs repayable in 48 monthly instalments of Rs. 0.63 lacs each including interest part .This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 8.50% p.a .	9.54	-
<b>Electronica Finance Limited:</b> The Machinery Loan of Rs. 23.60 lacs repayable in 48 monthly instalments of Rs. 0.60 lacs each including interest part .This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 9.80% p.a .	2.73	-
<b>SIDBI:</b> The Machinery Loan of Rs. 290 Lacs repayable in 54 monthly instalments of Rs. 5.37 lacs each excluding interest part of 7.70 % p.a.This loan is fully secured against the assets purchased out of this fund.	245.65	-
<b>Bajaj Finance Limited</b> : The Corporate Term Loan of Rs. 1400 Lacs repayable in 72 monthly instalments of Rs. 19.44 lacs each excluding interest part .This loan is fully secured against exclusive charge over entire MFA of the Company both present and future.Current rate of interest is 9.70% p.a .	1,341.67	-
<b>Poonawalla Fincorp Limited:</b> The Term Loan of Rs. 1,225 lacs repayable in 180 monthly instalments of Rs. 12.42 lacs each including interest part .This loan is secured against the first charge on the immovable property situated at C-94, Phase VII , Industrial Area , Mohali , Punjab-160055.Current rate of interest is 9.50% p.a .	1,212.39	-
<b>SIDBI:</b> The WCTL of Rs. 41 lacs repayable in 60 monthly instalments comprising 24 month moratorium comprising first 35 instalments of Rs. 1.14 lacs each and last 36 th instalment of Rs. 1.1 lacs . Interest will be paid @ 8.45% p.a. This WCTL is sanctioned under timely working capital assistance to revitalise industries in time of Corona crisis (TWARIT)1.0 extension under ECLGS (scheme). This loan is secured against by hypothecation of borrowers assets and by way of pledge of FDR with SIDBI of Rs. 31.50 lacs.	39.00	-
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The term loan of Rs 111 lacs repayable 48 monthly ( including 12 months moratorium period ) instalments comprising of Rs 3.59 lacs each (Including interest part) .Interest rate is 13.10% . This loan is sanctioned under ECLGS facility of the National Credit Guarantee Trustee Company Limited . The credit facility will rank second charge with the existing credit facilities by Mahindra Finance in term of cash flows and hypothecation on machinery funded through TL by MMFSL .	22.28	60.13
<b>Punjab Reliable Investment Private Ltd.</b> :The Machinery Loan of Rs.23 lacs repayable in 45 installments comprising of first 16 installments of Rs.0.84 lacs each , next 16 installments of Rs. 0.66 lacs each , next 13 installments of Rs.0.45 lacs each .(Including interest part).This loan is secured against machinery purchased out of this fund. Current rate of interest is 7.50%.	-	1.32
<b>Punjab Reliable Investment Private Ltd.</b> :The Machinery Loan of Rs. 28 Lacs repayable in 45 installments comprising of first 16 installments of Rs. 1.02 lacs each , next 16 installments of Rs. 0.80 lacs each , next 13 installments of Rs. 0.56 lacs each .(Including interest part).This loan is secured against machinery purchased out of this fund.Current rate of interest is 7.50%.	-	1.10
<b>Tata Capital Financial Services Limited</b> : The Machinery Loan of Rs. 490 lacs repayable in 78 monthly installments including moratorium of 6 months .Current rate of interest is 11.25 % . This loan is secured against the machinery purchase out of the fund .	300.61	384.50
<b>Punjab Reliable Investments Private Limited</b> : The loan of Rs. 17 lacs repayable in 45 monthly installments comprising first 16 installments of Rs. 0.62 lacs , next 16 installments of Rs. 0.49 lacs and next 13 installments of Rs. 0.34 lacs .( Including interest ) . This loan is secured against machineries purchased out of this fund. Current rate of interest is 7.50%	0.31	3.96
<b>Punjab Reliable Investment Private Ltd.</b> :The Machinery Loan of Rs.14 Lacs repayable in 47 installments comprising of first 16 installments of Rs.0.51 lacs each , next 16 installments of Rs. 0.39 lacs each , next 15 installments of Rs. 0.245 lacs each .(Including interest part).This loan is secured against machinery purchased out of this fund.Current rate of interest is 7.50%	-	2.06

<b>Bajaj Finance Limited</b> : The term loan of Rs.90 lacs repayable in 48 installments comprising of first 12 month moratorium period and next 36 installments Rs. 2.86 each lacs including interest part. Interest rate is 11.50%. This loan is sanctioned under ECLGS facility of the National Credit Guarantee Trustee Company Limited . The credit facility will rank second charge with the existing credit facilities by Bajaj Finance Limited in term of cash flows and hypothecation on machinery funded through TL by Bajaj Finance Limited .	22.65	53.63
<b>Total</b>	3,902.50	898.27
Less: Amount shown in Borrowings in Note No. 21 towards Current Maturities of Long term Loans .	664.56	321.82
<b>Total</b>	<b>3,237.94</b>	<b>576.45</b>
<b>GRAND TOTAL OF SECURED TERM LOANS FROM OTHERS</b>	<b>3,237.94</b>	<b>576.45</b>

**17(b)(i) Unsecured Term Loan : From NBFCs/Financial Institutions**

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Tata Capital Financial Services Limited</b> : The Term Loan of Rs. 200 lacs repayable in 36 monthly installments of Rs. 6.54 lacs. Interest rate is 11.50 % p.a .	97.21	161
<b>Tata Capital Financial Services Limited</b> : The Business Loan of Rs. 30.29 lacs repayable in 36 monthly instalments comprising first 12 instalment of Rs.1.27 lacs and next 12 instalments of Rs. 1.17 lacs and next 12 instalments of Rs.0.65 lacs each including interest part of 16.06% p.a.	2.52	-
<b>Total</b>	99.73	161.19
Less: Amount shown in Borrowings in Note No. 21 towards Current Maturities of Long term Loans .	73.33	64.23
<b>Total</b>	<b>26.40</b>	<b>96.96</b>

**17(b)(ii) Unsecured Term Loan : From banks**

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Axis Bank Loan</b> : The Term Loan of Rs. 30 lacs repayable in 36 monthly instalments comprising 35 monthly instalments of Rs. 1.04 lacs each and 36th instalment of Rs.0.85 lacs . Current rate of interest is 15%.	2.86	-
<b>Total</b>	2.86	-
Less: Amount shown in Borrowings in Note No. 21 towards Current Maturities of Long term Loans .	2.86	-
<b>Total</b>	<b>-</b>	<b>-</b>

**17(b)(iii) Unsecured Loan : From Directors**

These loans are not interest bearing and repayable as and when company generates surplus cash but not within a period less than 1 year.

Particulars	As At March 31, 2024	As At March 31, 2023
Sh. Raminder Singh Nibber	-	14.16
Sh. Harpreet Singh Nibber	68.85	-
<b>Total</b>	<b>68.85</b>	<b>14.16</b>

**17(2): Lease Liability**

Particulars	As At March 31, 2024	As At March 31, 2023
Lease Liability ( A Machinery has been taken on Lease on 18.12.2019 for 48 monthly rental on lease payment of Rs. 1.88 lacs each. Incremental borrowing rate is 11% is considered for purpose of IND AS-116 .	-	16.18
Less: Amount shown in Borrowings in Note No. 21 towards Current Maturities of Lease liability .	-	16.18
<b>Total</b>	<b>-</b>	<b>-</b>

18 Provisions

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Provision for Employee Benefits</b>		
(i) Compensated absences	43.28	26.94
(ii) Other including post retirement benefits i.e gratuity*	262.47	205.44
<b>Total</b>	<b>305.75</b>	<b>232.38</b>

Note : Other including post retirement benefits i.e gratuity has been netted by Rs.101.60 lacs on account of fair value of planned assets as at 31.03.2024

19 Deferred Tax Liabilities (Net)

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Deferred Tax</b>		
-Relating to origination and reversal of temporary differences	492.95	270.90
<b>Total</b>	<b>492.95</b>	<b>270.90</b>

20 Other Non-Current Liabilities

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Unsecured</b>		
Tooling Advance	183.53	40.26
<b>Total</b>	<b>183.53</b>	<b>40.26</b>

21 Borrowings

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Secured</b>		
From Bank- Cash Credit - Loan Repayable on Demand	5,517.65	3,906.99
Current Maturities of Long term Loans	1,047.02	765.47
Current Maturities on finance lease obligations	-	16.18
<b>Total</b>	<b>6,564.67</b>	<b>4,688.64</b>

The Cash Credit limit is under multiple banking arrangement between ICICI and Canara bank .These facilities are secured by first charge by way of hypothecation of Trade receivables, Inventories, Other current assets and Plant and Machinery of the Company including land & Building except those finance by other Banks/FIs/NBFCs both present and future . This Limit is also personally guaranted by director Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).

22 Trade Payables

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Trade payables</b>		
Total Outstanding dues of micro enterprise and small enterprise	105.95	-
Total Outstanding dues of creditors other than micro enterprise and small enterprise	1,366.14	2,348.80
<b>Total</b>	<b>1,472.09</b>	<b>2,348.80</b>

Note : For Trade payable ageing Refer Note No.45 of Notes to Standalone Financial Statement .

**23 Other Financial Liabilities**

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	As At March 31, 2024	As At March 31, 2023
Interest Accrued but not due on borrowings	19.03	10.40
Creditors for Capital Expenditure	150.58	80.23
Creditors for Expenses	1,605.39	1,369.59
<b><u>Employee Related Liabilities</u></b>		
Salaries and Wages payable	141.86	84.19
Other Employee related payments	64.00	50.92
Audit Fee Payable	6.00	3.00
Electricity Expenses Payable	211.15	130.95
<b>Total</b>	<b>2,198.01</b>	<b>1,729.28</b>

(Note : Creditor for Capital Expenditure includes amount payable to related party i.e Step down Subsidiary during the current year . Refer Note No. 36 of the Standalone Financial statements

**24 Other Current Liabilities**

Particulars	As At March 31, 2024	As At March 31, 2023
Statutory dues payable	223.72	105.04
Other Liabilities	127.46	194.29
Deferred Income	9.75	12.75
<b>Total</b>	<b>360.93</b>	<b>312.08</b>

**25 Provisions**

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Provision for Employee Benefits</b>		
(i) Compensated absences	3.45	2.14
(ii) Other including post retirement benefits i.e gratuity	49.45	36.31
<b>Total</b>	<b>52.90</b>	<b>38.45</b>

**26 Current tax liability ( Net)**

Particulars	As At March 31, 2024	As At March 31, 2023
Provision for Income Tax ( Net of TDS / TCS and advance tax of Rs.270.64 lakhs ( PY Rs 351.60 lakhs))	225.16	193.86
<b>Total</b>	<b>225.16</b>	<b>193.86</b>

PRITIKA AUTO INDUSTRIES LIMITED  
CIN NO.L45208PB1980PLC046738  
C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055  
**STANDALONE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024**

**27 Revenue from Operations**

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Sale of Products ( Net of Sales Returns )</b>	40,910.13	36,929.86
Less :- Indirect Taxes	6,838.50	5,630.27
<b>Total</b>	<b>34,071.63</b>	<b>31,299.59</b>

**28 Other Income**

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Interest received on deposits with banks and others	186.38	184.15
Misc Receipt	0.42	0.02
Dividend Income	0.18	0.20
Duty Draw back	13.71	11.01
Gain/loss on foreign Fluctuation	14.22	12.69
Profit on Sale of Shares	-	0.61
<b>Total</b>	<b>214.91</b>	<b>208.68</b>

**29 Cost of materials consumed**

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Raw material and components consumed</b>		
Inventory at the beginning of the year-Raw Materials	861.44	641.78
Inventory at the beginning of the year-Stores ,Spares, Packing Material	238.44	97.76
Inventory on account of scheme of arrangement of Raw Material , Stores , Spares , Packing material	711.48	-
	<b>1,811.36</b>	<b>739.54</b>
Purchases of Raw-Material , stores , spares and others	22,222.32	21,754.59
	<b>22,222.32</b>	<b>21,754.59</b>
Less: Inventory at the end of the year - Raw Materials	2,409.30	861.44
Less: Inventory at the end of the year- Stores ,Spares and Packing Material	385.68	238.44
<b>Total</b>	<b>21,238.70</b>	<b>21,394.25</b>

**29(a) Changes in inventories of finished goods , Work in progress and stock in trade**

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
1. Opening inventories		
Work in Progress	4,832.55	4,856.32
Finished Goods	56.50	58.25
Inventory of WIP and Finished goods on account of scheme of arrangement	2,752.54	-
2. Closing inventories		
Work in Progress	7,212.94	4,832.55
Finished Goods	55.73	56.50
	<b>372.92</b>	<b>25.52</b>

**30 Employee Benefits Expense**

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Salaries and wages	1,842.71	1,026.67
Director Remuneration	247.46	251.42
Contribution to Provident/ESI and other Funds	154.81	86.23
Bonus and Incentives	176.24	156.39
Staff Welfare Expenses	84.05	33.92
Group Gratuity & Earned Leave	85.63	46.75
Other Expenses	18.20	7.25
<b>Total</b>	<b>2,609.10</b>	<b>1,608.63</b>

**31 Finance Cost**

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Interest Expenses	883.76	575.39
Other Borrowing Costs	275.98	86.76
<b>Total</b>	<b>1,159.74</b>	<b>662.15</b>

**32 Depreciation and amortisation expenses**

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Property , Plant and Equipment	1,348.83	891.64
Other Intangible Assets	-	19.99
<b>Total</b>	<b>1,348.83</b>	<b>911.63</b>

**33 Other expenses**

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>(a) Manufacturing Expenses</b>		
Cartage & Forwarding	10.03	5.75
Power & Fuel	2,365.94	2,221.42
Job Work Expenses	183.49	167.43
Repair & Maintenance		
– Building	29.66	8.53
– Machinery	120.48	84.30
Workshop Expenses	1,154.90	1,316.79
Caliberation Expenses	5.52	3.64
Factory Rent	6.64	1.80
Other Manufacturing Expenses	25.56	26.14
	<b>3,902.22</b>	<b>3,835.80</b>
<b>(b) Administrative &amp; Selling Expenses</b>		
Payment to Auditors*	17.14	14.30
Rates & Taxes	11.48	3.48
Directors' Sitting Fees	13.50	12.00
Insurance	81.37	63.02
Legal & Professional Charges	104.48	137.60
Communication Expenses	10.41	8.52
Printing & Stationery	20.34	12.43
Vehicle Running Expenses	81.16	56.30
Travelling & Conveyance Expenses	190.39	129.57
ROC Expenses	0.22	0.26
Advertisement Expenses	8.43	4.79
Exhibition Expenses	18.35	-
Rebates and Discount	283.68	246.84
Freight Outward	598.03	365.25

Repairs and Maintenance others	4.76	2.02
Security expenses	84.65	48.65
CSR Expenses	32.78	27.63
Bad Debts	38.33	73.20
Other Misc. Expenses	245.89	105.99
<b>Total</b>	<b>5,747.61</b>	<b>5,147.65</b>

**\*Detail of Payment to Auditors**

<b>Particulars</b>	<b>For the Year Ended March 31, 2024</b>	<b>For the Year Ended March 31, 2023</b>
Audit Fee (Statutory and Tax Audit Fees)	15.00	12.00
Out of Pocket Expenses	2.14	2.30
<b>Total</b>	<b>17.14</b>	<b>14.30</b>



### 34 Current Tax and Deferred Tax

(a) Current Tax and Deferred Tax Particulars	(All amounts in Rs. Lacs, unless otherwise stated)	
	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Current Tax:</b>		
Current income tax:	495.80	545.46
Adjustments in respect of income tax of earlier years	0.67	0.45
<b>Deferred Tax:</b>		
Relating to origination and reversal of temporary differences	(35.28)	(29.89)
<b>Total</b>	<b>461.19</b>	<b>516.02</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

### (b) Income Tax on Other Comprehensive Income

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Current Tax</b>	-	-
<b>Deferred Tax</b>		
Net loss/(gain) on remeasurements of defined benefit plans	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

### (c) Reconciliation of deferred tax assets / (liabilities)( net)

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Opening Balance</b>	350.71	168.78
Tax liability recognised in Statement of Profit and Loss	(35.28)	52.21
<b>Closing Balance</b>	<b>315.43</b>	<b>220.99</b>

### (d) Reconciliation of Income tax charge

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Profit before tax</b>	1,809.64	1,758.44
<b>Income tax expense at tax rates applicable</b>	526.97	512.06
<b>Add/(Less) : Tax effects</b>		
<b>Items deductible for tax</b>		
- Allowance under Income Tax	(468.29)	(259.10)
<b>Items not deductible for tax</b>		
- disallowance under Income Tax	437.12	292.50
<b>Income tax expenses</b>	<b>495.80</b>	<b>545.46</b>

### 35 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the net profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the net profit attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential items into Equity shares.

The following data reflects the inputs to calculation of basic and diluted EPS

Particulars	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Net Profit after tax attributable to equity share holders ( Rs. In lakhs)</b>	1,348.45	1,242.42
	<b>1,348.45</b>	<b>1,242.42</b>
Number of weighted average shares considered for calculation of basic earnings per share	10,68,71,824	8,86,72,500
Face value of Equity Share ( INR )	2.00	2.00
Basic EPS	1.26	1.40
Number of weighted average shares considered for calculation of diluted earnings per share	11,29,94,824	8,86,72,500
Diluted EPS	1.19	1.40

### 36 Related party transactions

(All amounts in Rs. Lacs, unless otherwise stated)  
a) Related party and nature of the related party relationship with whom transactions have taken place during the year

#### A) Directors and Key Management Personnel

Mr. Harpreet Singh Nibber -Chairman and Managing Director  
Mr. Raminder Singh Nibber - Chairman ( Demised on 12.03.2024)  
Mr. Ajay Kumar - Whole Time Director  
Mr. Narinder Kumar Tyagi - Director finance & C.F.O  
Mr. Chander Bhan Gupta - Company Secretary  
Mrs. Neha- Independent Director

Mr. Subramaniam Bala- Independent Director ( ceased w.e.f 18.08.2023)  
 Mr. Yudhisthir Lal Madan- Independent Director  
 Mr. Aman Tandon- Independent Director (appointed w.e.f from 08.11.2023)

**B) Subsidiary Companies**

Pritika Engineering Components Limited

**C) Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives**

Pritika Industries Limited

**D) Step-Down Subsidiary Companies**

Meeta Castings Limited

**(b) Breakup of the transactions during the year with related parties**

**A) Directors and Key Management Personnel**

Transactions	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>(i) Managerial Remuneration</b>		
Mr. Harpreet Singh Nibber	122.55	122.55
Mr. Raminder Singh Nibber	73.45	77.40
Mr. Ajay Kumar	51.46	51.47
<b>(ii) Remuneration to KMP's</b>		
Mr. Narinder Kumar Tyagi	31.35	31.35
Mr. Chander Bhan Gupta	16.76	15.59
<b>(iii) Director Sitting Fees to Independent Directors</b>		
Mrs. Neha	2.50	3.00
Mr. Subramaniam Bala	0.75	2.50
Mr. Yudhisthir Lal Madan	9.25	6.50
Mr. Aman Tandon	1.00	-

**B) Subsidiary Company**

Transactions	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>(i) Sale of Goods</b>	616.99	111.36
<b>(ii) Purchase of Goods</b>	7,898.95	3,217.07
<b>(iii) Interest received</b>	75.94	100.51
<b>(iv) Loan given</b>	1,212.00	355.00
<b>(v) Loan repaid back</b>	-	355.00
<b>(vi) Investment made</b>	869.00	-

**C) Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives**

Transactions	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>(i) Sale of Goods</b>	-	14,640.75
<b>(ii) Purchase of Goods</b>	-	2,327.71

**D) Step-Down Subsidiary Companies**

Transactions	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>(i) Sale of Goods</b>	89.66	-
<b>(ii) Purchase of Goods</b>	51.70	-

**(c) Details of balances with related parties at year end**

**A) Directors and Key Management Personnel**

Balances at year end	As At March 31, 2024	As At March 31, 2023
<b>Payables</b>		
Mr. Harpreet Singh Nibber	68.85	-
Mr. Raminder Singh Nibber	-	14.16

**B) Subsidiary Company**

Balances at year end	As At March 31, 2024	As At March 31, 2023
Receivables	69.89	83.35
Loan( including interest net of TDS)	1,280.34	-
Corporate Guarantee given	4,615.79	4,486.00
Investment (at Fair Value )	6,638.29	1,939.16

**C) Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives**

Balances at year end	As At March 31, 2024	As At March 31, 2023
Receivables on account of demerger	1,027.74	-
Trade Receivables	-	7,186.23
Corporate guarantee	-	2,350.00

**D) Step-Down Subsidiary Companies**

Balances at year end	As At March 31, 2024	As At March 31, 2023
<b>Meeta Castings Limited</b>		
<b>Receivables</b>		
Trade Receivables	45.46	-
Loan and Advances	35.91	-
<b>Payables</b>		
Purchase of Capital Goods	58.16	-
Corporate Guarantee given	700.00	-

( Refer note no. 41 for effect of demerger)

**37 Disclosure pursuant to IND AS 19 on Employee benefit**

The Company operates post retirement defined benefit plan for retirement gratuity, which is funded. The Company through the gratuity trust has taken Company gratuity policy of Life Insurance Corporation of India Gratuity Scheme.

**Actuarial Valuation Method**

The valuation has been carried out using the Project Unit Credit Method as per Ind AS 19 to determine the Present Value of Defined Benefit Obligations and the related Current Service Cost and, where applicable, Past Service Cost. It should be noted that valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognised.

**Change in the Fair Value of Plan Assets**

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Fair value of Plan Assets Assets at the Beginning</b>	34.68	-
Investment Income	2.57	-
Employer's Contribution	87.34	-
Employee's Contribution	-	-
Benefits paid	(25.42)	-
Return on plan assets, excluding amount recognised in net interest expenses	2.43	-
Transfer In/Out	-	-
<b>Fair value of Plan Assets Assets at the end</b>	101.60	-

**Changes in the Present Value of Obligation**

Particulars	As At March 31, 2024	As At March 31, 2023
Present Value of Obligation as at the beginning	343.25	199.09
Current Service Cost	44.19	26.27
Interest Expense or Cost	25.45	14.53
Re-measurement (or Actuarial) (gain) / loss arising from:	-	-
change in demographic assumptions	-	-
change in financial assumptions	8.49	(2.41)
experience variance (i.e. Actual experience vs assumptions)	17.56	21.77
others	-	-
Past Service Cost	-	-
Effect of change in foreign exchange rates	-	-
Benefits Paid	(25.42)	(17.50)
Acquisition Adjustment	-	-
Effect of business combinations or disposals	-	-
<b>Present Value of Obligation as at the end</b>	413.52	241.75

Actuarial Assumptions:

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Salary Growth rate per annum	5.00%	5.00%
Discount Rate rate per annum	7.20%	7.40%

Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule III of the Companies Act, 2013

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Current Liability (Short term)	49.45	36.31
Non-Current Liability (Long term)	364.07	205.44
<b>Present Value of Obligation</b>	<b>413.52</b>	<b>241.75</b>

Expenses Recognised in the Income Statement

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Current Service Cost	44.19	26.27
Past Service Cost	-	-
Loss / (Gain) on settlement	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	22.88	14.52
<b>Expenses Recognised in the Income Statement</b>	<b>67.07</b>	<b>40.79</b>

Other Comprehensive Income

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Actuarial (gains) / losses	-	-
change in demographic assumptions	-	-
change in financial assumptions	8.49	(2.41)
experience variance (i.e. Actual experience vs assumptions)	17.56	21.77
others	-	-
Return on plan assets, excluding amount recognised in net interest expense	(2.43)	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>23.62</b>	<b>19.36</b>

### 38 Fair values

The carrying value and fair value of financial instruments by category:

Assets and liabilities carried at amortised cost

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Carrying Value		Fair Value	
	As At March 31, 2024	As At March 31, 2023	As At March 31, 2024	As At March 31, 2023
<b>Financial assets</b>				
Investment	1.00	1.00	1.00	1.00
Other Financial Assets & loan	1,375.20	130.12	1,375.20	130.12
Trade Receivables	3,633.24	8,395.75	3,633.24	8,395.75
Cash and cash equivalents	207.94	962.05	207.94	962.05
Bank balances other than cash and cash equivalents	128.43	79.98	128.43	79.98
Other financial assets	1,616.36	917.43	1,616.36	917.43
<b>Total</b>	<b>6,962.17</b>	<b>10,486.32</b>	<b>6,962.17</b>	<b>10,486.32</b>
<b>Financial liabilities</b>				
Borrowings	10,191.71	6,188.91	10,191.71	6,188.91
Trade Payables	1,472.10	2,348.80	1,472.10	2,348.80
Other Financial Liabilities	2,198.01	1,729.28	2,198.01	1,729.28
<b>Total</b>	<b>13,861.82</b>	<b>10,266.99</b>	<b>13,861.82</b>	<b>10,266.99</b>

Assets and liabilities carried at Fair value through other Comprehensive income ( FVOCI)

Particulars	Carrying Value		Fair Value	
	As At March 31, 2024	As At March 31, 2023	As At March 31, 2024	As At March 31, 2023
<b>Financial assets</b>				
Investments	2,083.99	1,194.99	6,676.80	1,950.16

### C) Fair value Measurement

#### (i) Fair Value hierarchy

Level 1- It includes financial instruments measured using quoted prices in active markets for identical assets or liabilities.

Level 2- Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs other than Level 1 inputs; and

Level 3- If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3

There are no assets and liabilities which have been carried at fair value through the profit and loss account.

Investment in Quoted shares ,mutual fund and defined benefit obligation i.e Gratuity. which have been carried at fair value through the other comprehensive income .

The management assessed that cash and cash equivalents, trade receivables, trade payables, and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

### 39 Capital Management

The company manages its capital to ensure that entities in the Company will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the capital deployment.

The company determines the amount of capital required on the basis of annual operating plans and long-term plans and other strategic investment plans. The funding requirement are met through equity and long-term/ short-term borrowings.

The company monitors the capital structure on the basis of total debt to equity ratio and maturity of the overall debt portfolio of the Company.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. No changes were made in the objectives, policies or processes for managing capital during the period ended March 31, 2024.

(All amounts in Lacs)

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Debt	10,122.86	6,188.90
Less: cash and cash equivalents	(336.37)	(1,042.02)
<b>Net Debt (A)</b>	<b>9,786.49</b>	<b>5,146.88</b>
<b>Equity (B)</b>	<b>25,105.92</b>	<b>16,171.44</b>
<b>Gearing ratio (A/B)</b>	<b>0.39</b>	<b>0.32</b>

### 40 Commitments and Contingencies

Detail of Contingent Liability

(All amounts in Lacs)

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>(a) Contingent Liabilities :</b>		
Claim against the Company not acknowledged as debts*		
- Income Tax demand including Interest	88.06	50.54
- Letter of credit	210.00	350.56
- Guarantees issued by Banks	123.21	123.21
- Corporate guarantee to bank /NBFCs on behalf of		
- Subsidiary	4,615.79	4,486.00
- Step Down Subsidiary	700.00	-
- Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives	-	2,350.00

### 41 Scheme of Arrangement and Demerger

During the financial year 2023-24, the Company implemented a Scheme of Arrangement between Pritika Industries Ltd. (the Demerged Company) and Pritika Auto Industries Ltd. (the Resulting Company) being demerger of business undertaking of Pritika Industries Limited and vesting with Pritika Auto Industries Limited. This scheme was approved by National Company Law Tribunal (NCLT), Bench Chandigarh, vide its order dated 4th December 2023, pursuant to Sections 230 to 232, read with other relevant provisions of The Companies Act, 2013. The Scheme of Arrangement became effective in the books of accounts on 26th December 2023, and necessary entries have been made in the books of accounts to reflect the approval of the scheme.

Impact on Financial Results:

Effective Date: 26th December 2023.

Financial Year Ended: 31st March 2024.

Effect on Financials:

The annual financials for the year ending 31st March 2024 include the financial figures of the demerged business undertaking of Pritika Industries Ltd. vest into Pritika Auto Industries Ltd. Pursuant to the Scheme of demerger between Pritika Auto Industries Limited and Pritika Industries Limited approved by NCLT Chandigarh bench. The financial figures for the year ending 31st March 2024 are not comparable with those of the previous financial year ending 31st March 2023.

Transactions carried out during the previous year with Pritika Industries Ltd. have been considered as related party transactions affecting the Profit and Loss Account and the Assets and Liabilities Account.

### 42 The Adjudicating officer ( GST ) had rejected the claim of refund relating to the budgetary support of Rs. 153.54 lakhs. The Company had filed writ petition before the Hon'ble High Court of Himachal Pradesh at Shimla against the said rejection order and Hon'ble High Court remanded back the case to the Adjudicating Officer ( GST ) to decide the case afresh .

43 Details of CSR Expenditure

Particulars	(All amounts in Lacs)	
	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
a. Gross amount required to be spent by the Company during the year as per Section 135 of the Companies Act, 2013 read with Schedule VII	25.07	18.36
b. Amount spent during the year on:		
(i) Construction/acquisition of any asset	-	-
(ii) Purposes other than (i) above	32.78	26.43
c. Shortfall at the end of the year	-	-
d. Total of the previous years shortfall	-	-
e. reason for Shortfall	-	-
f. Nature of CSR Activities	Promoting Education , healthcare including preventive health care	Promoting Education , healthcare including preventive health care
g. Details of the related party transaction	-	-
h. Movement in provision during the year	-	-

44 Foreign Exchange Earnings and Outgo

Particulars	(All amounts in Lacs)	
	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Earning in Foreign Exchange	942.31	551.53
Outgo in Foreign Exchange	77.54	55.96

45 Trade payable Ageing Schedule

Particulars ( FY 2023-24)	(All amounts in Lacs)				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	105.95	-	-	-	105.95
(ii) Others	1,366.14	-	-	-	1,366.14
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues- others	-	-	-	-	-

Particulars ( FY 2022-23)	(All amounts in Lacs)				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	2,348.80	-	-	-	2,348.80
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues- others	-	-	-	-	-

46 Additional Regulatory Information - Analytical Ratios

Name of Ratio	Numerator	Denominator	As At March 31, 2024	As At March 31, 2023	% Variance	Reasons
Current Ratio ( In times )	Current Assets	Current Liabilities	1.56	1.79	-12.65%	-
Debt Equity Ratio( In times )	Debt ( Borrowings + Lease Liabilities)	Shareholders Equity	0.18	0.14	30.92%	Due to demerger
Debt Service Coverage Ratio( In times )	PAT + depreciation +finance cost+ Profit on sale of PPE	Debt Service ( Interest and lease payments + Principal repayments)	1.93	2.01	-3.76%	-
Return On Equity/ ROI ( In % )	Net Profit for the year	Average Shareholder Equity	6.53%	8.39%	-22.16%	-
Inventory Turnover( In times )	Revenue from Operations	Average Inventory	4.23	5.50	-23.12%	-
Trade Receivable Turnover ( In times )	Revenue from Operations	Average trade receivables	5.66	4.31	31.31%	Due to demerger and efficiency in collection
Trade Payable Turnover Ratio(In times )	Purchase	Average trade Payable	11.63	10.13	14.87%	-
Net Capital Turnover Ratio( In times )	Revenue from Operations	Net Working Capital	5.60	4.28	30.84%	Due to demerger
Net Profit Margin( In % )	Net Profit for the year	Revenue from Operations	3.93%	3.94%	-0.26%	-
Return On Capital Employed( In % )	Profit before tax and finance cost	Capital Employed ( Net Worth + borrowings +lease liabilities )	9.99%	13.29%	-24.80%	-

47 Capital Work in Progress Ageing

Particulars ( FY 2023-24)	Amount in CWIP for a period of				( In Lakhs )
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	183.30	-	-	-	183.30
Project temporarily suspended	-	-	-	-	-

Particulars ( FY 2022-23)	Amount in CWIP for a period of				( In Lakhs )
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	9.09	-	-	-	9.09
Project temporarily suspended	-	-	-	-	-

48 Details of Land and Building in Property , Plant and Equipment

Relevant line item in the Balancesheet	Description of item of property	Gross carrying value	Title deeds in the name of	Whether title deed holder is a promoter , director or their relatives	Property Held since which date	Reason for not being held in the name of the Company
PPE	land - UNA	92,70,134	Pritika Auto Industries Limited	Company	30/05/2006	-
	land - Kurali	3,16,10,000	Pritika Auto Industries Limited	Company	18/05/2018	-
	land- Dera bassi-1	41,83,780	Pritika Auto Industries Limited	Company	2/1/1996	-
	land- Dera bassi-2	3,80,00,000	Pritika Auto Industries Limited	Company	19/12/2018	-
	land- Mohali	1,65,000	Pritika Industries Limited	Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives	16/01/1998	Trf under scheme of arrangement and name change is under process with relevant authorities

	Building -Mohali	3,30,84,418	Pritika Auto Industries Limited	Company	26/12/2023	-
	Building -UNA	8,79,16,926	Pritika Auto Industries Limited	Company	30/05/2006	-
	Building -Derabassi	5,52,60,317	Pritika Auto Industries Limited	Company	2/1/1996	-
<b>Investment Property</b>	-	-	-	-	-	-
<b>PPE retired from active use and held for disposal</b>	-	-	-	-	-	-
<b>others</b>	-	-	-	-	-	-

49 Satisfaction of Charge of Rs. 38 Lakhs related to the loan from Reliable Agro Engineering Services (P) Ltd. is pending to be satisfied because NOC had not been issued by NBFC till date .

50 Ageing of Trade receivables

(All amounts in Lacs)

Particulars ( FY 2023-24)	Outstanding for following periods from						Total
	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables- Considered good		3,633.24	-	-	-	-	3,633.24
(ii) Undisputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables- credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables- Considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables- credit impaired	-	-	-	-	-	-	-

(All amounts in Lacs)

Particulars ( FY 2022-23)	Outstanding for following periods from						Total
	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables- Considered good	-	8,392.78	-	-	-	2.97	8,395.75
(ii) Undisputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables- credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables- Considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables- credit impaired	-	-	-	-	-	-	-

51 QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Market risk is the risk of loss related to adverse changes in market prices, including interest rates and foreign exchange rates. In the normal course of business, we are exposed to certain market risks including foreign exchange rate risk and interest risk.

(i) Liquidity risk

The financial liabilities of the company, other than derivatives, include loans and borrowings, trade and other payables. The company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The company monitors its risk of shortage of funds to meet the financial liabilities using a liquidity planning tool. The company plans to maintain sufficient cash and deposits to meet the obligations as and when fall due.

The below is the detail of contractual maturities of the financial liabilities of the company at the end of each reporting period

(Rs. In lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
<b>Borrowings</b>		
expiring with in one year	6,564.67	4,672.46
expiring beyond one year	3,558.19	1,486.11
	10,122.86	6,158.57
<b>Trade payables</b>		
expiring with in one year	1,472.09	2,348.80
expiring beyond one year	-	-
	1,472.09	2,348.80
<b>Other financial liabilities</b>		
expiring with in one year	2,198.01	1,729.28
expiring beyond one year	-	-
	2,198.01	1,729.28

(ii) Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables which are typically unsecured. Credit risk on cash and bank balances is limited as the company generally invests in deposits with banks and financial institutions with high credit ratings assigned by credit rating agencies. Investments primarily include investment in shares . The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. Customer credit risk is managed by the Entities's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain.

The impairment analysis is performed on client to client basis at each reporting date for major customers. The company has not considered an allowance for doubtful debts in case of trade receivables that are past due but there has not been a significant change in the credit quality and the amounts are still considered recoverable.

Write off Policy

The financial assets are written off, in case there is no reasonable expectation of recovering from the financial asset.

(iii) 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.

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, which are included in interest bearing loans and borrowings in these financial statements. The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

At the reporting date the interest rate profile of the Company's interest bearing financial instrument is at its fair value:

Exposure to Interest Rate risk

(Rs. In lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Long term debts from Banks and Financial Institutions and others	3,558.19	1,486.11
Current Maturities of long term debts	1,047.02	765.47
Short term Borrowings from Banks	5,517.65	3,906.99
Total borrowings	10,122.86	6,158.56
% of Borrowings out of above bearing variable	100%	100%

**Interest rate Sensitivity**

A change of 50 bps in interest rate would have following impact on Profit before tax

Particulars	(Rs. In lakhs)	
	As at 31.03.2024	As at 31.03.2023
50 bps increase would decrease the profit before tax by	(50.61)	(30.79)
50 bps decrease would increase the profit before tax by	50.61	30.79

- 52 No funds have been advanced or loaned or invested (either from borrowed funds or share premium ) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 53 No funds have been received by the Company 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 ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 54 Quarterly returns or statements of current assets filed by the Company with the banks or financial institutions are in agreement with the books of accounts.
- 55 The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- 56 The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- 57 The Company have not 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 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- 58 The Company do not have any transactions with companies struck off during the year .
- 59 Previous year figures has been regrouped/rearranged wherever considered necessary.

**As per our report of even date**

For **Sunil Kumar Gupta & Co.**  
Chartered Accountants  
Firm Registration number: 003645N

Sd/-  
CA Rahul Goyal  
Partner  
Membership No.: 540880

Place: Mohali  
Date: 23-05-2024  
ICAI UDIN NO: 24540880BKEBAU1733

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

Sd/-  
Harpreet Singh Nibber  
(Chairman & Managing Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
(Whole Time Director )  
DIN No. 02929113

Sd/-  
Narinder Kumar Tyagi  
Director Finance & C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232





# SUNIL KUMAR GUPTA & CO.

## CHARTERED ACCOUNTANTS

B-10, MAGNUM HOUSE-1, KARAMPURA COMMERCIAL COMPLEX,  
SHIVAJI MARG, NEW DELHI-110015

Mobile : 9213527574

• E-mail: rahulgoyal199125@gmail.com

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### INDEPENDENT AUDITOR'S REPORT

To the Members of PRITIKA AUTO INDUSTRIES LIMITED

#### Report on Audit of the Consolidated Financial Statements

##### Opinion

We have audited the consolidated financial statements of **PRITIKA AUTO INDUSTRIES LIMITED**(hereinafter referred to as “the Holding Company”) and its subsidiary (Holding Company and its Subsidiary together referred to as “the Group), which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March 2024, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated statement of changes in equity, Consolidated statement of Cash Flow for the year then ended and notes to the consolidated financial statements including a material accounting policy information and other explanatory information (hereinafter referred to as ‘the consolidated financial statements’).

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

##### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the 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 consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

## **Key Audit Matters**

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

During the financial year 2023-24, the Company implemented a Scheme of Arrangement between Pritika Industries Ltd. (the Demerged Company) and Pritika Auto Industries Ltd. (the Resulting Company). This scheme was approved by National Company Law Tribunal (NCLT), Bench Chandigarh, vide its order dated 4th December 2023, pursuant to Sections 230 to 232, read with other relevant provisions of The Companies Act, 2013. The Scheme of Arrangement became effective in the books of accounts on 26th December 2023, and necessary entries have been made in the books of accounts to reflect the approval of the scheme. However, the financial information presented herewith for the financial year has been prepared taking into consideration the information pertaining to asset, liabilities, income, expenses and cash flows continued in the name of Pritika Industries Limited for Mohali and Bathri Unit post demerger in the books of Pritika Auto Industries Limited on account of procedural issues.

Impact on Financial Results:

Effective Date: 26th December 2023.

Financial Year Ended: 31st March 2024.

Effect on Financials:

The annual financials for the year ending 31st March 2024 include the financial figures of the demerged undertaking of Pritika Industries Ltd. vest into Pritika Auto Industries Ltd. Pursuant to the Scheme of arrangement between Pritika Auto Industries Limited and Pritika Industries Limited approved by NCLT Chandigarh bench. The financial figures for the year ending 31st March 2024 are not comparable with those of the previous financial year ending 31st March 2023.

Transactions carried out during the previous year with Pritika Industries Ltd. have been considered as related party transactions affecting the Profit and Loss Account and the Assets and Liabilities Account.

## **Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements**

The Holding Company's management and Board of Directors are responsible for the matter stated in Section 134(5) of the Companies Act 2013 ("the Act") with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs, consolidated profit/loss and other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended). The respective management and Board of Directors of the Companies included in the Group are responsible for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the management and Board of Directors of the Holding Company, as aforesaid

In preparing the consolidated financial statements, the respective management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are responsible for overseeing the financial reporting process of each Company.

### **Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

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

As Part of an audit in accordance with SA's specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the financial year ended March 31, 2024 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 Act, to be included in the Auditor's Report, according to the information and explanations given to us, and based on the CARO Reports issued by us for the company and subsidiary company included in the consolidated financial statements of the company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO Reports.
  
2. (A) 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 purpose of our audit of the aforesaid consolidated financial statements.
  - b. In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Company so far as appears from our examination of those books except for the matters stated in paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ;
  - c. The Consolidated financial statements dealt with by this Report are in agreement with the books of accounts maintained for the purpose of preparation of the consolidated financial statements.
  - d. In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015.

- e. On the basis of the written representations received from the directors of the Holding Company as on 31 March 2024 taken on record by the Board of Directors of the Holding Company and on the basis of written representations received by the management from directors of its subsidiaries which are incorporated in India, as on 31 March 2024, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act.
- f. The modification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are stated in paragraph 2A(b) above on reporting under section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
- g. With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company incorporated in India and the operating effectiveness of such controls, refer to our separate report in “Annexure 1”; and
- (B) 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:
- a. The Company has disclosed the impact of pending litigations as at 31<sup>st</sup> March 2024 on its financial position in its consolidated financial statements. Refer Note 40 & 41 to the consolidated financial statements.
- b. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c. There are no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Group during the year ended 31<sup>st</sup> March 2024.
- d. (i) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- ii. The Management has represented that, to the best of its knowledge and belief, other than as disclosed in notes to the accounts, no funds have been received by the Company 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 (“Ultimate Beneficiaries”) by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- iii. Based on the audits procedures performed 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) contain any material mis-statement.

- e. The Company has not declared or paid any dividend during the year.
- f. Based on our examination which included test checks, performed by us on the Holding Company and its subsidiary incorporated in India and audited under the Act, the Holding Company, and its subsidiary in respect of financial year commencing on 1<sup>st</sup> April 2023, have used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature was not enabled at database level for accounting software to log any direct data changes. Further, during the course of our audit we did not come across any instance of audit trail feature being tempered with in respect of the accounting software where such feature is enabled.
- (c ) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company and its subsidiary company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limits laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

**For Sunil Kumar Gupta & Co.**  
Chartered Accountants  
Firm Regn No: 003645N

**Sd/-**  
**Rahul Goyal**  
Partner  
Membership No.: 540880

Place: Mohali  
Date: 23.05.2024  
ICAI UDIN: 24540880BKEBAV7631

## **Annexure - 1**

### **Report on the Internal Financial Controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

#### **Opinion**

In conjunction with our audit of the consolidated financial statements of Pritika Auto Industries Limited (“the Holding Company”) as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to the consolidated financial statements of the Holding Company and such companies incorporated in India under the Companies Act, 2013 which are its subsidiary companies, as of that date.

In our opinion, the Holding Company and subsidiary company has, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to consolidated financial statements 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 (the “Guidance Note”).

#### **Management’s and Board of Directors’ Responsibility for Internal Financial Controls**

The respective Company’s management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the 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 with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with 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 with reference to consolidated financial statements, 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included

obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls with reference to consolidated financial statements**

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

#### **Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements**

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

**For Sunil Kumar Gupta & Co.**  
Chartered Accountants  
Firm Regn No: 003645N

Sd/-  
**Rahul Goyal**  
Partner  
Membership No.: 540880

Place: Mohali  
Date: 23.05.2024  
ICAI UDIN: 24540880BKBAV7631



PRITIKA AUTO INDUSTRIES LIMITED  
CIN NO.L45208PB1980PLC046738  
C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055  
CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2024

Particulars	Note No.	(All amounts in Rs. Lacs, unless otherwise stated)	
		As At March 31, 2024	As At March 31, 2023
<b>I. ASSETS</b>			
<b>1. Non Current Assets</b>			
(a) Property, Plant and Equipment	3	20,546.52	11,822.32
(b) Capital work in progress	3	187.52	939.56
(c) Goodwill	4	2,591.57	1,354.77
(d) Financial Assets			
- Investments	5	39.50	11.99
- Other financial assets	6	97.39	130.12
(e) Deferred Tax Assets (Net)	7	183.70	79.80
(f) Other Non-Current Assets	8	217.57	169.18
<b>Total Non Current Assets (A)</b>		<b>23,863.77</b>	<b>14,507.74</b>
<b>2. Current Assets</b>			
(a) Inventories	9	12,041.70	7,594.16
(b) Financial Assets			
- Trade Receivables	10	3,751.89	9,729.71
-Cash and Cash Equivalents	11	231.82	1,322.49
-Bank balances other than cash and cash equivalents	12	291.10	234.09
-Other Financial Assets	13	1,714.75	1,207.32
(c) Other Current Assets	14	2,049.23	519.96
<b>Total Current Assets (B)</b>		<b>20,080.49</b>	<b>20,607.73</b>
<b>TOTAL ASSETS ( A+ B)</b>		<b>43,944.26</b>	<b>35,115.47</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1. Equity</b>			
(a) Equity Share Capital	15	3,207.79	1,773.45
(b) Other Equity	16	17,972.02	14,357.47
(bi) Non Controlling interest		1,262.13	839.12
<b>Total Equity (A)</b>		<b>22,441.94</b>	<b>16,970.04</b>
<b>2. Non Current Liabilities</b>			
(a) Financial Liabilities			
- Borrowings	17	6,599.85	3,342.56
(b) Provisions	18	317.12	246.37
(c) Deferred Tax Liabilities (Net)	19	640.83	349.95
(d) Other non-current liabilities	20	183.53	2,043.68
<b>Total Non Current Liabilities ( B)</b>		<b>7,741.33</b>	<b>5,982.56</b>
<b>3. Current Liabilities</b>			
(a) Financial Liabilities			
- Borrowings	21	8,336.12	6,141.41
-Trade Payables	22		
Total Outstanding dues of micro enterprise and small enterprise		139.48	-
Total Outstanding dues of creditors other than micro enterprise and small enterprise		1,909.87	3,106.29
- Other Financial Liabilities	23	2,658.20	2,262.46
(b) Other Current Liabilities	24	411.00	377.60
(c) Provisions	25	54.65	38.45
(d) Current Tax Liability (Net)	26	251.67	236.66
<b>Total Current Liabilities ( C)</b>		<b>13,760.99</b>	<b>12,162.87</b>
<b>TOTAL EQUITY AND LIABILITIES (A+B+C)</b>		<b>43,944.26</b>	<b>35,115.47</b>

Summary of Material Accounting Policies and other explanatory information forms an integral part of these Consolidated financial statements 1-59

This is the Consolidated balance sheet referred to in our report of even date

For and on behalf of Board of Directors

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

Sd/-  
CA Rahul Goyal  
Partner  
Membership No.: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman and Managing Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
(Whole Time Director )  
DIN No. 02929113

Place: Mohali  
Date : 23-05-2024  
ICAI UDIN NO: 24540880BKEBAV7631

Sd/-  
Narinder Kumar Tyagi  
Director Finance and C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

**PRITIKA AUTO INDUSTRIES LIMITED**

CIN NO.L45208PB1980PLC046738

C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055

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

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Note	For the Year ended March 31, 2024	For the Year ended March 31, 2023
I Revenue from operations	27	34,209.34	36,203.45
II Other Income	28	162.11	120.07
<b>III Total Income ( I+II)</b>		<b>34,371.45</b>	<b>36,323.52</b>
<b>IV Expenses</b>			
a) Cost of material consumed	29	18,327.15	23,690.82
b) Changes in inventories of finished goods , Work in progress and stock in trade	29(a)	(1.90)	(381.46)
c) Employee benefits expense	30	3,160.28	2,058.04
d) Finance costs	31	1,478.36	925.21
e) Depreciation and amortization expense	32	1,672.15	1,190.70
f) Other Expenses	33	7,476.17	6,682.91
<b>Total Expenses (IV)</b>		<b>32,112.21</b>	<b>34,166.22</b>
<b>V Profit/(Loss) before exceptional items and tax</b>		<b>2,259.24</b>	<b>2,157.30</b>
VI Exceptional Items		-	-
VII Profit/ (Loss) before tax		<b>2,259.24</b>	<b>2,157.30</b>
<b>VIII Tax Expense:</b>			
a) Current Tax	34	546.70	600.55
b) Adjustment of tax relating to earlier periods		(0.03)	(36.05)
c) Deferred Tax	34	27.38	23.37
<b>Total tax expenses ( VIII)</b>		<b>574.05</b>	<b>587.87</b>
<b>IX Profit / (Loss ) for the period</b>		<b>1,685.19</b>	<b>1,569.43</b>
<b>X Other comprehensive income</b>			
(A)(i) Items that will not to be reclassified to profit or loss			
Re-measurement (Loss )/ Gain on defined benefit plans		(27.78)	(19.36)
Revaluation Loss/ (Gain) due to Foreign exchange		-	1.73
Impact of fair valuation of Equity Shares		(147.57)	(0.81)
(ii) Income Tax relating to items that will not be reclassified to Profit & Loss		-	-
(B)(ii) Items that will be reclassified to profit or loss		-	-
(ii) Income Tax relating to items that be reclassified to Profit & Loss		-	-
<b>XI Total comprehensive Income for the period ( IX + X)</b>		<b>1,509.84</b>	<b>1,550.99</b>
<b>Net Profit for the year attributable to :</b>			
-Owners of the Company		1,257.15	1,482.44
-Non-Controlling interests		428.04	86.99
		<b>1,685.19</b>	<b>1,569.43</b>
<b>Other Comprehensive income for the year attributable to :</b>			
-Owners of the Company		(130.81)	(12.42)
-Non-Controlling interests		(44.54)	(6.02)
		<b>(175.35)</b>	<b>(18.44)</b>
<b>Total Comprehensive income for the year attributable to :</b>			
-Owners of the Company		1,126.34	1,470.02
-Non-Controlling interests		383.50	80.97
		<b>1,509.84</b>	<b>1,550.99</b>
<b>Earnings per equity share( Nominal value of Rs. 2/- per share )</b>			
Basic ( Rs.)	35	1.18	1.77
Diluted ( Rs.)	35	1.11	1.77
<b>Summary of Material Accounting Policies and other explanatory information forms an integral part of these Consolidated financial statements</b>	1-59		

This is the Consolidated statement of profit and loss referred to in our report of even date

For and on behalf of the Board of directors

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

Sd/-  
CA Rahul Goyal  
Partner  
Membership No.: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman and Managing Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
(Whole Time Director )  
DIN No. 02929113

Place: Mohali  
Date : 23-05-2024  
ICAI UDIN NO: 24540880BKEBAV7631

Sd/-  
Narinder Kumar Tyagi  
Director Finance and C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

**PRITIKA AUTO INDUSTRIES LIMITED**

CIN NO.L45208PB1980PLC046738

C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2024

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax as per statement of Profit & Loss	2,259.24	2,157.30
<b>Adjustments for:</b>		
- Depreciation and amortisation expense	1,672.15	1,190.70
- Finance costs	1,478.36	925.21
- Gratuity / Leave encashment Provision	98.09	62.10
- Forex fluctuation	(14.22)	(12.69)
- Profit on Sale of Fixed Assets		-
<b>Operating profit before working capital changes</b>	<b>5,493.62</b>	<b>4,322.62</b>
<b>Movement in working capital</b>		
Increase/(Decrease) in Trade Payables	(1,056.95)	449.57
Increase/(Decrease) in Other Current/Financial Liabilities	517.61	4.91
Increase/(Decrease) in Provisions	86.95	59.80
(Increase) / Decrease in Trade Receivables	5,977.82	(2,575.97)
(Increase) / Decrease in Inventories	(4,447.54)	(918.73)
(Increase) / Decrease in Other Current/Financial Assets	(1,529.26)	(90.09)
(Increase) / Decrease in Other Assets	(523.09)	(195.86)
<b>Cash generated from operations</b>	<b>4,519.16</b>	<b>1,056.25</b>
Taxes paid	(301.65)	(575.80)
<b>Net Cash generated from Operating Activities (A)</b>	<b>4,217.51</b>	<b>480.45</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, Plant & Equipment	(9,644.31)	(2,192.20)
Sale of Property, Plant & Equipment	-	-
Movement in fixed deposits (having original maturity of more than three months)	(57.02)	(53.31)
Increase in investment in shares	-	-
Sale of Shares/ ( Purchase of investment)	(20.00)	(8.31)
<b>Net Cash used in Investing Activities (B)</b>	<b>(9,721.33)</b>	<b>(2,253.82)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Long Term Loans Raised/(Paid) (Net)	1,397.17	1,282.57
Short Term Loans Raised/(Paid) (Net)	2,194.70	1,128.94
Increase in Share Capital	197.54	-
Movement in Minority Interest	423.01	758.15
Proceed from issue of share warrant	-	760.00
Share premium	1,679.09	-
Interest Paid	(1,478.36)	(925.21)
<b>Net Cash from Financing Activities (C)</b>	<b>4,413.16</b>	<b>3,004.45</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents(A+B+C)</b>	<b>(1,090.67)</b>	<b>1,231.08</b>
<b>Cash and Cash Equivalents at the beginning of the year</b>	<b>1,322.49</b>	<b>91.41</b>
<b>Cash and Cash Equivalents at the end of the year</b>	<b>231.82</b>	<b>1,322.49</b>

**Notes:**

- 1.) The above Cash Flow Statement has been prepared under the indirect method set out in IND AS - 07 "Statement of Cash Flow".
- 2.) Figures in bracket indicates cash outflow

Summary of Material Accounting Policies and other explanatory information forms an integral part of these Consolidated financial statements (1-59)

This is the Consolidated statement of cash flows referred to in our report of even date

For and on behalf of the Board of Directors

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

Sd/-  
CA Rahul Goyal  
Partner  
Membership No.: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman and Managing Director)  
DIN No. 00239042

Sd/-  
Ajay Kumar  
(Whole Time Director)  
DIN No. 02929113

Place: Mohali  
Date : 23-05-2024  
ICAI UDIN NO: 24540880BKBEAV7631

Sd/-  
Narinder Kumar Tyagi  
Director Finance and C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

**PRITIKA AUTO INDUSTRIES LIMITED**

CIN NO.L45208PB1980PLC046738

C-94, PHASE VII, S.A.S NAGAR, INDUSTRIAL AREA, MOHALI, PUNJAB-160055

CONSOLIDATED STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED MARCH 31, 2024

(All amounts in Rs. Lacs, unless otherwise stated)

Equity Share Capital		
Particulars	No. Of Shares	Amount in lakhs
<b>Authorised Share Capital</b>		
Balance as at April 1, 2022	18,25,00,000.00	3650.00
Changes in equity share capital due to prior period errors	-	-
<b>Restated balance as at April 1, 2022</b>	18,25,00,000.00	3650.00
Issue of Shares during the year	-	-
<b>As at 31st March 2023</b>	<b>18,25,00,000.00</b>	<b>3650.00</b>
<b>Balance as at April 1, 2023</b>		
Balance as at April 1, 2023	18,25,00,000.00	3650.00
Changes in equity share capital due to prior period errors	-	-
<b>Restated balance as at April 1, 2023</b>	18,25,00,000.00	3650.00
Issue of Shares during the year	-	-
<b>As at 31st March 2024</b>	<b>18,25,00,000.00</b>	<b>3650.00</b>
<b>Equity Share Capital</b>		
Particulars	No. Of Shares	Amount in lakhs
<b>Subscribed and fully paid up</b>		
Balance as at April 1, 2022	8,86,72,500.00	1,773.45
Changes in equity share capital due to prior period errors	-	-
<b>Restated balance as at April 1, 2022</b>	8,86,72,500.00	1,773.45
Issue of Shares during the year	-	-
<b>As at 31st March 2023</b>	<b>8,86,72,500.00</b>	<b>1,773.45</b>
<b>Balance as at April 1, 2023</b>		
Balance as at April 1, 2023	8,86,72,500.00	1,773.45
Changes in equity share capital due to prior period errors	-	-
<b>Restated balance as at April 1, 2023</b>	8,86,72,500.00	1,773.45
Fresh Share issued during the period on conversion of share warrant	98,77,000.00	197.54
Fresh Share issued during the period on account of scheme of arrangement	-	-
	6,18,40,167.00	1,236.80
<b>As at 31st March 2024</b>	<b>16,03,89,667.00</b>	<b>3,207.79</b>

**B. Other Equity**

Particulars	Reserves and Surplus				Total
	Share Warrant	Securities premium	Capital Reserve	Retained earnings	
Balance as at April 1, 2022	-	5,369.97	1,892.40	4,865.08	12,127.45
Change in Accounting policy or prior period errors	-	-	-	-	-
<b>Restated balance as at April 1, 2022</b>	-	5,369.97	1,892.40	4,865.08	12,127.45
Balance as at April 1, 2022	-	5,369.97	1,892.40	4,865.08	12,127.45
Profit / Addition during the year	-	-	-	1,482.44	1,482.44
Trf to Capital reserve	760.00	-	-	-	760.00
Other Comprehensive Income	-	-	-	(12.42)	(12.42)
<b>Balance as at March 31, 2023</b>	<b>760.00</b>	<b>5,369.97</b>	<b>1,892.40</b>	<b>6,335.10</b>	<b>14,357.47</b>
Balance as at April 1, 2023	760.00	5,369.97	1,892.40	6,335.10	14,357.47
Change in Accounting policy or prior period errors	-	-	-	-	-
<b>Restated balance as at April 1, 2023</b>	760.00	5,369.97	1,892.40	6,335.10	14,357.47
Balance as at April 1, 2023	760.00	5,369.97	1,892.40	6,335.10	14,357.47
Profit / Addition during the year	-	-	-	1,257.15	1,257.15
Issue during the year	-	1,679.09	-	-	1,679.09
Received on account of scheme of arrangement	-	31.32	30.00	1,221.51	1,282.83
Amount received during the year	1,407.47	-	-	-	1,407.47
Converted into share capital	(1,876.63)	-	-	-	(1,876.63)
Share issue expense	-	(4.56)	-	-	(4.56)
Other Comprehensive Income	-	-	-	(130.81)	(130.81)
<b>Balance as at March 31, 2024</b>	<b>290.84</b>	<b>7,075.82</b>	<b>1,922.40</b>	<b>8,682.96</b>	<b>17,972.02</b>

Pursuant to the requirements of Division II of Schedule III of Company Act, 2013, below is the nature and purpose of each reserve :

a. **Securities Premium** : Securities premium reserve is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of Section 52 of the Companies Act, 2013

b. **Retained Earnings** : Retained earnings comprises of prior and current year's undistributed earnings after tax.

c. **Capital Reserve** : Capital reserve will be utilised for the purposes as permitted by the Companies Act, 2013.

This is the Consolidated statement change in equity referred to in our report of even date.

For Sunil Kumar Gupta & Co.  
Chartered Accountants  
Firm Registration number: 003645N

For and on behalf of Board of Directors

Sd/-  
CA Rahul Goyal  
Partner  
Membership No: 540880

Sd/-  
Harpreet Singh Nibber  
(Chairman and Managing Director )  
DIN No. 00239042

Sd/-  
Ajay Kumar  
(Whole Time Director )  
DIN No. 02929113

Place: Mohali  
Date : 23-05-2024  
ICAI UDIN NO: 24540880BKBEAV7631

Sd/-  
Narinder Kumar Tyagi  
Director Finance and C.F.O

Sd/-  
Chander Bhan Gupta  
Company Secretary  
M.No. F2232

**PRITIKA AUTO INDUSTRIES LIMITED**

CIN NO.L45208PB1980PLC046738

C-94 , PHASE VII , S.A.S NAGAR , INDUSTRIAL AREA , MOHALI , PUNJAB-160055

**SUMMARY OF MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024**

**Note No. 1: Notes To The Financial Statement**

**1 GENERAL INFORMATION**

Pritika Auto Industries Limited ( " the Company ") is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is in Punjab, India. The shares of the Company are listed on recognised stock exchanges in India i.e Bombay Stock Exchange ( BSE) and National Stock Exchange (NSE) . The Company was incorporated on 11.04.1980 and is engaged in the manufacturing of tractor and automobile components . The Consolidated financial statements were approved by the board of directors on May 23 ,2024.

**Note No. 2 : Basis Of Preparation , Measurement And Material Accounting Policies**

**2.1 Basis of Preparation and Measurement**

These Consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') specified under Section 133 of the Companies Act, 2013 ('Act') the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act . The Consolidated Financial Statements have been prepared on historical basis , except certain financial assets and liabilities and defined benefit plans-plan assets that are recognised at fair value at the end of the reporting period and on an accrual basis as a going concern . The financial statements are presented in Indian Rupees ( INR ) , which is the functional currency of the Company and the Currency of the primary economic environment in which the Company operates. The figures of the Consolidated Financial Statements has been rounded off to the nearest lakhs.

All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies Act , 2013 . Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents , the Company has determined its operating cycle as twelve months for the purpose of current-non current classification of assets and liabilities. Deferred tax assets and liabilities are classified as non - current assets and liabilities. The Operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents . The Company has identified twelve months as its operating cycle .

The subsidiary companies considered in these consolidated financial statements are as follows:

Name of the Company	Proportion of Ownership
Pritika Engineering Components Limited (Subsidiary )	74.60%
Meeta Castings Limited ( Step down Subsidiary)	100%

**2.2 Principles of consolidation:**

The acquisition method of accounting is used to account for business combinations by the group. The group combines the financial statements of the parent and its subsidiaries line-by-line basis by adding together like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances, intra-group transactions and any unrealized profits/ losses unless the transaction provides evidence of an impairment of the transferred asset.

**2.3 Use of Estimates**

The preparation of the Consolidated financial statements in conformity with the generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the Balance Sheet date , reported amount of revenue and expenses for the year and disclosure of contingent liabilities and contingent assets as of the date of Balance Sheet . The estimates and assumptions used in these Consolidated Financial Statements . The actual amounts may differ from the estimates used in the preparation of the Consolidated Financial Statements and the difference between actual results and the estimates are recognised in the period in which the results are known/ material.

## 2.4 Fair Value Measurement

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability take 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 or the most advantageous market must be accessible by the Company. The fair value of an asset or a 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.

### Non-derivative financial instruments

#### 1. Financial assets at amortised cost

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

#### 2. Financial assets at fair value through other comprehensive income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets. The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in Other Comprehensive Income. Financial instruments ( unquoted instruments) subsequent measurement are done through fair value through other comprehensive income (FVTOCI).

#### 3. Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or

#### 4. Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

## 2.5 Property, Plant and Equipment (PPE)

Freehold Land is carried at historical cost. All other items of Property, Plant and Equipment are recorded at cost less accumulated depreciation. The cost of acquisition of property, plant and equipment is net of duty or tax credit availed and includes purchase cost or its construction cost, inward freight and other expenses incidental to acquisition or installation and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended for its use. Cost of spares relating to specific item of an asset is capitalized. For major projects, interest and other costs incurred on / related to borrowings attributable to such projects / fixed assets during construction period and related pre-operative expenses are capitalized as part of the cost of respective assets. Cost of assets not ready to use before such date are disclosed under "Capital Work-in-Progress".

The residual values, useful live and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation is provided using the Straight Line Method as per the useful lives of the assets at the rates prescribed under Schedule II of the Companies Act, 2013

### Asset Useful live

Buildings including factory buildings	30 years
General Plant and Machinery	15 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Vehicles	8 years
Computers /servers and Network	3 Years

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 disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Fully depreciated assets still in use are retained in Consolidated financial statements.

## 2.6 Intangible assets

Intangible assets are measured on initial recognition at cost and subsequently are carried at cost less accumulated amortisation and accumulated impairment losses, if any. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses on derecognition are determined by comparing proceeds with carrying amount. These are included in profit or loss. The Company amortises intangible assets with a finite useful life using the straight-line method over the following range of useful lives:

### Asset Useful life

Computer software 3 years

The estimated useful life is reviewed annually by the management.

## 2.7 Capital work-in-progress and intangible assets under development

Capital work-in-progress/intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

## 2.8 Impairment

All assets other than Inventories and Investments are reviewed for impairment, wherever events or changes in circumstances indicate that the carrying amount of those assets may not be fully recoverable, in such cases the carrying amount of such assets is reduced to its estimated recoverable amount and the amount of such impairment loss is charged to the Statement of Profit and Loss.

## 2.9 Cash and cash equivalents

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.

### Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated.

## 2.10 Investments

All Quoted Investments are carried at fair value. Investments, which at the inception, have been designated to be held for a long term capital appreciation, the changes in the fair value are considered through Other Comprehensive Income. All other investments are valued at book value.

## 2.11 Inventories

Inventories are valued at lower of cost (First in First out) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including all taxes and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads and net off recoverable taxes incurred in bringing them to their respective present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

## 2.12 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment, net of taxes or duties collected on behalf of the government.

However, Goods and Service tax (GST) is not received by the company on its own account. Rather, it is tax collected on value added to the commodity/services by the seller on behalf of the government. Accordingly, it is excluded from revenue.

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

### Sale of goods

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company; and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

### **Interest Income**

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

### **Dividend**

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

### **Insurance claims**

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

Export benefits, incentives and licenses: Export incentives are recognised as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

## **2.13 Operating leases including investment properties**

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.

### **As a lessee**

#### **a) Right-of-use assets**

The Company recognises right-of-use 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.

#### **b) 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 primarily comprise of fixed payments. In calculating the present value of lease payments, the Group 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.

#### **c) Short-term leases and leases of low value assets**

The Company applies the short-term lease recognition exemption to its short-term leases of office spaces and certain equipment (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 to leases of office equipment 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.

### **As a lessor**

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. 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.

## **2.14 Employee benefit expenses**

Employee benefits consist of contribution to provident fund, superannuation fund, gratuity fund and compensated absences.

### **(i) Post-employment benefit plans**

#### **Defined Contribution plans**

Payments to defined contribution retirement benefit scheme for eligible employees in the form of superannuation fund are charged as an expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made.

The Company also makes contribution towards provident fund, in substance a defined contribution retirement benefit plan for qualifying employees. The provident fund is deposited with the Provident Fund Commissioner which is recognized by the Income Tax authorities.



## Defined benefit plans

The Company operates various defined benefit plans- gratuity fund and Compensated absence.

The liability or asset recognised in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability or asset. The net interest income/ (expense) on the net defined benefit liability or as set is recognised in the Statement of Profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

### 2.15 Borrowing cost

Borrowing costs are interest and ancillary costs incurred in connection with the arrangement of borrowings. General and specific borrowing costs attributable to acquisition and construction of any qualifying asset (one that takes a substantial period of time to get ready for its designated use or sale) are capitalised until such time as the assets are substantially ready for their intended use or sale, and included as part of the cost of that asset. Investment 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 the other borrowing costs are recognised in the Statement of Profit and Loss within Finance costs of the period in which they are incurred.

### 2.16 Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in 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.

#### Current tax

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

#### Deferred tax

Deferred income tax is recognised using the Profit and loss approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are off set when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

### 2.17 Accounting of provisions, contingent liabilities and contingent assets

Provisions are recognized, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Where the effect is material, the provision is discounted to net present value using an appropriate current market-based pre-tax discount rate and the unwinding of the discount is included in finance costs.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for. Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

**2.18 Earnings per share (EPS)**

Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Company by the weighted average number of Ordinary shares outstanding during the year. Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential Ordinary shares.

**2.19 Ind AS 115 Revenue from Contracts with Customers**

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers.

**2.20 Government Grants**

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

**2.21 Foreign currencies and operations**

**i. 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'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency. All amounts have been rounded off to the nearest lacs, unless otherwise stated.

**ii. Foreign currency transactions and balances**

Foreign currency transactions are recorded in the functional currency (Indian Rupee) by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency on the date of the transaction (spot exchange rate).

All monetary items denominated in foreign currency are converted into Indian Rupees at the year-end exchange rate. The exchange differences arising on such conversion and on settlement of the transactions are recognised in the statement of profit and loss.

Non-monetary items in terms of historical cost denominated in a foreign currency are reported using the exchange rate prevailing on the date of the transaction.

Note No. 3. Property, Plant and Equipment

Particulars	(All amounts in Rs. Lacs, unless otherwise stated)																					
	Air Conditioner	Computers	D.G Set	Furniture & Fixtures	Office Equipment	Vehicle	Weigh Bridge	Free hold Land	Site Development	Building	Electric Fitting	Pattern	High Life Tool	Jigs and Fixture	Plant & Machinery	Building Other Than Factory Building	Leased Assets	Total	Building under Construction	Capital Work in Progress (P&M)	Total CWIP	
<b>Cost or Deemed Cost</b>																						
At April 1, 2022	10.41	40.83	62.43	35.59	58.10	330.19	1.53	1,146.89	-	1,962.86	526.41	1,933.10	50.73	2,012.68	7,523.18	23.82	79.96	15,718.71	68.32	174.09	242.42	
Addition / Adjustment	1.57	25.14	16.92	11.03	9.46	2.50	-	135.38	-	193.87	39.80	224.35	3.86	-	831.05	0.80	-	1,495.73	77.28	1,093.23	1,170.50	
Transfer / Sale	-	-	-	-	-	-	-	-	-	-	(0.72)	-	-	-	-	-	-	(0.72)	(136.51)	(336.85)	(473.36)	
<b>At March 31, 2023</b>	<b>11.98</b>	<b>65.97</b>	<b>79.35</b>	<b>46.62</b>	<b>67.56</b>	<b>332.69</b>	<b>1.53</b>	<b>1,282.27</b>	<b>-</b>	<b>2,156.73</b>	<b>565.49</b>	<b>2,157.45</b>	<b>54.59</b>	<b>2,012.68</b>	<b>8,354.23</b>	<b>24.62</b>	<b>79.96</b>	<b>17,213.72</b>	<b>9.09</b>	<b>930.47</b>	<b>939.56</b>	
At April 1, 2023	11.98	65.97	79.35	46.62	67.56	332.69	1.53	1,282.27	-	2,156.73	565.49	2,157.45	54.59	2,012.68	8,354.23	24.62	79.96	17,293.73	9.09	930.47	939.56	
Trf of assets on account of Scheme of arrangement	23.32	18.95	13.41	10.32	6.88	53.67	-	1.65	-	315.75	1.32	12.88	5.40	1,874.10	1,316.67	5.82	-	3,660.15	-	361.55	361.55	
Addition / Adjustment	6.34	60.45	35.49	82.11	45.92	262.72	-	11.91	-	963.91	325.94	308.84	231.05	551.07	3,848.81	1.65	-	6,736.20	251.21	2,972.78	3,223.99	
Transfer / Sale	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(77.03)	(4,260.55)	(4,337.58)	
<b>At March 31, 2024</b>	<b>41.64</b>	<b>145.37</b>	<b>128.25</b>	<b>139.05</b>	<b>120.36</b>	<b>649.08</b>	<b>1.53</b>	<b>1,295.83</b>	<b>-</b>	<b>3,436.39</b>	<b>892.75</b>	<b>2,479.17</b>	<b>291.04</b>	<b>4,437.85</b>	<b>13,519.71</b>	<b>32.09</b>	<b>79.96</b>	<b>27,690.07</b>	<b>183.27</b>	<b>4.25</b>	<b>187.52</b>	
<b>Depreciation and Impairment</b>																						
At April 1, 2022	4.47	22.39	39.08	12.41	35.02	146.88	0.89	-	-	274.68	242.67	537.66	23.46	456.56	2,432.88	6.68	44.98	4,280.71	-	-	-	
Addition	1.27	10.95	5.90	3.57	11.03	37.40	0.06	-	-	71.57	44.92	203.77	3.53	191.07	584.60	1.07	19.99	1,190.70	-	-	-	
Transfer / Sale	-	-	-	-	-	-	-	-	-	-	(0.01)	-	-	-	-	-	-	(0.01)	-	-	-	
<b>At March 31, 2023</b>	<b>5.74</b>	<b>33.34</b>	<b>44.98</b>	<b>15.98</b>	<b>46.05</b>	<b>184.28</b>	<b>0.95</b>	<b>-</b>	<b>-</b>	<b>346.25</b>	<b>287.58</b>	<b>741.43</b>	<b>26.99</b>	<b>647.63</b>	<b>3,017.48</b>	<b>7.75</b>	<b>64.97</b>	<b>5,471.40</b>	<b>-</b>	<b>-</b>	<b>-</b>	
At April 1, 2023	5.74	33.34	44.98	15.98	46.05	184.28	0.95	-	-	346.25	287.58	741.43	26.99	647.63	3,017.48	7.75	64.97	5,471.40	-	-	-	
Addition	3.45	27.40	5.47	6.29	11.89	63.74	0.06	-	-	89.56	51.48	219.03	16.52	386.93	773.93	1.41	14.99	1,672.15	-	-	-	
Transfer / Sale	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
<b>At March 31, 2024</b>	<b>9.19</b>	<b>60.74</b>	<b>50.45</b>	<b>22.27</b>	<b>57.94</b>	<b>248.02</b>	<b>1.01</b>	<b>-</b>	<b>-</b>	<b>435.81</b>	<b>339.06</b>	<b>960.46</b>	<b>43.51</b>	<b>1,034.56</b>	<b>3,791.41</b>	<b>9.16</b>	<b>79.96</b>	<b>7,143.55</b>	<b>-</b>	<b>-</b>	<b>-</b>	
<b>Net Carrying Amount as on 31/03/2023</b>	<b>6.24</b>	<b>32.63</b>	<b>34.37</b>	<b>30.64</b>	<b>21.50</b>	<b>148.41</b>	<b>0.58</b>	<b>1,282.27</b>	<b>-</b>	<b>1,810.48</b>	<b>277.91</b>	<b>1,416.02</b>	<b>27.60</b>	<b>1,365.05</b>	<b>5,336.75</b>	<b>16.87</b>	<b>14.99</b>	<b>11,822.32</b>	<b>9.09</b>	<b>930.47</b>	<b>939.56</b>	
<b>Net Carrying Amount as on 31/03/2024</b>	<b>32.45</b>	<b>84.63</b>	<b>77.80</b>	<b>116.78</b>	<b>62.42</b>	<b>401.06</b>	<b>0.52</b>	<b>1,295.83</b>	<b>-</b>	<b>3,000.58</b>	<b>553.69</b>	<b>1,518.71</b>	<b>247.53</b>	<b>3,403.29</b>	<b>9,728.30</b>	<b>22.93</b>	<b>0.00</b>	<b>20,546.52</b>	<b>183.27</b>	<b>4.25</b>	<b>187.52</b>	

Note.1. Capital Work in Progress ageing ( Refer Note No.46 of notes to consolidated financial statements )

Note.2. PPE details ( Refer Note No. 47 of notes to consolidated financial statements )

Note.3. Name of ownership for a land situated at C-94 Phase -VII, SAS Nagar Mohali -160055 has not been transferred in the name of Pritika Auto Industries Limited during the year . The same had become the property of the Company pursuant to scheme of arrangement between Pritika Auto Industries Limited and Pritika Industries Limited approved by the NCLT , Chandigarh bench vide order dated 04.12.2023 reflecting the carrying amount.

Note.4. Property, Plant and Equipment transferred due to the scheme of arrangement reflect the actual carrying amount of the assets less accumulated depreciation at the time of the demerger.

**4 Goodwill** (All amounts in Rs. Lacs, unless otherwise stated)

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Goodwill*	1,354.77	1,354.77
Addition/(Disposal) during the year	1,236.80	
<b>Total</b>	<b>2,591.57</b>	<b>1,354.77</b>

\* An addition to goodwill has been recognized in the Consolidated financial statements. This addition represents the difference of assets and liabilities of the undertaking (i.e the amount of shares allotted to the shareholders of Demerged Company ) pursuant to the Scheme of arrangement between Pritika Auto Industries limited and Pritika Industries Limited approved by the NCLT , Chandigarh Bench vide order dated 04.12.2023.

**5 Investments**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Investments carried at Amortised Cost</b>		
<b>Investments in Equity Instruments fully paid up (Unquoted)</b>		
Shivalik Solid Waste Management Limited { 10,000 , ( PY 10,000) Equity shares of Rs. 10/- each }	1.00	1.00
<b>Investments carried at Fair Value through Other Comprehensive Income (FVOCI)</b>		
<b>Investments in Equity Instruments (quoted)</b>		
Ajooi Biotech Limited { 630 (PY 630) Equity Shares of Rs 2 /- each}	0.04	0.03
<b>Investments in Mutual Fund</b>		
Canara bank Robeco	38.46	10.96
<b>Total</b>	<b>39.50</b>	<b>11.99</b>
Aggregate book value/ Market Value of Unquoted investments	1.00	1.00
Aggregate Market value of Mutual Fund Investment	38.46	10.98
Aggregate Market value of quoted investments	0.04	0.01

**6 Other Financial Assets**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Bank deposits having original maturity more than 12 months	97.39	130.12
<b>Total</b>	<b>97.39</b>	<b>130.12</b>

**7 Deferred tax assets(Net)**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Relating to origination and reversal of temporary differences	183.70	79.80
<b>Total</b>	<b>183.70</b>	<b>79.80</b>

**8 Other Non-Current Assets**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Unamortised Processing Cost	-	4.43
Security Deposits	217.57	164.75
<b>Total</b>	<b>217.57</b>	<b>169.18</b>

**9 Inventories**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Raw Materials { includes Material in transit of Rs. 110.39 lacs ( PY 56.38 lacs)}	2,861.54	1,303.97
Store & Spares	436.25	300.72
Work in Progress ( includes Material in transit of Rs. 30.12 lacs)	8,638.33	5,904.50
Finished Goods	105.58	84.97
<b>Total Inventories are carried at lower of cost and net reliable value</b>	<b>12041.70</b>	<b>7,594.16</b>

10 Trade Receivables

Particulars	As At March 31, 2024	As At March 31, 2023
Unsecured, Considered Good.	3,751.89	9,729.71
Less : Provision for Doubtful Debts	-	-
<b>Total</b>	<b>3,751.89</b>	<b>9,729.71</b>

11 Cash and Cash Equivalents

Particulars	As At March 31, 2024	As At March 31, 2023
Balances with banks		
- in current accounts	52.88	1,274.48
- Deposits in Bank with Original Maturity Less than 3 Months	38.55	37.22
Cash on Hand ( including imprest )	140.39	10.79
<b>Total</b>	<b>231.82</b>	<b>1,322.49</b>

12 Bank balances other than Cash and Cash Equivalents

Particulars	As At March 31, 2024	As At March 31, 2023
Investment in term deposits (With Original Maturity more than 3 months but less than 12 months( including interest accrued)	291.10	234.09
<b>Total</b>	<b>291.10</b>	<b>234.09</b>

13 Other Financial Assets

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Unsecured , Considered Good</b>		
Loan and advances others	1,680.86	1,195.45
Advance to Staff	33.89	11.87
<b>Total</b>	<b>1,714.75</b>	<b>1,207.32</b>

14 Other Current Assets

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Unsecured , Considered good</b>		
Prepaid expenses	58.50	35.01
Balance with Govt. authorities	577.36	255.26
Other Receivable	50.30	42.60
Receivable from Related party( on account of scheme of arrangement)*	1,027.74	-
Security Deposits	335.33	187.09
<b>Total</b>	<b>2049.23</b>	<b>519.96</b>

(\* Note : Refer Note No. 36 of Consolidated financial statement for related party transaction )

15 Equity Share Capital

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Authorised</b>		
18,25,00,000 ( PY 18,25,00,000) Equity shares of Rs.2/- each	3,650.00	3,650.00
<b>Issued, subscribed and fully paid-up</b>		
16,03,89,667 ( PY 8,86,72,500) Equity shares of Rs.2/- each	3,207.79	1,773.45
<b>Total</b>	<b>3,207.79</b>	<b>1,773.45</b>

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

Particulars	No of shares	Amount ( In lacs)
<b>Equity Shares</b>		
At April 1, 2022	8,86,72,500	1,773.45
Add: Issued during the period	-	-
<b>At March 31, 2023</b>	<b>8,86,72,500</b>	<b>1,773.45</b>
Add: Fresh Share issued during the period on conversion of share warrant	98,77,000	197.54
Add: Fresh Share issued during the period on account of scheme of arrangement	6,18,40,167	1,236.80
<b>At March 31, 2024</b>	<b>16,03,89,667</b>	<b>3,207.79</b>

**(b) Term/right attached to equity shares:**

The Company has only one class of equity share having a par value of INR 2 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holder of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(c) Details of share held by each shareholder holding more than 5 % shares :**

Particulars	As At	As At	As At	As At
	March 31, 2024	March 31, 2024	March 31, 2023	March 31, 2023
	% of holding	No. of Shares	% of holding	No. of Shares
<b>Equity Shares</b>				
Harpreet Singh Nibber	47.74%	7,65,65,476	11.59%	1,02,74,670
Raminder Singh Nibber	-	-	6.68%	59,20,002
Pritika Industries Limited	15.90%	2,54,99,057	28.47%	2,52,49,057

**(d) Details of Shareholding of Promoter as below ( FY 2023-24)**

Promoter Name	No of Shares	% of holding	% of Change during
Harpreet Singh Nibber	7,65,65,476	47.74%	645.19%
Raminder Singh Nibber	-	-	-100%
Pritika Industries Limited	2,54,99,057	15.90%	0.99%

**Details of Shareholding of Promoter as below ( FY 2022-23)**

Promoter Name	No of Shares	% of holding	% of Change during
Harpreet Singh Nibber	1,02,74,670	11.59%	-
Raminder Singh Nibber	59,20,002	6.68%	-
Pritika Industries Limited	2,52,49,057	28.47%	1.78%

(e) There are no shares issued for consideration other than cast and no shares have been bought back in last five years.

**16 Other Equity**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Retained Earnings</b>		
Opening balance <sup>1</sup>	6,335.10	4,865.08
Retained Earnings on account of Scheme of arrangement	1,221.51	-
Net Profit / (loss) for the year	1,257.15	1,482.44
Add / (Less) : Other Comprehensive Income	(130.81)	(12.42)
<b>Closing balance</b>	<b>8,682.96</b>	<b>6,335.10</b>
<b>(B) Securities Premium</b>		
Opening Balance	5,369.97	5,369.97
Securities Premium on account of Scheme of arrangement	31.32	-
Securities Premium during the year	1,679.09	-
Less: Share Issue Expenses	(4.56)	-
<b>Closing balance (B)</b>	<b>7,075.82</b>	<b>5,369.97</b>
<b>(C) Capital reserve</b>		
Opening Balance	1,892.40	1,892.40
Capital Reserve on account of Scheme of arrangement	30.00	-
<b>Closing Capital Reserve</b>	<b>1,922.40</b>	<b>1,892.40</b>
<b>(D) Share Warrant</b>		
Opening balance	760.00	-
Add: Issue during year	1,407.47	760.00
Less: Trf during year	(1,876.63)	-
<b>Closing Balance ( 61,23,000 ( PY 1,60,00,000) Rs. 4.75 paidup of Rs. 19 each)</b>	<b>290.84</b>	<b>760.00</b>
<b>Total</b>	<b>17,972.02</b>	<b>14,357.47</b>

During the FY 2023-24, the Company pursuant to 'Scheme of Arrangement' between Pritika Industries Ltd., the demerged company and Pritika Auto Industries Ltd., the Resulting company, approved by NCLT, Bench Chandigarh vide its order dated 4/12/2023 pursuant to Sections 230 to 232 read with other relevant provisions of The Companies Act, 2013, had allotted 6,18,40,167 Equity Shares of Face Value of Rs. 2/- each to the shareholders of Pritika Industries Ltd. (the Demerged Company) on 29/12/2023.

The Company had also allotted 28,50,000 Equity Shares of the face value of Rs. 2/- per share on 17/11/2023, 60,00,000 Equity Share of Face Value of Rs. 2/- each on 24/01/2024 and 10,27,000 Equity Shares of Face Value of Rs. 2/- each on 10/02/2024, at a premium of Rs. 17/- per share, pursuant to exercise of option by Warrant Holders for conversion of equal number of Warrants into equity shares on payment of the balance 75% amount i.e. Rs. 14.25 per share.

## 17 Borrowings

Particulars	As At March 31, 2024	As At March 31, 2023
<b>1. Term Loan</b>		
<b>(a) Secured</b>		
(i) From Banks	1,389.88	1,830.21
(ii) From Financial Institutions / NBFC	5,114.72	1,401.23
<b>(b) Unsecured</b>		
(i) From Financial Institutions / NBFC	26.40	96.96
(ii) From Banks	-	-
(iii) From Directors	68.85	14.16
<b>2. Lease liability-Unsecured</b>	-	-
<b>Total</b>	<b>6,599.85</b>	<b>3,342.56</b>

## Note No.17: Details of Securities and Terms of Repayment

## 17(a)(i). Secured : Term loans from Banks

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Canara Bank</b>		
The Working Capital Term Loan of Rs. 720.00 Lacs repayable in 60 Monthly installments with moratorium period of 12 months. Rate of interest is 9.25% p.a. This loan is sanctioned under ECLGS facility of the National Credit Guarantee Trustee Company Limited. The credit facility will rank second charge with existing Plant and machinery and other fixed assets and pari passu charge with ICICI Bank in the Company. This loan is also personally guaranteed by Directors Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	330.00	510.00
The Term Loan of Rs. 265.00 lacs repayable in 54 monthly installments of Rs.2.89 lacs each excluding interest part @ 12.80% .This loan is secured by first charge by way of hypothecation of all the moveable including Plant and Machinery and Equipments acquire / to be acquire under the project / Scheme . This loan is also personally guaranteed by Director Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	-	35.59
The Working Capital Term Loan of Rs. 150.00 lacs repayable in 60 monthly instalment of Rs. 2.53 lacs each excluding interest part @ 13.30 % .This loan is secured by first charge on Existing Plant and machinery and other fixed assets of the Company. This loan is also personally guaranteed by Director Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	40.56	70.99
The Vehicle Loan of Rs.8.25 lacs repayable in 60 Monthly Installments of Rs.0.17 lacs each including interest part @7.90 % .This term loan is secured against vehicle purchase out of this fund.	-	1.50
The Working Capital Term Loan of Rs. 360.00 lacs repayable in 72 monthly installments ( including moratorium period of 24 months )excluding interest part @ 9.25% .This facility is provided under GECL 2.0 (Extension ). The additional WCTL facility granted under GECL 2.0 ( Extension) shall rank second charge on plant and machinery and Fixed assets under pari passu charge with ICICI Bank. GECL 2.0 (Extension) is component under Emergency Credit Line Guarantee Scheme ( ECLGS) and administered by National Credit Guarantee Trustee Company ( NCGIC) Limited.	-	360.00
The Vehicle Loan of Rs 6.48 lacs repayable in 60 Installments of Rs.0.13 lacs each including interest part. Current rate of interest is 10.00 % .This loan is secured against vehicle purchased out of the fund.	4.14	5.30
The Vehicle Loan of Rs 10.50 lacs repayable in 60 Installments of Rs.0.21 lacs each including interest part. Current rate of interest is 9.15%.This loan is secured against vehicle purchased out of the fund.	-	2.25
The Vehicle Loan of Rs 5.50 lacs repayable in 60 Installments of Rs.0.11 lacs each including interest part. Current rate of interest is 9.35 % .This loan is secured against vehicle purchased out of the fund.	0.45	1.71
The Vehicle Loan of Rs. 17.84 Lacs repayable in 84 monthly instalments of Rs. 0.29 lacs each including interest part. Current rate of interest is 9.55%.This loan is fully secured against the vehicle purchased out of this fund.	17.23	-
The Vehicle Loan of Rs 6.50 lacs repayable in 60 Installments of Rs.0.13 lacs each including interest part. Current rate of interest is 9.15%.This loan is secured against vehicle purchased out of the fund.	-	1.17
The Vehicle Loan of Rs. 15.95 lacs repayable in 60 Monthly Installments of Rs. 0.32 lacs each including interest part @ 9.70 % .This term loan is secured against vehicle purchase out of this fund.	5.80	9.02
The Vehicle loan of Rs 10.00 lacs repayable in 60 monthly installments of Rs 20.03 lacs each. Current rate of interest is 9.85%.This loan is secured against vehicle purchased out of the fund.	4.53	6.47

The Working capital Term Loan ( GECL-2.0) of Rs 93.30 lacs repayable in 23 monthly instalments . Current rate of interest is 9.25% p.a.	24.34	73.02
The Term loan of Rs. 1286 lacs repayable in 107 monthly installments .Current rate of interest is 10.20% p.a . This loan is secured by first charge of EMT of Factory land and building and hypothecation of Existing Plant and machineries except the machinery /equipment funded by other banks/NBFCs. This loan is also personally guaranted by director Namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber ( demised on 12-03-2024). Moreover Pritika Auto Industries Limited , holding company had given corporate guarantee amounting to Rs 19.84 Cr to Canara Bank .	-	845.26
The Working Capital Term loan of Rs. 149 lacs repayable in 60 monthly installments including moratorium period of 24 months under Guaranteed Emergency Credit Line of the NCGTCL . Amount of monthly instalment is of Rs.0.41 Lacs each . The credit facility will rank second charge with the existing credit facilities by Canara bank in term of cash flow and hypothecation of machineries fund through term loan by Canara bank. Current rate of interest is 9.25% p.a .	-	149.00
The Vehicle loan of Rs.7.50 lacs repayable in 60 monthly instalments of Rs.0.16 Lacs including interest. Current rate of interest is 9.55% p.a. This loan is secured against the vehicle purchased out of the fund.	6.80	-
<b><u>ICICI Bank</u></b>		
The Term Loan of Rs. 500 lakhs ( disbursed 103.44 lakhs upto 31.03.2024 ) repayble in 60 monthly instalments of Rs. 8.33 lakhs excluding interest part.Current rate of interest is 9.75% p.a.	103.44	-
The Term loan of Rs.323.8 lacs repayable in 60 monthly installments of Rs.5.40 lacs each (excluding interest part).Current Interest rate is 10% . This loan is takeover of the existing loan limit with SIDBI . This loan facility has first pari - passu charge on all movable assets ,except those financed by other banks/NBFCs/FI and first charge on factory land and building . This loan is personally guaranted by director namely Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber (demised on 12.03.2024).	21.83	88.25
<b><u>Kotak Mahindra Bank Limited</u></b>		
The vehicle loan of Rs. 24.25 lacs repayable in 60 installments of Rs. 0.49 lacs including interest part. The Term loan is fully secured against vehicle purchase out of this fund.Current rate of interest is 7.60 % p.a.	13.26	17.89
<b><u>HDFC Bank</u></b>		
The Vehicle Loan of Rs. 32.75 Lacs repayable in 60 monthly instalments of Rs. 0.65 lacs each including interest part.Current rate of interest is 7.25 % .This loan is fully secured against the vehicle purchased out of this fund.	15.09	-
The Machinery Loan of Rs. 16.56 Lakhs repayable in 47 monthly instalments of Rs. 0.42 lacs each including interest part .Current rate of interest is 9.01 % . This loan is fully secured against the equipment purchased out of this fund.	14.45	-
The Vehicle loan of Rs 15.50 lacs repayable in 48 monthly installments of Rs 0.37 lacs each. This loan is secured against vehicle purchased out of the fund.Interest rate is 7.41 % p.a.	5.00	8.96
The Term loan of Rs.298 lacs repayable in 41 monthly instalments comprising 1st installment of Rs. 0.68 lacs and next 3 installments of Rs. 2.04 lacs each and next 36 installments of Rs. 9.37 lacs each . This term loan is sanctioned under ECGLS scheme .Current rate of interest is 9.25% p.a.	39.08	142.68
The Term loan of Rs. 105 lakhs is sanctioned out of which Rs. 36.50 lacs is disbursed by 31.03.2023 and which is repayable in 60 monthly instalments of Rs. 0.74 lacs each. This term loan is secured against machinery purchased out of this fund . Current rate of interest is 10.25% p.a.	20.99	27.32
The Term loan of Rs.100 lacs repayable in 79 monthly instalments comprising of installment of Rs. 1.72 lakhs each and last installment of Rs. 0.44 lacs each . Current rate of interest is 10.00% p.a.This loan is secured against the machinery purchased out of the fund.	77.31	89.67
The Company has taken a term loan of Rs. 300 lakhs, out of which Rs. 297.92 lakhs has been disbursed. This loan is repayable in 62 monthly installments. Given that the amounts were disbursed on various dates and in different amounts, the remaining installments as of March 31, 2024, total 50. The repayment schedule for the upcoming years is For the financial year 2024-25: INR 82.22 lakhs, financial years 2025-26 to 2027-28: INR 82.99 lakhs per year and For the period until May 2029: INR 13.83 lakhs ( including interest ) & current rate of interest is 9.69% p.a.. The loan is fully secured by the machinery purchased with the disbursed funds.	282.56	27.32
The Machinery loan of Rs. 410.00 lakhs is sanctioned out of which Rs. 260.58 lacs is disbursed by 31.03.2024 which is repayable in 60 monthly instalments comprising of 1st installment of Rs.1.65 lakhs & remaining of Rs.4.79 lakhs each . Current rate of interest is 8.70% p.a.This loan is secured against the machinery purchased out of the fund.	230.48	-



The Company has taken a term loan from HDFC Bank amounting to INR 738.97 lakhs. This loan is repayable in 49 monthly installments of INR 17.97 lakhs each and one installment of INR 17.97 lakhs, including interest. The installment payments start from February 7, 2024, and continue until February 7, 2028. The current rate of interest is 8.70% per annum. The loan is secured by a first charge on the current assets and fixed assets of the Company, except for the machinery and equipment funded by other banks or NBFCs and by the hypothecation of the existing property where the plant is situated in Village Simbli, Hoshiarpur, Punjab. Additionally the Loan is secured by second charge on GECL.	713.65	-
The Machinery loan of Rs. 68.50 lakhs is sanctioned out of which Rs. 30.75 lacs is disbursed by 31.03.2023 which is repayable in 63 monthly instalments comprising of installment of Rs.0.62 lakhs each . Current rate of interest is 9.10% p.a.This loan is secured against the machinery purchased out of the fund.	22.31	27.42
<b>Total</b>	<b>1,993.30</b>	<b>2,500.79</b>
Less: Amount shown in Borrowings in Note No.21 towards Current Maturities of Long Term Loans .	603.42	670.58
<b>Amount shown as Loan</b>	<b>1,389.88</b>	<b>1,830.21</b>

17(a)(i): Secured Loans -Loans from Financial Institutions /NBFC's

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The Working Capital term loan of Rs 300 lacs repayable 37 monthly installments comprising of first 3 instalment of Rs. 6.51 each and next remaining of Rs. 9.97 each (Including interest part) .Interest rate is 12.55% .	145.35	240.61
<b>Punjab Kashmir Finance Ltd.:</b> The Machinery loan of Rs. 28.91 lakhs repayable in 58 monthly instalments . Interest rate is 14.50 % p.a.This loan is fully secured against the assets purchased out of this fund.	32.09	28.17
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The Machinery loan of Rs 380 lacs repayable in 66 monthly installments ( including moratorium of 6 month )of Rs 8.02 lacs each (Including interest part) .Interest rate is 10.75% . This loan is secured against machinery purchased out of this fund.	346.02	71.57
<b>Mercedes-Benz Financial Services India Pvt Ltd. :</b> The Vehicle loan of Rs. 100 lakhs repayable in 60 monthly installment comprising first 59 instalment of Rs. 1.42 lakhs and last 60th instalment of Rs. 58.30 lakhs including interest. Current rate of interest is 10.50 %.	98.90	-
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The vehicle term loan of Rs. 11.80 lacs repayable in 60 monthly installments of Rs. 0.24 lacs each ( including interest part ).Current interest rate is 9 % . This loan is secured against vehicle purchased out of the fund.	-	2.13
<b>Bajaj Finance Limited :</b> The term loan of Rs.200 lacs repayable in 60 installments comprising of Rs. 4.29 each lacs including interest part. Interest rate is 12.60% . This loan is secured against the exclusive charge over the Plant and machinery.	-	49.09
<b>SIDBI:</b> The Machinery Loan of Rs. 125.96 Lacs repayable in 54 Monthly Installments comprising of 53 Monthly installments of Rs.2.34 lacs each and last installment of Rs.1.945 lacs .This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 8.15% p.a .	51.44	-
<b>Sundaram Finance Ltd. :</b> The Vehicle Loan of Rs. 6.97 lacs repayable in 48 monthly instalments of Rs.0.17 lacs each including interest part . This loan is fully secured against the Vehicle purchased out of this fund. Current rate of interest is 8.50% p.a .	1.01	-
<b>Mahindra &amp; Mahindra Financial Services Ltd. :</b> The Loan of Rs. 21.50 lacs repayable in 48 monthly instalments including moratorium period of 12 month of instalment of Rs. 0.70 lacs each including interest part .This term loan has been sanctioned under the Emergency Credit Line Guarantee Scheme ( ECLGS) of the National Credit Guarantee Trustee Company Limited (NCGTCL).This loan is fully secured by way of hypothecation on machinery funded through term loan by MMFSL .Current rate of interest is 13.10% p.a .	4.32	-
<b>Punjab Reliable Investments Private Limited :</b> The Machinery Loan of Rs. 25.50 Lacs repayable in 45 monthly instalments comprising of first 14 instalments of Rs. 0.93 lacs each , 15 th instalment is of Rs. 0.94 lacs, 16th instalment of Rs, 0.93 lacs , next 7 instalments of Rs. 0.72 lacs each ,24th instalment of Rs. 0.74 lacs, next 8 instalments of Rs. 0.72 lacs each, next 3 instalments of Rs. 0.51 lacs each ,36th instalment of Rs. 0.52 lacs , next 9 instalment of Rs.0.51 lacs each.This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 7.25% p.a .	4.72	-

<b>Siemens Financial Service Private Limited</b> : The Machinery Loan of Rs. 58.71 lacs repayable in 48 monthly instalments of Rs. 1.45 Lacs each ( including interest part.This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 8.50% p.a .	21.82	-
<b>Siemens Financial Service Private Limited</b> : The Machinery Loan of Rs. 25.66 lacs repayable in 48 monthly instalments of Rs. 0.63 lacs each including interest part .This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 8.50% p.a .	9.54	-
<b>Electronica Finance Limited:</b> The MachineryLoan of Rs. 23.60 lacs repayable in 48 monthly instalments of Rs. 0.60 lacs each including interest part. This loan is fully secured against the assets purchased out of this fund.Current rate of interest is 9.80% p.a .	2.73	-
<b>SIDBI:</b> The Machinery Loan of Rs. 290 Lacs repayable in 54 monthly instalments of Rs. 5.37 lacs each excluding interest part of 7.70 % p.a.This loan is fully secured against the assets purchased out of this fund.	245.65	-
<b>Bajaj Finance Limited</b> : The Corporate Term Loan of Rs. 1400 Lacs repayable in 72 monthly instalments of Rs. 19.44 lacs each excluding interest part .This loan is fully secured against exclusive charge over entire MFA of the Company both present and future.Current rate of interest is 9.70% p.a .	1,341.67	-
<b>Poonawalla Fincorp Limited:</b> The Term Loan of Rs. 1,225 lacs repayable in 180 monthly instalments of Rs. 12.42 lacs each including interest part .This loan is secured against the first charge on the immovable property situated at C-94, Phase VII , Industrial Area , Mohali , Punjab-160055.Current rate of interest is 9.50% p.a .	1,212.39	-
<b>SIDBI</b> : The WCTL of Rs. 41 lacs repayable in 60 monthly instalments comprising 24 month moratorium comprising first 35 instalments of Rs. 1.14 lacs each and last 36 th instalment of Rs. 1.1 lacs . Interest will be paid @ 8.45% p.a. This WCTL is sanctioned under timely working capital assistance to revitalise industries in time of Corona crisis (TWARIT)1.0 extension under ECLGS (scheme). This loan is secured against by hypothecation of borrowers assets and by way of pledge of FDR with SIDBI of Rs. 31.50 lacs.	39.00	-
<b>Mahindra &amp; Mahindra Financial Services Limited:</b> The term loan of Rs 111 lacs repayable 48 monthly ( including 12 months moratoriaum period ) installments comprising of Rs 3.59 lacs each (Including interest part) .Interest rate is 13.10% . This loan is sanctioned under ECLGS facility of the National Credit Guarantee Trustee Company Limited . The credit facility will rank second charge with the existing credit facilities by Mahindra Finance in term of cash flows and hypothecation on machinery funded through TL by MMFSL .	22.29	60.13
<b>Punjab Reliable Investment Private Ltd.</b> :The Machinery Loan of Rs.23 lacs repayable in 45 installments comprising of first 16 installments of Rs.0.84 lacs each , next 16 installments of Rs. 0.66 lacs each , next 13 installments of Rs.0.45 lacs each .(Including interest part).This loan is secured against machinery purchased out of this fund. Current rate of interest is 7.50%.	-	1.32
<b>Punjab Reliable Investment Private Ltd.</b> :The Machinery Loan of Rs. 28 Lacs repayable in 45 installments comprising of first 16 installments of Rs. 1.02 lacs each , next 16 installments of Rs. 0.80 lacs each , next 13 installments of Rs. 0.56 lacs each .(Including interest part).This loan is secured against machinery purchased out of this fund.Current rate of interest is 7.50%.	-	1.10
<b>Tata Capital Financial Services Limited</b> : The Machinery Loan of Rs. 490 lacs repayable in 78 monthly installments including moratorium of 6 months .Current rate of interest is 11.25 % . This loan is secured against the machinery purchase out of the fund .	300.62	384.50
<b>Punjab Reliable Investments Private Limited</b> : The loan of Rs. 17 lacs repayable in 45 monthly installments comprising first 16 installments of Rs. 0.62 lacs , next 16 installments of Rs. 0.49 lacs and next 13 installments of Rs. 0.34 lacs .( Including interest ) . This loan is secured against machineries purchased out of this fund. Current rate of interest is 7.50%	0.33	3.96
<b>Punjab Reliable Investment Private Ltd.</b> :The Machinery Loan of Rs.14 Lacs repayable in 47 installments comprising of first 16 installments of Rs.0.51 lacs each , next 16 installments of Rs. 0.39 lacs each , next 15 installments of Rs. 0.245 lacs each .(Including interest part).This loan is secured against machinery purchased out of this fund.Current rate of interest is 7.50%	-	2.06

<b>Bajaj Finance Limited</b> : The term loan of Rs.90 lacs repayable in 48 installments comprising of first 12 month moratorium period and next 36 installments Rs. 2.86 each lacs including interest part. Interest rate is 11.50%. This loan is sanctioned under ECLGS facility of the National Credit Guarantee Trustee Company Limited . The credit facility will rank second charge with the existing credit facilities by Bajaj Finance Limited in term of cash flows and hypothecation on machinery funded through TL by Bajaj Finance Limited .	22.62	53.63
<b>Electronica Finance Limited</b> : The Machinery Loan of Rs 56.29 Lakhs repayable in 48 monthly installments of Rs. 1.37 lakhs each including interest @ 7.90% p.a. This loan is fully secured by the machineries purchased out of the fund .	17.03	31.52
<b>Tata Capital Financial Services Limited</b> : The Company has taken a machinery loan from Tata Capital Financial Services Limited. The loan sanctioned amounts to Rs. 705 lakhs, of which Rs. 681.99 lakhs has been disbursed by March 31, 2024. This loan is repayable in 78 monthly installments (including 6 months moratorium period ) with an interest rate of 8.75% per annum. Given that the amounts were disbursed on various dates and in different amounts, the remaining installments as of March 31, 2024 is 66. The repayment schedule for the upcoming years is For the financial year 2024-25: INR 94.86 lakhs , financial year 2025-26: INR 103.45 lakhs, financial year 2026-27: INR 112.87 lakhs financial year 2027-28: INR 123.11 lakhs, financial year 2028-29: INR 134.77 lakhs and until September 2030: INR 71.95 lakhs.	640.61	107.97
<b>SIDBI</b> : The Term loan of Rs. 101 lacs repayable in 60 monthly installments ( including moratorium of 24 months ) comprising first 35 installments of Rs. 2.81 lacs each and last 36th instalment of Rs. 2.65 Lacs .Current rate of interest is 8.45% p.a .This loan is covered under Emergency Credit line Guarantee Scheme ( ECLGS ) of National Credit Guarantee trustee Company Limited ( NCGTC ). This loan is fully secured by second charge with the existing plant and machinery out of the term loan sanctioned by way of equitable mortgage in favour of SIDBI of all the immovable properties of borrower , both present and future situated at village -Simbli , Tehsil & District - Hoshiarpur , Punjab admeasuring 37 Kanal , 13 Marle and 6 Sarsahi. by the machineries purchased out of the fund and second charge on all the immovable properties of the borrower , both present and future situated at village Simbli , Tehsil & Distt. Hoshiarpur , Punjab , also by hpothecation in favour or SIDBI on all the borrower's movables and by way of pledge of FDR with SIDBI of Rs. 25 Lakh.	95.38	101.00
<b>SIDBI</b> : The company has availed a term loan of Rs. 1211 lacs, repayable in 90 monthly installments. The repayment structure comprises the first 7 installments of Rs. 8 lacs each, the next 7 installments of Rs. 9 lacs each, the next 5 installments of Rs. 10 lacs each, the following 12 installments of Rs. 14.50 lacs each, the subsequent 58 installments of Rs. 14.70 lacs each, and the final 90th installment of Rs. 15.4 lacs. The current rate of interest on this loan is 8.40% per annum. This loan is granted under the Direct Credit Scheme (DCS) and is fully secured against a first charge by way of an equitable mortgage in favor of SIDBI over all immovable properties bearing industrial land measuring 11K-19M, situated within the revenue estate of Simbli, H.B. No. 272, Tehsil & District Hoshiarpur, owned by the company. The security includes all the buildings and structures thereon, both present and future, and extends to the hypothecation of all movable assets, including plant, machinery, spares, tools, accessories, other movables, furniture, fixtures, fittings, and office equipment acquired or to be acquired for the project. Additionally, the loan is secured by the hypothecation of all current assets, both present and future, including all stocks of raw materials, work-in-progress, semi-finished, and finished goods. This loan is also personally guaranteed by the director, Mr. Harpreet Singh Nibber and Mr. Raminder Singh Nibber ( demised on 12.03.2024). Moreover, Pritika Engineering Components Limited, the holding company, has provided a corporate guarantee amounting to Rs. 1211 lacs to SIDBI.	1,211.00	407.17
<b>SIDBI</b> : The Term loan of Rs. 375 lacs repayable in 72 monthly installments comprising first 12 installments of Rs. 4 lacs each , next 12 monthly installments of Rs. 6.50 lacs each , next 24 installments of Rs. 8 lacs each next 18 installments of Rs. 2.50 lacs each and next 6 installments of Rs. 2 lacs each .Current rate of interest is 10.45% p.a with a moratorium period 12 month .This loan is fully secured by the machineries purchased out of the fund and second charge on all the immovable properties of the borrower , both present and future situated at village Simbli , Tehsil & Distt. Hoshiarpur , Punjab. Moreover Pritika Auto Industries Limited , holding company had given corporate guarantee amounting to Rs 375 Lakhs.	201.00	288.00
<b>Total</b>	6,067.53	1,833.93
Less: Amount shown in Borrowings in Note No.21 towards Current Maturities of Long Term Loans .	952.81	432.70
<b>Amount shown as Loan</b>	<b>5,114.72</b>	<b>1,401.23</b>
<b>GRAND TOTAL OF SECURED TERM LOANS FROM OTHERS</b>	<b>5,114.72</b>	<b>1,401.23</b>

17(b)(i).Unsecured Loans from Financial Institutions / NBFC's

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Tata Capital Financial Services Limited</b> : The Term Loan of Rs. 200 lacs repayable in 36 monthly installments of Rs. 6.54 lacs. Interest rate is 11.50 % p.a .	97.21	161.19
<b>Tata Capital Financial Services Limited</b> : The Business Loan of Rs. 30.29 lacs repayable in 36 monthly instalments comprising first 12 instalment of Rs.1.27 lacs and next 12 instalments of Rs. 1.17 lacs and next 12 instalments of Rs.0.65 lacs each including interest part of 16.06% p.a.	2.52	-
<b>Total</b>	99.73	161.19
Less: Amount shown in Borrowings in Note No.21 towards Current Maturities of Long Term Loans .	73.33	64.23
<b>Amount shown as Loan</b>	<b>26.40</b>	<b>96.96</b>

17(b)(ii).Unsecured Loans : From Bank

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Axis Bank Loan</b> : The Term Loan of Rs. 30 lacs repayable in 36 monthly instalments comprising 35 monthly instalments of Rs. 1.04 lacs each and 36th instalment of Rs.0.85 lacs . Current rate of interest is 15%.	2.86	-
Less: Amount shown in Borrowings in Note No.21 towards Current Maturities of Long Term Loans .	2.86	-
<b>Amount shown as Loan</b>	<b>-</b>	<b>-</b>

17(b)(iii) Loan from Directors

These loans are not interest bearing and repayable as and when company generates surplus cash but not within a period less than 1 year.

Particulars	As At March 31, 2024	As At March 31, 2023
Sh. Raminder Singh Nibber	-	14.16
Sh. Harpreet Singh Nibber	68.85	-
<b>Total</b>	<b>68.85</b>	<b>14.16</b>

17(2):Lease Liability

Particulars	As At March 31, 2024	As At March 31, 2023
Lease Liability ( A Machinery has been taken on Lease on 18.12.2019 for 48 monthly rental on lease payment of Rs. 1,88,153 /- each. Incremental borrowing rate is 11% is considered for purpose of IND AS-116 .	-	16.18
Less: Amount shown in Borrowings in Note No.21 towards Current Maturities of Long Term Loans .	-	16.18
<b>Total</b>	<b>-</b>	<b>-</b>

18 Provisions

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Provision for Employee Benefits</b>		
(i) Compensated absences	48.59	28.44
(ii) Other including post retirement benefits i.e gratuity *	268.53	217.93
<b>Total</b>	<b>317.12</b>	<b>246.37</b>

(\* Note : Other including post retirement benefits i.e gratuity has been netted by Rs. 117.60 lacs on account of fair market value of planned assets as at 31.03.2024 )

19 Deferred Tax Liabilities (net)

Particulars	As At March 31, 2024	As At March 31, 2023
<b>Deferred Tax</b>		
-Relating to origination and reversal of temporary differences	640.83	349.95
<b>Total</b>	<b>640.83</b>	<b>349.95</b>

**20 Other Non-Current Liabilities**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Tooling Advance		
-from related parties	-	828.42
-Others	183.53	40.26
Advance against supplies- Related Parties	-	1,175.00
<b>Total</b>	<b>183.53</b>	<b>2,043.68</b>

**21 Borrowings**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Secured</b>		
From Bank- Cash Credit - Loan Repayable on Demand	6,703.71	4,957.72
Current Maturities of Long term Loans	1,632.41	1,167.51
Current Maturities on finance lease obligations	-	16.18
<b>Total</b>	<b>8,336.12</b>	<b>6,141.41</b>

The Cash Credit limit is under multiple banking arrangement between ICICI , Axis , HDFC and Canara bank .These facilities are secured by first charge by way of hypothecation of Trade receivables, Inventories, Other current assets and Plant and Machinery of the Company including land & Building except those finance by other Bank/FI/NBFC both present and future . This Limit is also personally guaranted by directors Namely Mr. Raminder Singh Nibber ( Demised on 12.03.2024) & Mr. Harpreet Singh Nibber.

**22 Trade Payables**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Trade payables		
Total Outstanding dues of micro enterprise and small enterprise	139.48	-
Total Outstanding dues of creditors other than micro enterprise and small enterprise	1,909.87	3,106.29
<b>Total</b>	<b>2,049.35</b>	<b>3,106.29</b>

**23 Other Financial Liabilities**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Interest Accrued but not due on borrowings	39.23	16.02
Creditors for Capital Expenditure	148.52	125.09
Creditors for Expenses	1,909.53	1,800.81
Salaries and Wages payable	182.08	114.91
Other Employee related payments	64.00	50.92
Audit Fee Payable	6.90	3.79
Electricity Expenses Payable	307.94	150.92
<b>Total</b>	<b>2,658.20</b>	<b>2,262.46</b>

**24 Other Current Liabilities**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Statutory dues payable	248.45	150.06
Other Liabilities	152.80	207.29
Deferred Income	9.75	20.25
<b>Total</b>	<b>411.00</b>	<b>377.60</b>

**25 Provisions**

<b>Particulars</b>	<b>As At March 31, 2024</b>	<b>As At March 31, 2023</b>
<b>Provision for Employee Benefits</b>		
(i) Other including post retirement benefits i.e gratuity *	50.38	36.31
(ii) Compensated absences	4.27	2.14
<b>Total</b>	<b>54.65</b>	<b>38.45</b>

**26 Current tax Liability ( Net)**

<b>Particulars</b>	<b>As At March 31, 2024</b>	<b>As At March 31, 2023</b>
Provision for Income Tax	251.67	236.66
( Net of TDS/TCS and Advance tax of Rs. 295.03 lakhs ( PY Rs.363.89 lakhs ))		
<b>Total</b>	<b>251.67</b>	<b>236.66</b>

(All amounts in Rs. Lacs, unless otherwise stated)

27 Revenue from Operations

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
<b>Sale of Products ( Net of Sales Returns )</b>	41,060.38	42,716.70
Less: Indirect Taxes	6,851.04	6,513.25
<b>Total</b>	<b>34,209.34</b>	<b>36,203.45</b>

28 Other Income

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Interest received on deposits with banks and others	133.58	95.29
Misc Receipt	0.41	0.27
Dividend Income	0.18	0.20
Duty Draw back	13.72	11.01
Gain/loss on foreign Fluctuation	14.22	12.69
Profit on Sale of Shares	-	0.61
<b>Total</b>	<b>162.11</b>	<b>120.07</b>

29 Cost of materials consumed

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
<b>Raw material and components consumed</b>		
Inventory at the beginning of the year-Raw Materials	1,247.57	914.56
Inventory at the beginning of the year-Stores ,Spares, Packing Material	300.72	152.86
Inventory on account of Scheme of arrangement-Raw Material ,Stores ,Spares & Packing Material	711.48	-
	<b>2,259.77</b>	<b>1,067.42</b>
Purchases of raw materials , stores , spares and other etc.	19,365.17	24,171.69
	<b>19,365.17</b>	<b>24,171.69</b>
Less: Inventory at the end of the year - Raw Materials	2,861.54	1,247.57
Less: Inventory at the end of the year- Stores ,Spares and Packing Material	436.25	300.72
<b>Total</b>	<b>18,327.15</b>	<b>23,690.82</b>

29(a) Changes in inventories of finished goods , Work in progress and stock in trade

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
1. Opening inventories		
Work in Progress	5,904.50	5,501.68
Finished Goods	84.97	106.33
Inventory of Finished goods and WIP received on account of scheme of arrangement	2,752.54	-
2. Closing inventories		
Work in Progress	8,638.33	5,904.50
Finished Goods	105.58	84.97
	<b>(1.90)</b>	<b>(381.46)</b>

30 Employee Benefits Expense

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Salaries and wages	2,256.29	1,367.45
Director Remuneration	283.46	281.42
Contribution to Provident/ESI and other Funds	183.20	106.69
Bonus and Incentives	176.23	156.39
Staff Welfare Expenses	144.79	78.10
Group Gratuity & Earned Leave	98.09	60.74
Other Expenses	18.22	7.25
<b>Total</b>	<b>3,160.28</b>	<b>2,058.04</b>

31 Finance Cost

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Interest Expenses	1,179.70	816.18
Other Borrowing Costs	298.66	109.03
<b>Total</b>	<b>1,478.36</b>	<b>925.21</b>

32 Depreciation and amortisation expenses

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Property , Plant and Equipment	1,672.15	1,170.71
Other Intangible Assets	-	19.99
<b>Total</b>	<b>1,672.15</b>	<b>1,190.70</b>

33 Other expenses

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
<b>(a) Manufacturing Expenses</b>		
Cartage & Forwarding	20.43	9.19
Power & Fuel	3,186.04	2,992.83
Job Work Expenses	270.69	250.34
Repair & Maintenance		
– Building	31.47	8.59
– Machinery	175.05	97.02
Workshop Expenses	1,643.91	1,772.96
Caliberation Expenses	5.52	3.64
Factory Rent	6.64	1.80
Other Manufacturing Expenses	39.80	36.10
	<b>5,379.55</b>	<b>5,172.47</b>



**(b) Administrative & Selling Expenses**

Payment to Auditors*	21.71	16.30
Rates & Taxes	22.70	13.69
Directors' Sitting Fees	21.10	14.00
Insurance	94.85	73.24
Legal & Professional Charges	134.00	150.29
Communication Expenses	12.78	10.22
Printing & Stationery	26.83	17.14
Vehicle Running Expenses	95.76	58.03
Travelling & Conveyance Expenses	202.11	136.62
ROC Expenses	0.22	0.26
Advertisement Expenses	8.43	4.79
Exhibition Expenses	18.35	
Rebates and Discount	283.68	246.84
Freight Outward	679.19	451.36
Repairs and Maintenance others	4.76	2.02
Security expenses	106.31	70.93
CSR Expenses	42.28	32.28
Bad Debts	38.33	73.20
Other Misc. Expenses	283.23	139.23
<b>Total</b>	<b>7,476.17</b>	<b>6,682.91</b>

**\*Detail of Payment to Auditors**

<b>Particulars</b>	<b>For the Year ended March 31, 2024</b>	<b>For the Year ended March 31, 2023</b>
Audit Fee (Statutory and Tax Audit Fees)	18.00	13.50
Auditor's out of pocket Expenses	3.71	2.80
<b>Total</b>	<b>21.71</b>	<b>16.30</b>

**34 Current Tax and Deferred Tax**

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Current Tax:</b>		
Current income tax:	546.70	600.55
Adjustments in respect of income tax of earlier years	(0.03)	(36.05)
<b>Deferred Tax:</b>		
Relating to origination and reversal of temporary differences	27.38	23.37
<b>Total</b>	<b>574.05</b>	<b>587.87</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

**(b) Income Tax on Other Comprehensive Income**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Current Tax</b>	-	-
<b>Deferred Tax</b>		
Net loss/(gain) on remeasurements of defined benefit plans	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**(d) Reconciliation of Income tax charge**

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Profit before tax</b>	<b>2,259.24</b>	<b>2,157.30</b>
<b>Income tax expense at tax rates applicable</b>	<b>645.57</b>	<b>616.27</b>
<b>Add/(Less) : Tax effects</b>		
<b>Items deductible for tax</b>		
- Allowance under Income Tax	(619.80)	(383.85)
<b>Items not deductible for tax</b>		
- disallowance under Income Tax	520.93	368.13
<b>Income tax expenses</b>	<b>546.70</b>	<b>600.55</b>

**35 Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the net profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the net profit attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential items into Equity shares.

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Net Profit after tax attributable to equity share holders ( Rs. In lakhs)</b>	<b>1,257.15</b>	<b>1,569.43</b>
Number of weighted average shares considered for calculation of basic earnings per share	10,68,71,824	8,86,72,500
Face value of Equity Share ( INR )	2.00	2.00
Basic EPS	1.18	1.77
Number of weighted average shares considered for calculation of diluted earnings per share	11,29,94,824	8,86,72,500
Diluted EPS	1.11	1.77

**36 Related party transactions**

**a) Related party and nature of the related party relationship with whom transactions have taken place during the year**

**A) Key Management Personnel**

Mr. Harpreet Singh Nibber - Chairman and Managing Director  
Mr. Raminder Singh Nibber - Chairman ( demised on 12.03.2024)  
Mr. Ajay Kumar - Whole time Director  
Mr. Narinder Kumar Tyagi - Director Finance and C.F.O  
Mr. Chander Bhan Gupta - Company Secretary  
Mrs. Neha- Independent Director  
Mr. Subramaniyam Bala- Independent Director ( ceased w.e.f 18.08.2023)  
Mr. Yudhisthir Lal Madan- Independent Director  
Mr. Aman Tandon- Independent Director ( appointed w.e.f 08.11.2023)  
Mr. Bishwanath Choudhary- Independent Director

**B) Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives**

Pritika Industries Limited

(b) Breakup of the transactions during the year with related parties

A) Key Management Personnel

Transactions	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>(i) Managerial Remuneration</b>		
Mr. Harpreet Singh Nibber	146.55	143.55
Mr. Raminder Singh Nibber	73.45	77.40
Mr. Ajay Kumar	63.46	60.47
<b>(ii) Remuneration to KMP's</b>		
Mr. Narinder Kumar Tyagi	36.15	36.15
Mr. Chander Bhan Gupta	19.99	18.64
<b>(iii) Director Sitting Fees to Independent Directors</b>		
Mrs. Neha	5.10	3.50
Mr. Subramaniam Bala	2.15	3.00
Mr. Yudhisthir Lal Madan	9.25	6.50
Mr. Aman Tandon	1.50	-
Mr. Bishwanath Choudhary	3.10	1.00

B) Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives

Transactions	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>(i) Sale of goods</b>		
Pritika Industries Limited	-	19,437.14
<b>(ii) Purchase of goods</b>		
Pritika Industries Limited	-	2,618.33

(c) Details of the balances with related parties at the year end

A) Key Management Personnel

Balances at year end	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Payables</b>		
Mr. Harpreet Singh Nibber	68.85	-
Mr. Raminder Singh Nibber	-	14.16

B) Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives

Balances at year end	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
<b>Receivables</b>		
Pritika Industries Limited	1,027.74	6,453.63

37 Disclosure pursuant to IND AS 19 on Employee benefit

The Company operates post retirement defined benefit plan for retirement gratuity, which is funded. The Company through the gratuity trust has taken Company gratuity policy of Life Insurance Corporation of India Gratuity Scheme.

Actuarial Valuation Method

The valuation has been carried out using the Project Unit Credit Method as per Ind AS 19 to determine the Present Value of Defined Benefit Obligations and the related Current Service Cost and, where applicable, Past Service Cost. It should be noted that valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognised.

Change in the Fair Value of Plan Assets

(All amounts in Lacs)

Particulars	As At	As At
	March 31, 2024	March 31, 2023
<b>Fair value of Plan Assets Assets at the Beginning</b>	34.68	-
Investment Income	3.16	-
Employer's Contribution	103.71	-
Employee's Contribution	-	-
Benefits paid	(26.17)	-
Return on plan assets, excluding amount recognised in net interest expenses	2.22	-
Transfer In/Out	-	-
	-	-
<b>Fair value of Plan Assets Assets at the end</b>	<b>117.60</b>	<b>-</b>

Changes in the Present Value of Obligation

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Present Value of Obligation as at the beginning	355.75	199.09
Current Service Cost	50.88	26.27
Interest Expense or Cost	26.35	14.53
Re-measurement (or Actuarial) (gain) / loss arising from:	-	-
change in demographic assumptions	-	-
change in financial assumptions	8.49	(2.41)
experience variance (i.e. Actual experience vs assumptions)	21.90	21.77
others	-	-
Past Service Cost	-	-
Effect of change in foreign exchange rates	-	-
Benefits Paid	(26.87)	(17.50)
Acquisition Adjustment	-	-
Effect of business combinations or disposals	-	-
<b>Present Value of Obligation as at the end</b>	<b>436.50</b>	<b>241.75</b>

Actuarial Assumptions:

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Salary Growth	5.00%	5.00%
Discount Rate	7.20%	7.40%

Bifurcation of Present Value of Obligation at the end of the year as per revised Schedule III of the Companies Act, 2013

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Current Liability (Short term)	50.38	36.31
Non-Current Liability (Long term)	386.13	205.44
<b>Present Value of Obligation</b>	<b>436.51</b>	<b>241.75</b>

Expenses Recognised in the Income Statement

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Current Service Cost	50.88	26.27
Past Service Cost	-	-
Loss / (Gain) on settlement	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	23.19	14.52
<b>Expenses Recognised in the Income Statement</b>	<b>74.07</b>	<b>40.79</b>

Other Comprehensive Income

Particulars	As At	As At
	March 31, 2024	March 31, 2023
Actuarial (gains) / losses	-	-
change in demographic assumptions	-	-
change in financial assumptions	(4.22)	(2.41)
experience variance (i.e. Actual experience vs assumptions)	33.57	21.77
others	-	-
Return on plan assets, excluding amount recognised in net interest expense	0.21	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>29.56</b>	<b>19.36</b>

38 Fair values

The carrying value and fair value of financial instruments by category:

Assets and liabilities carried at amortised cost

(All amounts in Rs. Lacs, unless otherwise stated)

Particulars	Carrying Value		Fair Value	
	As At March 31, 2024	As At March 31, 2023	As At March 31, 2024	As At March 31, 2023
<b>Financial assets</b>				
Investments	1.00	1.00	1.00	1.00
Other financial assets	97.39	130.12	97.39	130.12
Trade Receivables	3,751.89	9,729.71	3,751.89	9,729.71
Cash and cash equivalents	231.82	1,322.49	231.82	1,322.49
Bank balances other than cash and cash equivalents	291.10	234.09	291.10	234.09
Other financial assets	97.39	130.12	97.39	130.12
<b>Total</b>	<b>4,470.59</b>	<b>11,547.53</b>	<b>4,470.59</b>	<b>11,547.53</b>
<b>Financial liabilities</b>				
Borrowings	14,935.96	9,483.97	14,935.96	9,483.97
Trade Payables	2,049.35	3,106.29	2,049.35	3,106.29
Other Financial Liabilities	2,658.20	2,262.46	2,658.20	2,262.46
<b>Total</b>	<b>19,643.51</b>	<b>14,852.72</b>	<b>19,643.51</b>	<b>14,852.72</b>

Assets and liabilities carried at FVOCI

Particulars	Carrying Value		Fair Value	
	As At March 31, 2024	As At March 31, 2023	As At March 31, 2024	As At March 31, 2023
<b>Financial assets</b>				
Investments	30.03	10.03	38.50	10.99

C) Fair value Measurement

(i) Fair Value hierarchy

**Level 1-** It includes financial instruments measured using quoted prices in active markets for identical assets or liabilities.

**Level 2-** Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs other than Level 1 inputs; and

**Level 3-** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3

**There are no assets and liabilities which have been carried at fair value through the profit and loss account.**

Investment in Quoted shares ,mutual fund and defined benefit obligation i.e Gratuity, which have been carried at fair value through the other comprehensive income .

The management assessed that cash and cash equivalents, trade receivables, trade payables, and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

39 Capital Management

The company manages its capital to ensure that entities in the Company will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the capital deployment.

The company determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirement are met through equity and long-term/ short-term borrowings.

The company monitors the capital structure on the basis of total debt to equity ratio and maturity of the overall debt portfolio of the Company.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2024.

Particulars	As At March 31, 2024	As At March 31, 2023
Debt	16,568.38	10,651.48
Less: cash and cash equivalents	(522.92)	(1,556.58)
<b>Net Debt (A)</b>	<b>16,045.46</b>	<b>9,094.90</b>
Equity (B)	22,441.94	16,970.04
<b>Gearing ratio (A/B)</b>	<b>0.71</b>	<b>0.63</b>

40 Commitments and Contingencies

Details of Contingent Liabilities

( In Lakhs )

Particulars	As At March 31, 2024	As At March 31, 2023
<b>(a) Contingent Liabilities :</b>		
Claim against the Company not acknowledged as debts*		
- Income Tax	88.06	50.54
- GST	5.78	5.78
- Letter of credit	304.50	441.01
- Guarantees issued by Banks	123.21	123.21
- Corporate guarantee to bank /NBFCs on behalf of Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives	-	2,350.00

41 The Adjudicating officer ( GST) had rejected the claim of refund relating to the budgetary support of Rs. 153.54 lakhs. The Company had filed writ petition before the Hon'ble High Court of Himachal Pradesh at Shimla against the said rejection order and Hon'ble High Court remanded back the case to the Adjudicating Officer ( GST) to decide the case afresh .

42 Details of CSR Expenditure

Particulars	As At March 31, 2024	As At March 31, 2023
a. Gross amount required to be spent by the Company during the year as per Section 135 of the Companies Act, 2013 read with Schedule VII	32.21	22.76
b. Amount spent during the year on:		
(i) Construction/acquisition of any asset	-	-
(ii) Purposes other than (i) above	42.28	32.28
c. Shortfall at the end of the year	-	-
d. Total of the previous years shortfall	-	-
e. reason for Shortfall	-	-
f. Nature of CSR Activities	Promoting Education , healthcare including preventive health care	Promoting Education , healthcare including preventive health care
g. Details of the related party transaction	-	-
h. Movement in provision during the year	-	-

43 Foreign Exchange Earnings and outgo

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023
Earning in Foreign Exchange	942.31	551.53
Outgo in Foreign Exchange	371.47	55.96

44 Trade payable Ageing Schedule

(All amounts in Lacs)

Particulars (FY 2023-24)	Outstanding for following periods from due date for payment					Total
	Less than 1 year	1-2 years	2-3 years	2-3 years	More than 3 years	
(i) MSME	139.48	-	-	-	-	139.48
(ii) Others	1,909.87	-	-	-	-	1,909.87
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues- others	-	-	-	-	-	-

Particulars (FY 2022-23)	Outstanding for following periods from due date for payment					Total
	Less than 1 year	1-2 years	2-3 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	3,106.29	-	-	-	-	3,106.29
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues- others	-	-	-	-	-	-

45 Additional Regulatory Information - Analytical Ratios

Name of Ratio	Numerator	Denominator	As At March 31, 2022	As At March 31, 2021	% Variance	Reasons
Current Ratio ( In times )	Current Assets	Current Liabilities	1.46	1.69	-14%	-
Debt Equity Ratio( In times )	Debt ( Borrowings + Lease Liabilities)	Shareholders Equity	0.37	0.27	38%	Due to scheme of arrangement
Debt Service Coverage Ratio( In times )	PAT + depreciation +finance cost+ Profit on sale of PPE	Debt Service ( Interest and lease payments + Principal repayments)	1.75	2.05	-15%	-
Return On Equity ( In % )	Net Profit for the year	Average Shareholder Equity	7.66%	10.05%	-24%	-
Inventory Turnover ( In times )	Revenue from Operations	Average Inventory	3.48	5.07	-31%	Due to scheme of arrangement
Trade Receivable Turnover ( In times )	Revenue from Operations	Average trade receivables	5.07	4.29	18%	-
Trade Payable Turnover Ratio(In times )	Purchase	Average trade Payable	7.72	8.39	-8%	-
Net Capital Turnover Ratio( In times )	Revenue from Operations	Net Working Capital	0.18	0.23	-21%	-
Net Profit Margin( In % )	Net Profit for the year	Revenue from Operations	4.41%	4.28%	3%	-
Return On Capital Employed( In % )	Profit before tax and finance cost	Capital Employed ( Net Worth + borrowings +lease liabilities )	12.38%	13.43%	-8%	-

46 Capital Work in Progress Ageing

Particulars (FY 2023-24)	Amount in CWIP for a period of				( In Lakhs )
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	187.52	-	-	-	187.52
Project temporarily suspended	-	-	-	-	-

Particulars ( FY 2022-23)	Amount in CWIP for a period of				( In Lakhs )
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	939.56	-	-	-	939.56
Project temporarily suspended	-	-	-	-	-

47 **Details of Land and Building in Property , Plant and Equipment**

Rellevant line item in the Balancesheet	Description of item of property	Gross carrying value	Title deeds in the name of	Whether title deed holder is a promoter , director or their relatives	Property Held since which date	Reason for not being held in the name of the Company
PPE	land - UNA	92,70,134	Pritika Auto Industries Limited	Company	30/05/2006	-
	land - Kurali	3,16,10,000	Pritika Auto Industries Limited	Company	18/05/2018	-
	land- Dera bassi-1	41,83,780	Pritika Auto Industries Limited	Company	2/1/1996	-
	land- Dera bassi-2	3,80,00,000	Pritika Auto Industries Limited	Company	19/12/2018	-
	land- Phagwara , Simbli	3,65,85,073	Pritika Engineering Components Limited	Subsidiary	30/04/2018	-
	land- Phagwara , Simbli	97,69,000	Meeta Castings Limited	Step Down Subsidiary	17/03/2022	-
	land- Mohali	1,65,000	Pritika Industries Limited	Enterprises owned or Significantly influenced by Key Management Personnel or their Relatives	16/01/1998	Trf under scheme of arrangement and name change is under process with relevant authorities
	Building-Phagwara-Simbli	6,77,83,224	Meeta Castings Limited	Step Down Subsidiary	31/03/2024	-
	Building -UNA	8,79,16,926	Pritika Auto Industries Limited	Company	30/05/2006	-
	Building -Derabassi	5,52,60,317	Pritika Auto Industries Limited	Company	2/1/1996	-
	Building-Phagwara-Simbli	9,95,96,762	Pritika Engineering Components Limited	Subsidiary	30/04/2018	-
	Building -Mohali	3,30,84,418	Pritika Auto Industries Limited	Company	26/12/2023	-
Investment Property	-	-	-	-	-	-
PPE retired from active use and held for disposal	-	-	-	-	-	-
others	-	-	-	-	-	-

48 Satisfaction of Charge of Rs. 38 Lakhs related to the loan from Reliable Agro Engineering Services ( P) Ltd. is pending to be satisfied because NOC had not been issued by NBFC till date .

49 **Ageing of Trade receivables**

(All amounts in Lacs)

Particulars ( FY 2023-24)	Outstanding for following periods from						Total
	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables- Considered good	-	3,751.89	-	-	-	-	3,751.89
(ii) Undisputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables- credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables- Considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables- credit impaired	-	-	-	-	-	-	-

(All amounts in Lacs)

Particulars ( FY 2022-23)	Outstanding for following periods from						Total
	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables- Considered good	-	9,726.74	-	-	-	2.97	9,729.71
(ii) Undisputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables- credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables- Considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables- which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables- credit impaired	-	-	-	-	-	-	-

50 **QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK**

Market risk is the risk of loss related to adverse changes in market prices, including interest rates and foreign exchange rates. In the normal course of business, we are exposed to certain market risks including foreign exchange rate risk and interest risk.

**(i) Liquidity 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.

As the Company has no significant interest-bearing assets, the income and operating cash flows are substantially independent 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, which are included in interest bearing loans and borrowings in these financial statements. The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The below is the detail of contractual maturities of the financial liabilities of the company at the end of each reporting period

Particulars	(Rs. In lakhs)	
	As at 31.03.2024	As at 31.03.2023
<b>Borrowings</b>		
expiring with in one year	8,336.12	6,125.23
expiring beyond one year	6,599.85	3,342.56
	14,935.97	9,467.79
<b>Trade payables</b>		
expiring with in one year	2,049.35	3,106.29
expiring beyond one year	-	-
	2,049.35	3,106.29
<b>Other financial liabilities</b>		
expiring with in one year	2,658.20	2,262.46
expiring beyond one year	-	-
	2,658.20	2,262.46

**(ii) Credit Risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables which are typically unsecured. Credit risk on cash and bank balances is limited as the company generally invests in deposits with banks and financial institutions with high credit ratings assigned by credit rating agencies. Investments primarily include investment in shares. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. Customer credit risk is managed by the Entities's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain.

The impairment analysis is performed on client to client basis at each reporting date for major customers. The company has not considered an allowance for doubtful debts in case of trade receivables that are past due but there has not been a significant change in the credit quality and the amounts are still considered recoverable.

**Write off Policy**

The financial assets are written off, in case there is no reasonable expectation of recovering from the financial asset.

**(iii) 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.

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, which are included in interest bearing loans and borrowings in these financial statements. The company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

At the reporting date the interest rate profile of the Company's interest bearing financial instrument is at its fair value:

**Exposure to Interest Rate risk**

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows

Particulars	(Rs. In lakhs)	
	As at 31.03.2024	As at 31.03.2023
Long term debts from Banks and Financial Institutions and others	6,599.85	3,342.56
Current Maturities of long term debts	1,632.41	1,167.51
Short term Borrowings from Banks	6,703.71	4,957.72
Total borrowings	14,935.97	9,467.79
% of Borrowings out of above bearing variable rate of interest	100%	100%

**Interest rate Sensitivity**

A change of 50 bps in interest rate would have following impact on Profit before tax

Particulars	(Rs. In lakhs)	
	As at 31.03.2024	As at 31.03.2023
50 bps increase would decrease the profit before tax by	(74.68)	(47.34)
50 bps decrease would increase the profit before tax by	74.68	47.34



- 51 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 52 No funds have been received by the Company 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 ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 53 Quarterly returns or statements of current assets filed by the Company with the banks or financial institutions are in agreement with the books of accounts.
- 54 The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- 55 The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- 56 The Company have not 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 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- 57 The Company do not have any transactions with companies struck off during the year .
- 58 **Scheme of Arrangement and Demerger**  
 During the financial year 2023-24, the Company implemented a Scheme of Arrangement between Pritika Industries Ltd. (the Demerged Company) and Pritika Auto Industries Ltd. (the Resulting Company) being demerger of business undertaking of Pritika Industries Limited and vesting with Pritika Auto Industries Limited. This scheme was approved by National Company Law Tribunal (NCLT), Bench Chandigarh, vide its order dated 4th December 2023, pursuant to Sections 230 to 232, read with other relevant provisions of The Companies Act, 2013. The Scheme of Arrangement became effective in the books of accounts on 26th December 2023, and necessary entries have been made in the books of accounts to reflect the approval of the scheme.  
 Impact on Financial Results:  
 Effective Date: 26th December 2023.  
 Financial Year Ended: 31st March 2024.  
 Effect on Financials:  
 The annual financials for the year ending 31st March 2024 include the financial figures of the demerged business undertaking of Pritika Industries Ltd. vest into Pritika Auto Industries Ltd. Pursuant to the Scheme of demerger between Pritika Auto Industries Limited and Pritika Industries Limited approved by NCLT Chandigarh bench. The financial figures for the year ending 31st March 2024 are not comparable with those of the previous financial year ending 31st March 2023.  
 Transactions carried out during the previous year with Pritika Industries Ltd. have been considered as related party transactions affecting the Profit and Loss Account and the Assets and Liabilities Account.
- 59 Previous year's figures have been , rearranged and regrouped , wherever considered necessary .

As per our report of even date

For and on behalf of Board of Directors

For Sunil Kumar Gupta & Co.  
 Chartered Accountants  
 Firm Registration number: 003645N

Sd/-  
 CA Rahul Goyal  
 Partner  
 Membership No.: 540880

Sd/-  
 Harpreet Singh Nibber  
 (Chairman and Managing Director )  
 DIN No. 00239042

Sd/-  
 Ajay Kumar  
 (Whole Time Director )  
 DIN No. 02929113

Place: Mohali  
 Date : 23-05-2024

Sd/-  
 Narinder Kumar Tyagi  
 Director Finance and C.F.O

Sd/-  
 Chander Bhan Gupta  
 Company Secretary  
 M.No. F2232

If undelivered please return to:  
**Pritika Auto Industries Limited**  
Regd. Off: Plot No. C-94, Phase VII, Industrial Focal Point,  
S.A.S. Nagar, Mohali, Punjab - 160055