



M/S BAHETI RECYCLING INDUSTRIES LIMITED

CIN: U37100GJ1994PLC024001

ANNUAL AUDIT REPORT AND FINANCIALS

Financial Statements for FY **2022-23**

:: Statutory Auditors ::

CA AJIT A WADHAWAN

Partner

M. No.: **032886**

M/s WADHAWAN & CO.

Chartered Accountants

FRN – **129455W**

Date: 30th May, 2023

UDIN: 23032886BGWVIV7140

Corporate Information

Baheti Recycling Industries Ltd aluminium recycling Company, primarily engaged in processing aluminium based metal scrap to manufacture (i) aluminium alloys in the form of ingots and (ii) aluminium de-ox alloys in the form of cubes, ingots, shots and notch bar. The versatile properties of aluminium and its alloys, results in it being used in various industries, which include automobiles, construction, electrical transmission application, food packaging etc. Aluminium alloys are used in automobiles components due to its stiffness, corrosion resistance and excellent strength to weight ratio. The Aluminium de-ox alloys are used as deoxidizer in steel manufacturing units

Baheti Recycling Industries Ltd was originally incorporated as a public limited Company under the name of “**Baheti Metal and Ferro Alloys Limited**” on December 28, 1994 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra & Nagar Haveli bearing registration number as 04-24001. Subsequently, the name of our Company was changed from “**Baheti Metal And Ferro Alloys Limited**” to “**Baheti Recycling Industries Limited**” vide a fresh certificate of incorporation dated January 25, 2022, issued by the Registrar of Companies, Ahmedabad, Gujarat, bearing CIN as **U37100GJ1994PLC024001**.

Baheti Recycling Industries Ltd has during the fiscal year 2022-23, Baheti Recycling Industries Ltd initiated an Initial Public Offering (IPO) and raised approximately 1242 lakhs INR in capital.

CORPORATE INFORMATION
BAHETI RECYCLING INDUSTRIES LIMITED
CIN: U37100GJ1994PLC024001

BOARD OF DIRECTORS

Shankerlal Bansilal Shah	Chairman & Whole Time Director
Balkishan Shankerlal Shah	Managing Director
Yash Shankerbhai Shah	Joint Managing Director
Ayushi Yash Shah	Non-Executive Director
Satya Narain Mittal	Independent Director
Jaimish Govindbhai Patel	Independent Director

CHIEF FINANCIAL OFFICER

Mr. Manojkumar Jagdishchandra Shah

COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. Mansi Harsh Darji

REGISTERED OFFICE

A/2/3, L R Appartment, Opp. Police Commissioner Office, Shahibaug, Ahmedabad-380004

Tel No.: +91 7925 6276 81/82; **Email:** info@bahetiindustries.com

BANKERS

Axis Bank Limited

REGISTRAR & SHARE TRANSFER AGENT

Purva Sharegistry (India) Private Limited

Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lowe Parel (E), Mumbai, Maharashtra - 400 011

Tel: 022 - 23012517/8261; **Email:** support@purvashare.com;

Web: www.purvashare.com

AUDIT COMMITTEE

Mr. Satya Narain Mittal	Chairperson
Mr. Jaimish Govindbhai Patel	Member
Mr. Shankerlal Bansilal Shah	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Satya Narain Mittal	Chairperson
Mr. Shankerlal B. Shah	Member
Mr. Balkishan S. Shah	Member

NOMINATION AND REMUNERATION COMMITTEE

Mrs. Ayushi Yash Shah	Chairperson
Mr. Satya Narain Mittal	Member
Mr. Jaimish Govindbhai Patel	Member

MANUFACTURING UNIT

196, 197, 198 Shrinath Industrial Estate, Sampa, Dehgam, Gandhinagar

Web: www.bahetiindustries.com

STATUTORY AUDITOR

M/s. Wadhawan & Co.,

Navjeevan Press Road, Gujarat Vidyapith, Navjivan, Ahmedabad, Gujarat - 380014

NOTICE

NOTICE is hereby given that the Annual General Meeting ("AGM") of members of Baheti Recycling Industries Limited ("the company") (CIN No. U37100GJ1994PLC024001) will be held on Friday, 29th September, 2023 at 4:00 p.m. at Hotel Hyatt, Opp. Vastrapur Lake, Next to Alpha One Mall, Vastrapur, Ahmedabad – 380015, Gujarat to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the company for the year ended 31st March, 2023 including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon.
2. To appoint a director in place of Mr. Shankerlal Bansilal Shah (DIN: 00131715), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Jeevan Jagetiya & Co., Chartered Accountants, Ahmedabad as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of this Annual General Meeting of the Company until the conclusion of the Annual General Meeting of the Company held in the year 2028 and to authorise the Board of Directors of the Company to fix their remuneration.

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

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force) and considering the recommendations made by the Audit Committee, M/s. Jeevan Jagetiya & Co, Chartered Accountants, Ahmedabad (Firm Registration No.: 121335W) be and are hereby appointed as Statutory Auditor of the Company in place of M/s. Wadhawan & Co., Chartered Accountants (Firm's Registration No. 129455W), the retiring statutory auditor, to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Company to be held in the year 2028 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.

"RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby severally authorized to do such acts, deeds, matters and things as may be required for giving necessary effect to the above resolution"

SPECIAL BUSINESS:

4. **Ratification of remuneration payable to the Cost Auditors for the financial year 2023-24**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof, for time being in force) and approval by the Board of Directors of the company, Anuj Aggarwal & Co., Cost Accountants (Firm Registration No.: 102409) be and is hereby re-appointed as the Cost Auditor of the company to conduct audit of cost records made and maintained by the company pertaining to goods manufactured by the Company for financial year commencing on 1st April, 2023 and ending on 31st March, 2024 at a remuneration of Rs. 35,000/- (Rupees Thirty Five Thousand Only) plus Goods and Service Tax and reimbursement of out-of-pocket expenses subject to the ratification of remuneration by the members in the ensuing Annual General Meeting."

"RESOLVED FURTHER THAT Chief Financial Officer or any one of the directors of the company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary and incidental for giving effect to this resolution."

5. To increase the borrowing power of the company

To consider and if thought fit, pass, with or without modifications, the following resolutions as Special Resolution:

"RESOLVED THAT the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute for this purpose), be and is hereby authorised, in accordance with Section 180(1)(c) of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Articles of Association of the Company, to borrow any sum or sums of money (including non-fund based facilities) from time to time at their discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other persons, firms, bodies corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed up to a sum of Rs. 300 Crores (Rupees Three Hundred Crores Only) over and above the aggregate of the then paid up capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose) and that the Board of Directors be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as they may, in their absolute discretion, think fit.

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

6. To create and register the charge

To consider and if thought fit, pass, with or without modifications, the following resolutions as Special Resolution:

"RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to mortgage and/or charge all or any part of the immovable and/or movable properties/assets of the Company wherever situate, both present and future, to or in favor of any Bank(s), Financial Institution(s), Company(ies) or other Organization(s) or

Institution(s) or Trustee(s) (hereinafter referred to as the 'Lending Agencies') in order to secure the loans (excluding temporary loans obtained from the Company's Bankers in the ordinary course of business) advanced/to be advanced by such lending agencies to the Company from time to time, subject to the limits approved under section 180(1)(c) of the Companies Act, 2013 together with interest at the respective agreed rates, compound/additional interest, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said borrowings.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things and to execute such deeds, documents or writings as are necessary or expedient, on behalf of the Company for creating the aforesaid mortgages and/or charges as it may in its absolute discretion deem necessary or expedient for such purpose and for giving effect to the above resolution."

For & on behalf of the Board of Directors
Baheti Recycling Industries Limited

Date: September 6, 2023
Place: Ahmedabad

sd/-
Balkishan Shankerlal Shah
Managing Director
DIN: 03006486

sd/-
Yash Shankerbhai Shah
Joint Managing Director
DIN: 09527701

Registered Office:
A/2/3, L R Appartment,
Opp. Police Commissioner Office,
Shahibaug, Ahmedabad-380004

NOTES:

1. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, 21st September, 2023 to Friday, 29th September, 2023** (both days inclusive) for annual closing.
2. IN TERMS OF SECTION 105 OF THE COMPANIES ACT, 2013 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF, SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten (10) per cent of the total share capital of the Company. In case proxies proposed to be appointed by a Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder.
3. In line with MCA Circulars and SEBI Circulars, the Annual Report for the financial year 2022-23 along with Notice of AGM of the Company inter-alia indicating the process and manner of e-voting are being sent only by electronic mode to those members whose email IDs are registered with the Company/Depository Participant(s) for communication. Members may note that the aforesaid documents may also be downloaded from the Company's website www.bahetiindustries.com and the website of National Stock Exchange of India Limited In line with MCA Circulars, the Company has enabled a process for the limited purpose of receiving the AGM Notice and Annual Report (including remote e-voting instructions) electronically.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed, and signed and stamped, not less than 48 hours before the commencement of the meeting. A Proxy Form is sent herewith. Proxies submitted on behalf of the companies, societies etc. must be supported by an appropriate resolution/authority, as applicable.
6. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
8. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request you to update your email address with your Depository Participant to enable us to send you the financials and other communications electronically.
9. The relative explanatory statements pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business set out in the notice are annexed hereto.
10. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and

Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by "Central Depository Services (India) Limited" (CDSL). The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.

11. Members' voting rights shall be in proportion to his/her share of paid up equity share capital of the Company.
12. In case of joint holders attending the meeting together, only whose name appearing first will be entitled to vote.
13. This notice is being sent to all the members at their registered e-mail IDs, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) on 6th September, 2023. The Notice is also posted on the website of the Company i.e. www.bahetiindustries.com.
14. Members desirous of asking any questions at the Annual General Meeting are requested to send in their questions so as to reach the Company registered office at least 5 days before the Annual General Meeting so that the same can be suitably replied to.
15. Members who have registered their e-mail id for the receipt of documents in electronic mode are being sent AGM Notice by e-mail. Members who have received AGM Notice by e-mail and wish to vote physically can do the same by remaining present in the meeting.
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and Share Transfer Agents, Purva Sharegistry (India) Private Limited at 9, Shiv Shakti Industrial Estate, J.R.Boricha Marg, Lower Parel (East) Mumbai-400011, Maharashtra, India.
17. In terms of Section 152 of the Companies Act, 2013, Mr. Shankerlal Bansilal Shah (DIN: 00131715), Chairman & Whole-time Director of the Company, liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment.
18. The members who did not exercise their vote by E-Voting shall have an option to cast their vote on poll that will be conducted at the AGM Venue. Further there shall not be any voting through Show of Hands.
19. The Company has appointed M/s. Rutul Shukla & Associates, Practicing Company Secretaries to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.

20. The Scrutinizer shall, immediately after the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make, not later than three (3) days of conclusion of the meeting, a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company, who shall counter-sign the same.
21. The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bahetiindustries.com and on the website of National Securities Depository Limited immediately after the result is declared by the Chairman and communicated to National Stock Exchange of India Limited.
22. Electronic copy of the Notice of the Annual General Meeting of the Company, inter alia, indicating the process of e-voting along as stated herein with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company/DP(s) for communication purposes unless any member has requested for a physical copy of the same.
23. Members may also note that the Notice of the Annual General Meeting and the Annual Report for F.Y. 2022-23 will also be available on the Company's website www.bahetiindustries.com. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. For any communication related to this AGM or otherwise, the Members may also send requests to the Company's investor email: cs@bahetiindustries.com.
24. SEBI has mandated the submission of Permanent Account number (PAN) by every participant in the securities market. Members are therefore requested to submit their PAN details to their Depository Participants.

The Instructions for Members for Remote E-Voting are as under:-

The remote e-voting period begins on Tuesday, September 26, 2023 at 09:00 A.M. and ends on Thursday, September 28, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by CDSL 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. September 22, 2023, 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 September 22, 2023.

How do I vote electronically using CDSL e-Voting system?

The way to vote electronically on CDSL e-Voting system consists of "Two Steps" which are mentioned below:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on Tuesday, September 26, 2023 at 09:00 A.M. and ends on Thursday, September 28, 2023. During this period shareholders' of the Company, holding

shares either in physical form or in dematerialized form, as on the cut-off date (record date) September 22, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 & 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.

	<p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</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. CDSL and NSDL

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

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

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

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

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the

new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **Baheti Recycling Industries Limited** on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@bahetiindustries.com (designated email address by company),

if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

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

For & on behalf of the Board of Directors
Baheti Recycling Industries Limited

Date: September 6, 2023
Place: Ahmedabad

sd/-
Balkishan Shankerlal Shah
Managing Director
DIN: 03006486

Sd/-
Yash Shankerbhai Shah
Joint Managing Director
DIN: 09527701

Registered Office:
A/2/3, L R Appartment,
Opp. Police Commissioner Office,
Shahibaug, Ahmedabad-380004

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 03: To appoint M/s. Jeevan Jagetiya & Co as statutory auditors of the company

Though not mandatory, this statement is provided for reference.

M/s. Wadhawan & Co., Chartered Accountants, Ahmedabad vide their letter has shown their unwillingness to be continued as Statutory Auditor of the Company due to pre-occupation. The Company has received a notice from member along with a letter signifying his intention to appoint M/s. Jeevan Jagetiya & Co (Firm Registration No. 121335W) Chartered Accountants.

In terms of the provision of Section 139 of the Companies Act, 2013 the appointment of Auditors in place of existing Auditors of the Company requires the approval of General Meeting by way of Ordinary resolution.

Therefore, the Board recommend to pass necessary resolution by way of ordinary resolution to appoint M/s. Jeevan Jagetiya & Co (Firm Registration No. 121335W) Chartered Accountants, as the Statutory Auditors of the Company in place of M/s. Wadhawan & Co., Chartered Accountants to hold office of the Auditors of the Company on the remuneration as may be fixed by the Board.

A copy of the resignation tendered by the Auditors and eligibility letter as referred elsewhere are available for inspection of the members till the date of the meeting during business hours.

None of the Directors / Key Managerial Personnel of the company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at the Item No. 03 of the accompanying Notice of the AGM.

The Board recommends the Ordinary Resolution set out at Item No. 03 of the Notice for approval by the members.

Item No. 04: Ratification of remuneration payable to the Cost Auditors for the financial year 2023-24

The Board, on the recommendation of the Audit Committee, has approved the appointment and recommended remuneration of Anuj Aggarwal & Co., Cost Accountants, to conduct the audit of the cost records of the company for the financial year ending on 31st March, 2024.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs. 35,000/- (Thirty Five Thousand Only) payable to the Cost Auditor has to be approved by the shareholders of the company. The remuneration of the Cost Auditor shall be ratified by the shareholders.

None of the Directors / Key Managerial Personnel of the company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at the Item No. 04 of the accompanying Notice of the AGM.

The Board recommends the Ordinary Resolution set out at Item No. 04 of the Notice for approval by the members.

Item no. 05: To increase the borrowing power of the company

As per the provisions of Section 180 (1) (c) of the Companies Act, 2013, the Board of Directors of a Company could, with the consent of the shareholders obtained by a Special Resolution, borrow moneys, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of paid-up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose the above powers can be exercised by the Board only with the consent of the shareholders obtained by a Special Resolution.

It is proposed to increase the borrowing limits to enable the Directors to borrow monies, provided that the total amount so borrowed by the Board shall not at any time exceed Rs. 300 Crores.

It is necessary to obtain fresh approval of the shareholders by means of a Special Resolution.

Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours (between 9.00 AM to 5.00 PM) up to the date of the Meeting.

None of the Directors / Key Managerial Personnel of the company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at the Item No. 05 of the accompanying Notice of the AGM.

The Board recommends the Special Resolution set out at Item No. 05 of the Notice for approval by the members.

Item no. 06: To create and register the charge

As per the provisions of Section 180 (1) (a) of the Companies Act, 2013, The Company needs to create charge accordingly it is required to take consent for mortgage and/or charge all or any part of the immovable and/or movable properties/assets of the Company wherever situate, both present and future

In view of above, the Resolution is recommended to pass as a Special Resolution.

Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours (between 9.00 AM to 5.00 PM) up to the date of the Meeting.

None of the Directors / Key Managerial Personnel of the company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at the Item No. 06 of the accompanying Notice of the AGM.

The Board recommends the Special Resolution set out at Item No. 06 of the Notice for approval by the members.

For & on behalf of the Board of Directors
Baheti Recycling Industries Limited

Date: September 6, 2023
Place: Ahmedabad

Sd/-
Balkishan Shankerlal Shah
Managing Director
DIN: 03006486

Sd/-
Yash Shankerbhai Shah
Joint Managing Director
DIN: 09527701

Registered Office:
A/2/3, L R Appartment,
Opp. Police Commissioner Office,
Shahibaug, Ahmedabad-380004

Annexure to the Explanatory Statement pursuant to Regulation 36 of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, information about the Directors proposed to be Appointed / Re-Appointed is furnished below:

Name of the Director	Mr. Shankerlal Bansilal Shah
Directors Identification Number (DIN)	00131715
Nationality	Indian
Date of Birth and Age	17/02/1966 57 years
Qualification	Higher Secondary
Experience and Expertise	Mr. Shankerlal Bansilal Shah is the Chairman and Whole Time Director of our Company. He has been on the Board since incorporation. He is a visionary entrepreneur and has played a pivotal role in expanding business operations of our Company. He has a work experience of more than 35 years in the metal industry. He currently looks after the overall management and administration of the Company Under his guidance, our Company has witnessed continuous growth.
Date of first Appointment on the Board of the Company	28/12/1994
Shareholding in the Company	28,84,000 Equity Shares
List of Directorship held in other companies	None
Membership / Chairmanship in Committees of other companies as on date	None
Relationships between Directors inter-se	Relative of Mr. Balkishan Shankerlal Shah, Managing Director, Mr. Yash Shankerbhai Shah, Joint Managing Director and Mrs. Ayushi Yash Shah, Director of the Company

DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the Annual Report together the Audited Financial Statements of your Company for the financial year ended **March 31, 2023**:

1. FINANCIAL PERFORMANCE

The Audited Financial Statements of your Company as of March 31, 2023 have been prepared in accordance with the relevant applicable Accounting Standards, Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the applicable of the Companies Act, 2013 ("Act").

(Rs. in Lakhs)		
Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Revenue from Operations	35,996.29	24,839.76
Other Income	60.11	86.26
Total Revenue	36,056.38	24,926.04
Earnings Before Interest, Depreciation and Amortization Expense and Taxes	1348.79	830.46
Less:- A) Finance Cost	572.83	348.95
Less:- B) Depreciation and Amortization Expense	80.25	74.88
Profit / (Loss) before Extra-Ordinary Items and tax	695.77	405.64
Add/(Less): Extra-Ordinary Item	-	-
Profit/(Loss) after Extra Ordinary Items and before tax	695.77	405.64
Total Tax Expense	167.36	112.69
Share of Associate's Profit	-	-
Profit / (Loss) After Tax	528.40	292.95
Earnings Per Share Basic / Diluted (Amount in Rs.)	6.81	6.42

2. Performance Review & State of Company's Affairs:

For the year ended 31st March, 2023 the company has achieved a Revenue of Rs. 35,996.29 Lacs, and it has shown the uptrend by 44.91% over the last year of Rs. 24,839.76 Lacs. The profit after tax for the year was Rs. 528.40 Lacs, registering the uptrend growth of 79.76% over the profit of Rs. 293.94 Lacs in Financial Year 2021-22.

3. DETAILS OF SUBSIDIARY/ JOINT VENTURE/ ASSOCIATE COMPANIES

Company does not have any Subsidiary, Joint venture or Associate Company.

4. CHANGE IN NATURE OF BUSINESS

During the financial year ended March 31, 2023, there has been no change in the Company's nature of business.

TRANSFER TO RESERVES IN TERMS OF SECTION 134 (3)(J) OF THE COMPANIES ACT, 2013

The Board of Directors of the Company has decided not to transfer any amount to the Reserves for the year under review.

LOANS, GUARANTEES AND INVESTMENTS

Details of loans and guarantees given, investments made and securities provided, if any, as covered under the provisions of Section 186 of the Act are disclosed in the notes to the financial statements.

MANAGEMENT DISCUSSION & ANALYSIS

(a) Industry Structure and Developments:

Aluminium is more environment-friendly than steel, plastic and other materials. It has widespread uses throughout the economy and is equally important to both the industrial and consumer sectors. Key sectors to drive aluminium consumption in India are Auto, Power, Electronics, Railways, Aerospace & Defence Construction, Solar Energy and Aluminium packaging. Aluminium is 100% recyclable and consumes 95% less energy and releases 95% less greenhouse gases as compared to primary aluminium and there is no loss of properties or quality during the recycling process.

India's economy has significant growth potential driven by various factors, i.e. urbanization, growing digital economy, initiatives like "Make in India", increase of infrastructure projects, agriculture modernization, attracting foreign investment, ease of doing business, healthcare and pharmaceuticals services, expanding international trade and participating in global supply chains, tourism and advancements in space technology & satellite communication. India is one of the fastest growing economies globally, in addition to also being one of the fastest emerging markets. Thus, there is a vast scope for the industry to develop under the current scenario.

The Indian economy performed exceptionally well compared with the rest of the world. India is set to remain the bright spot in CY 2023 with a potential to contribute 15% to the global GDP growth, according to IMF. In December 2022, India also assumed G20 presidency with an ambition to unite the world under the theme "Vasudhaiva Kutumbakam" or "One Earth - One Family - One Future". This is an opportunity to showcase the nation's global leadership amidst growing uncertainty and economic crisis.

The Company is involved primarily in segment of manufacturing and trading of non-ferrous metals although major part of the business is covered by aluminium products. Company's main products line includes Aluminium Wire Rod, Aluminium Deox, Cored Wire, Aluminium Alloy Ingots, Ferro Titanium, and Conductor & Cables. The Company is operating in multiple products of aluminium and this multiplicity of operations minimizes the operating eventualities. A considerably wide geographical presence and reach, both domestic and international, have helped the Company to attempt de-risking its business and meet the risks with suitable precaution. Your company is well positioned to capitalize on emerging opportunity due to significant competitive strength, acquired over the years.

(b) Opportunities & threats:

Opportunities

India continues to forge ahead on its path of progress, creating remarkable opportunities for the non-ferrous metal sector. Non-Ferrous Metal Industry is one of the key sectors of Indian economy contributing significantly to nation's GDP and providing employment to large number of people, directly or indirectly as it meets the requirements of wide range of key industries and also plays vital role for country's vision for Aatmanirbhar Bharat. The Government of India continues to enhance international co-operation for promoting FDI and improve ease of doing business in the country.

GDP growth rate in FY 2024 expected to be 5.9%, lower than the FY 2023 growth of 6.8% due to subdued external demand and tightening monetary policy. However, India will remain the fastest growing major economy. Brent oil prices are expected to remain range bound in 2023, given the continuing war in Ukraine and sanctions imposed in response by the USA and European Union. India meets nearly 80% of its oil needs through imports. High oil prices will also have a trickledown effect on the prices paid by consumers for goods and services. Persistent inflation resulted in RBI to increase the repo rate by 250 basis points throughout FY 2022-23. Further rate hikes are expected in the coming year, despite no rate hike in the April-23 Monetary Policy Committee meeting.

India's manufacturing sector also outperformed the rest of the world, projecting the country as a potential manufacturing hub. Stable political conditions, supportive policy schemes, strong domestic consumption and growing presence of skilled professionals support this ambition. The GOI's focus to make the country an attractive destination for business has been a key enabler of robust economic performance.

In FY 2022-23, the Company delivered a resilient and strong performance, despite macroeconomic challenges, tough market conditions and global uncertainties. The Company has achieved sales of worth ` 35,996.29 Lakhs. The Company has significant spare capacity to increase its production and sales level. Accordingly, the Company has geared-up its marketing and production activities. This performance was mainly driven by higher volumes and better product mix, lower input costs, stability in operations and cost-saving actions.

Our business strategy prioritizes reaching our goals in a maximally responsible manner. We recognise the value of a diverse workforce. We remain committed to make an even bigger difference by reimagining and improving our work, investing in our people and welding a sustainable future.

Threats

When you grab the opportunities based on your strength, you are bound to be accompanied by the risks and threats attached with them. The Company is exposed to the following type of risks.

- ❖ Economic Downturns
- ❖ Market Competition
- ❖ Cyber Security Threats
- ❖ Reputational Damage
- ❖ Technological Disruption
- ❖ Natural Disasters
- ❖ Regulatory Changes
- ❖ Financial Risks
- ❖ Supply Chain Disruptions
- ❖ Global Events
- ❖ Employee Issues
- ❖ Environmental Concerns
- ❖ Supplier Reliability
- ❖ Political Instability
- ❖ Imposition of High Import Tariffs & Customs Duties

These factors can be main drivers behind the pressure on the Company in terms of operation and profitability

(c) Segment-wise Performance:

The company is primarily engaged in the business of manufacturing and trading of non-ferrous metal, which constitute a single reportable segment.

(d) Outlook:

Last year was economically a challenging one, due to the various impact of COVID, supply chain disruptions, coupled with rising input costs and diesel prices on the back of geopolitical crisis. India continues to be the preferred hub of global companies across a wide range of industries due to multiple capabilities and low costs. India has become the innovation partner of many global companies due to its unique value proposition. India continues to offer innovative business models to lessen the impact of the economic downturn. This confirms the market is in a strong position to perform throughout the year.

(e) Risk and concerns:

The Company recognizes that risk is an integral part of business and it is committed to manage the risks in a proactive and efficient manner. Risk evaluation and management is an ongoing process within the Organization. The state of external environment, including factors like interest rates, inflation, and growth in economic activity, rationalization of tax structure, job creation & retention of manpower and consumer sentiment continues to be the biggest source of threat as well as opportunity for the Company. Any slowdown in the economic activity in the Country, significant job losses or high rates of inflation can severely impact the consumption and therefore growth of the Company.

The Company's business is exposed to many internal and external risks and it has consequently put in place robust systems and processes along with appropriate review mechanism to actively monitor, manage and mitigate these risks. The Company takes a structured approach to the identification, quantification and hedging of such risks by developing comprehensive Risk Management Policy of the Company which is periodically reviewed by the management.

(f) Internal control systems, its adequacy and risk management:

Your Company maintains effectively and efficiently laid down policies, guidelines and procedures keeping in mind the nature, size and intricacy of Company's business objectives. The Company positively ensures strict adherence to various procedures, laws, rules and statutes. Internal Control Systems are implemented:

- To safeguard the Company's assets from loss or damage.
- To keep constant check on cost structure.
- To provide adequate financial and accounting controls and implement accounting standards.

The Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations. During the year, the Company has taken steps to review and document the adequacy and operating effectiveness of internal controls. Nonetheless, your Company recognizes that any internal control framework, no matter how well designed, has inherent limitations and accordingly, regular audits and review processes ensure that such systems are reinforced on an ongoing basis.

The Company ensures the periodical Internal Audit is conducted by an independent auditor, whose report is submitted to the Audit Committee and Board of Directors for consideration. During the financial year 2022-23, no significant deficiencies/material weaknesses that might impact financial statements have been reported by the Internal Auditor as at the Balance Sheet date.

(g) Financial performance with respect to operational performance:

During the year under review, the revenue from operation of the Company was stood at INR 35,996.29 Lakh as against that of INR 24,839.76 Lakh for previous year. Revenue from operation of the Company was increased by 44.91% over previous year.

Profit before Tax for the financial year 2022-23 stood at INR 695.77 Lakh as against Profit before Tax of INR 405.64 Lakh making the net profit of INR 528.40 Lakh for the financial year 2022-23 as against the net profit of INR 292.95 Lakh for the financial year 2021-22. Due to increase in raw material prices, operating and other expenses, the Company could not generate the more profit even though increase in revenue from operations.

The Board is making its continuous efforts for re-visiting the purchase policy of the Company and increasing the capacity utilization of manufacturing capacity and thereby achieving reduction in the fixed cost and manual intervention in the production will lead the Company to generate the profit in the coming years.

Financial Highlights for operating performance of financial year 2022-23:

(Rs. In lacs)		
Particulars	2022-23	2021-22
Total Income	36,056.39	24,926.03
PBT	695.77	405.64
PAT	528.40	292.95

The financial ratios are mentioned as in the notes to accounts section.

(h) Material developments in Human Resources, Industrial Relations, and Health, Safety & Environment:

The company believes that the human capital is the key contributor for the business growth and competitiveness. This includes not only the employees of the Company, but the skilled labour engaged at our factory units and through sub-contracting.

The number of employees as on 31st March, 2023 was 256 against 240 employees on the pay roll of the company during the previous financial year.

The company has during the year under review maintain excellent industrial relations at all levels. This has ensured that we have a committed and dedicated workforce with a high level of fervor.

(i) Key Financial Ratios for 2022-23 compared with 2021-22

Sr. No.	Particulars	2022-23	2021-22
1.	Current Ratio	1.46	1.28
2.	Debt Equity Ratio	2.06	3.03
3.	Debt Service Coverage Ratio	2.06	2.05
4.	Return on Equity Ratio	70.77%	70.46%
5.	Inventory Turnover Ratio	8.47	9.17
6.	Trade Receivable Turnover Ratio	7.80	7.80
7.	Trade Payable Turnover Ratio	22.99	21.69
8.	Net Capital Turnover Ratio	9.77	15.31
9.	Net Profit Ratio	1.47%	1.18%
10.	Return on Capital Employed	12.02%	11.18%

SHARE CAPITAL STRUCTURE OF THE COMPANY

During the year under review, the Company has increased its Authorised Share Capital and Paid Up Capital in compliance with applicable provisions of the Companies Act, 2013, year end share capital is mentioned hereunder:

a) Authorized Capital:

Rs. 10,50,00,000/- (Rupees Ten Crore Fifty Lakhs Only) divided into 1,05,00,000 (One Crore Five Lakhs) Equity Shares of Rupees 10 /- each.

b) Issued Capital, Subscribed and Paid-up Capital:

Rs. 10,36,85,300/- (Rupees Ten Crore Thirty Six Lakhs Eighty Five Thousand Three Hundred Only) divided into 1,03,68,530 (One Crore Three Lakh Sixty Eight Thousand Five Hundred Thirty) Equity Shares of Rupees 10 /- each.

DIVIDEND

The Board of Directors of your company, after considering holistically the relevant circumstances, has decided that it would be prudent, not to recommend any Dividend for the year under review.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(C) of the Act the Board of Directors of the Company confirms that:

- a) In the preparation of the annual accounts for the year ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD OF DIRECTORS, BOARD & COMMITTEE MEETINGS AND KEY MANAGERIAL PERSONNEL**• BOARD COMPOSITION**

The Company has a balanced board with optimum combination of executive and non-executive directors including independent directors, which plays a crucial role in board processes and provides independent judgment on issues of strategy and performance. The board of directors of the Company consist of eminent individuals from diverse fields having experience and expertise in their respective fields. As on March 31, 2023, board comprises of 6 (six) directors out of which 3 (three) are executive directors, 3 (Three) are non-executive directors including 2 (Two) independent directors. Independent Directors are appointed in compliance with the applicable provisions of the Act, as amended from time to time. The maximum tenure of the independent directors is in compliance with the Act.

None of the directors on the board holds the directorship in more than 20 (twenty) companies and out of them none of the directors holds the directorship in more than 10 (ten) public companies at a time, pursuant to Regulation 165 of the Act.

The table below gives the composition of the Board and the directorships held by each of the directors of the Company at the end of Financial Year 2022-23:

Name of Director	Category	Date of Appointment	Number of Shares held in the Company
Mr. Balkishan Shankerlal Shah Managing Director (DIN: 03006486)	Promoter Executive	10/10/2017	15,00,000
Mr. Yash Shankerbhai Shah Joint Managing Director (DIN: 09527701)	Promoter Executive	07/03/2022	15,00,000
Mr. Shankerlal Bansilal Shah Whole-Time Director (DIN: 00131715)	Promoter Executive	28/12/1994	28,84,000
Mrs. Ayushi Yash Shah Director (DIN: 09527729)	Promoter Group Non-Executive Director	07/03/2022	3,31,990
Mr. Satya Narain Mittal Director (DIN: 09533705)	Non-Executive (Independent)	25/03/2022	-
Mr. Jaimish Govindbhai Patel Director (DIN: 09647742)	Non-Executive (Independent)	27/06/2022	-

As on March 31, 2023, none of the Directors of the Company were related to each other except Mr. Balkishan Shankerlal Shah, Managing Director, Mr. Yash Shankerbhai Shah, Joint Managing Director, Mr. Shankerlal Bansilal Shah, Whole-Time Director and Mrs. Ayushi Yash Shah, Director who are related to each other as per the provisions of the Act.

• MEETINGS OF THE BOARD OF DIRECTORS

- During the financial year ended March 31, 2023, 14 (Fourteen) meetings of board of directors of the Company.
- The intervening gap between the Meetings was within the period prescribed under the Act.
- The following meetings of the Board of Directors were held during the financial year ended March 31, 2023:

The following Meetings of the Board of Directors were held during the Financial Year 2022-23:

SN	Date of Meeting	Board Strength	No. of Directors Present
1	08/04/2022	7	7
2	20/04/2022	6	6
3	27/05/2022	6	5
4	18/06/2022	6	5
5	24/06/2022	6	5
6	27/06/2022	5	5
7	05/07/2022	6	5
8	12/07/2022	6	5
9	09/09/2022	6	6
10	24/09/2022	6	6
11	27/09/2022	6	5
12	22/11/2022	6	6
13	06/12/2022	6	6
14	20/03/2023	6	6

PRESENCE/ATTENDANCE OF DIRECTORS IN THE MEETINGS

SN	Name of Director	Board Meeting			AGM (30/09/2022)
		No. of Meeting Entitled to Held	No. of Meeting attended	%	
1	Mr. Balkishan Shankerlal Shah	14	14	100.00	Yes
2	Mr. Shankerlal Bansilal Shah	14	14	100.00	Yes
3	Mr. Yash Shankerlal Shah	14	14	100.00	Yes
4	Mrs. Ayushi Yash Shah	14	14	100.00	Yes
5	Mr. Satya Narain Mittal	14	11	78.57	Yes
6	Mr. Prithviraj Dhariwal	04	01	25.00	No
7	Mr. Jaimish Govindbhai Patel	08	08	100.00	No
8	Mr. Gopallal Laxminarayan Bangur	01	01	100.00	No
9	Mr. Kushal Omprakash Maheshwari	01	01	100.00	No

• CHANGE IN DIRECTORS

During the year under review, Mr. Kushal Maheshwari (DIN: 08481581), Non-Executive & Independent Director and Mr. Gopallal Laxminarayan Bangur (DIN: 08481541), Non-Executive & Independent Director have resigned with effect from April 20, 2022.

Mr. Prithviraj Dhariwal (DIN: 02772870) who was appointed as Non-Executive and Independent Director of your Company with effect from April 08, 2022 has resigned with effect from June 22, 2022.

Mr. Jaimish Govindbhai Patel (DIN: 09647742) was appointed as Non-Executive and Independent Director of your Company with effect from June 27, 2022. In the opinion of the Board, the aforesaid Director possesses the integrity, expertise and experience (including proficiency) required for appointment as Independent Director of the Company.

• DIRECTOR RETIREMENT BY ROTATION

Mr. Shankerlal Bansilal Shah (DIN: 00131715) Director of the Company who is liable to retire by rotation pursuant to the provisions of Section 152(6) of the Act and offer himself for reappointment, subject to the approval of the members at the ensuing Annual General Meeting.

• DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS

The Company has received the necessary declarations from the independent directors of the Company in accordance with Section 149 (7) of the Act confirming that they meet the criteria of independence prescribed under the Act. All the Independent Directors have also confirmed that in terms of Rule 6 (3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, they have registered themselves with the Independent Director's database as prescribed under the Act.

In the opinion of the board, there has been no change in the circumstances which may affect their status as independent directors and the board is satisfied of the integrity, expertise and experience (including proficiency in terms of Section 150 (1) of the Act and applicable rules thereunder) to all independent directors on the board.

• DISQUALIFICATIONS OF DIRECTORS

During the financial year 2022-2023 under review the Company has received Form DIR-8 from all Directors as required under the provisions of Section 164(2) of the Act read with Companies (Appointment and Qualification of Directors) Rules, 2014 that none of the Directors of your Company is disqualified; to hold office as director disqualified as per provision of Section 164(2) of the Act and debarred from holding the office of a Director pursuant to any order of the SEBI or any such authority in terms of SEBI letter dated June 14, 2018 and NSE circular dated June 20, 2018 on the subject "Enforcement of SEBI orders regarding appointment of Directors by Listed Companies".

The Directors of the Company have made necessary disclosures, as required under various provisions of the Act.

• KEY MANAGERIAL PERSONNEL

Pursuant to provisions of Sections 2(51) and 203 of Act read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, the following persons are to be Key Managerial Personnel of the company;

- a. Mr. Shankerlal Bansilal Shah, Chairman and Whole-Time Director
- b. Mr. Balkishan Shankerlal Shah, Managing Director
- c. Mr. Yash Shankerlal Shah, Joint Managing Director
- d. Mr. Manojkumar Jagdishchandra Shah, Chief Financial Officer
- e. Mrs. Mansi Harsh Darji, Company Secretary

The Board of Directors has appointed Mrs. Mansi Harsh Darji as a Company Secretary & Compliance Officer of the Company w.e.f. June 01, 2022 who is a Key Managerial Personnel as per Section 203 of the Act. Apart from the said change, there is no other change in the Key Managerial personnel of the Company during the year under review.

• COMMITTEES OF THE BOARD

The Board receives regular communication regarding policy-related issues as well as other pertinent and important information. Your board currently has three (3) committees, namely the Audit Committee, the Nomination and Remuneration Committee, and the Stakeholder Relationship Committee, to look into various aspects for which they have been established in order to provide better corporate governance and transparency. The terms of reference of these committees are in line with Act.

1. AUDIT COMMITTEE

The Audit Committee of the Board of Directors was constituted with the requirement of the Section 177 of the Act and Regulation 18 of Listing Regulations.

During the year under review, four meetings of the Audit Committee were held i.e. on July 20 2022, September 09 2022, December 06 2022, March 20 2023. The intervening gap between two meetings did not exceed one hundred and twenty days.

The details of the Audit Committee meetings attended by its members during FY 2022-23 are given below:

Sr. No.	Name of Director	Category / Nature of Directorship	Number of Meetings held during the FY 2022-23		Percentage of attendance
			Held	Attended	
1.	Mr. Satya Narain Mittal	Chairman, Non-Executive Independent Director	4	4	100.00
2.	Mr. Jaimish Govindbhai Patel	Member, Non-Executive Independent Director	4	4	100.00
3.	Mr. Shankerlal Bansilal Shah	Member, Executive Director	4	4	100.00

The Chief Financial Officer was invited to attend the audit committee meetings. The Company Secretary of the Company acts as Secretary of the Committee. The Board of Directors has taken note of and accepted the observations and recommendations made by the Audit Committee.

2. NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted a Nomination and Remuneration Committee pursuant to the provisions of Regulation 19 of Listing Regulations and Section 178 of the Act.

During the year under review, one meeting of the Nomination and Remuneration Committee were held i.e. on September 09 2022.

The details of the Nomination and Remuneration Committee meetings attended by its members during FY 2022-23 are given below:

Sr. No.	Name of Director	Category / Nature of Directorship	Number of Meetings held during the FY 2022-23		Percentage of attendance
			Held	Attended	
1.	Mr. Satya Narain Mittal	Chairman, Non-Executive Independent Director	1	1	100.00
2.	Mr. Jaimish Govindbhai Patel	Member, Non-Executive Independent Director	1	1	100.00
3.	Mrs. Ayushi Yash Shah	Member, Non-Executive Director	1	1	100.00

The Company Secretary of the Company acts as Secretary of the Committee.

3. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has constituted a Stakeholders Relationship Committee pursuant to the provisions of Regulation 20 of Listing Regulations and Section 178(3) of the Act.

During the year under review, one meeting of the Stakeholders Relationship Committee was held i.e. on March 20, 2023.

The details of the Nomination and Remuneration Committee meetings attended by its members during FY 2022-23 are given below:

Sr. No.	Name of Director	Category / Nature of Directorship	Number of Meetings held during the FY 2022-23		Percentage of attendance
			Held	Attended	
1.	Mr. Satya Narain Mittal	Chairman, Non-Executive Independent Director	1	1	100.00
2.	Mr. Jaimish Govindbhai Patel	Member, Non-Executive Independent Director	1	1	100.00
3.	Mr. Shankerlal Bansilal Shah	Member, Non-Executive Independent Director	1	1	100.00

The Company Secretary of the Company acts as Secretary of the Committee.

During the year under review, the Company has not received any investor complaints from its shareholders.

CORPORATE GOVERNANCE

In line with Regulation 15(2) of the Listing Regulations, the provisions of Corporate Governance shall not apply in respect of the following class of the Companies:

- a. Listed entity having paid up equity share capital not exceeding Rs. 10 Crore and Net worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year;
- b. Listed entity which has listed its specified securities on the SME Exchange.

Since, our Company falls in the ambit of aforesaid exemption (b); hence compliance with the provisions of Corporate Governance shall not apply to the Company and it does not form the part of the Annual Report for the financial year 2022-23.

POSTAL BALLOT

During the financial year ended March 31, 2023, there are no special resolution was required to be put through postal ballot.

DISCLOSURE UNDER RULE-5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION) RULES, 2014

Disclosure required under Section 197(12) of the Act read with Rule-5 of the Companies (Appointment and Remuneration) Rules, 2014 have been annexed as **Annexure-B**. No employee of the Company was in receipt of the remuneration exceeding the limits prescribed under Rule 5 (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, hence, not applicable to the Company.

EXTRACT OF ANNUAL RETURN

In compliance with Section 92(3) and 134(3)(a) of the Act, Annual Return is uploaded on Company's website and can be accessed at www.bahetiindustries.com.

AUDITORS:

• STATUTORY AUDITOR

Pursuant to Section 139 of the Act read with rules made thereunder, as amended, M/s. Wadhawan & Co., Chartered Accountants (Firm Registration No. 129455W), were appointed as the Statutory Auditors of your Company for a term of five years beginning from the conclusion of Annual General Meeting held in year 2020 till the conclusion of Annual General Meeting held in year 2025 (AGM).

The Board has taken note and M/s Wadhawan & Co., Chartered Accountants, have confirmed their eligibility under section 141 of the Companies Act, 2013 and the Rules framed thereunder as Statutory Auditors of the company. As required under Listing Regulations, the Auditors have also confirmed that they hold a valid certificate issued by the peer review Board of the Institute of Chartered Accountants of India.

There are no qualifications, reservations or adverse remarks or disclaimers made by the auditors in their report on the financial statements of the company for the financial year ended 31st March, 2023. The notes on the Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any comments or explanations.

• SECRETARIAL AUDITOR

Pursuant to requirement of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s Rutul Shukla & Associates, Practicing Company Secretaries (COP: 7470), to undertake the Secretarial Audit and to provide Annual Secretarial Compliance Report of the company for the financial year 2022-23. Secretarial Audit Report is given by M/s Rutul Shukla & Associates, Practicing Company Secretaries and is attached herewith as **Annexure-D**.

The observations referred to in the Secretarial Audit Report are self-explanatory and do not call for any comments or explanations.

- **INTERNAL AUDITOR**

Internal Auditors are appointed by the Board of Directors of the Company on a yearly basis, based on the recommendation of the Audit Committee. The Internal Auditors report their findings on the internal audit of the Company, to the Audit Committee on a periodic basis. The scope of internal audit is approved by the Audit Committee.

DISCLOSURE, AS TO WHETHER MAINTENANCE OF COST RECORDS:

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, (including any statutory modifications and re-enactments thereof) the cost audit records maintained by the company in respect of goods manufactured by the Company is required to be audited.

As per the requirement of Section 148(3) of the Companies Act read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Board of Directors have, based on the recommendation of the Audit Committee, appointed Anuj Aggarwal & Co., Cost Accountant, Ahmedabad (Firm Registration No. 102409) to audit the cost accounts of the company for the financial year 2022-23. As required under the Act, necessary resolution seeking members' ratification for the remuneration payable to Anuj Aggarwal & Co., is forming part of the notice convening Annual General Meeting of the company for the financial year 2022-23.

The Cost Audit Report for the financial year 2022-23 will be submitted to the Central Government in the prescribed format.

REPORTING OF FRAUD

In pursuance to the provisions of Section 143(12) of the Act, the Statutory Auditors had not reported any incident of frauds (other than those which are reportable to the Central Government) to the Board of Directors of the Company during the financial year under review.

INTERNAL FINANCIAL CONTROLS & THEIR ADEQUACY

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2022-23.

COMPLIANCE WITH SECRETARIAL STANDARDS

During the year under review, the company has complied with the provisions of Secretarial Standards issued by Institute of Company Secretaries of India to the extent applicable.

DEPOSITS

During the year under review, the Company has not accepted any deposit during the financial year under review.

There was unsecured loan accepted by the Company from its Directors during the year under review under sub-rule 1 clause (C) sub-clause (viii) of rule 2 of Companies (Acceptance of Deposits) Rules 2014.

RELATED PARTY TRANSACTIONS

All contracts/arrangements/transactions entered by the Company during the FY 2022-23 with related parties were in compliance with applicable provisions of the Act and on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel, or other designated persons which may have potential conflict with the interest of the Company at large.

All related party transactions are placed before the Audit Committee as also the Board for approval. The Company has developed a Related Party Transaction Policy for the purpose of identification and monitoring of such transaction. The Related Party Transaction policy is placed on the Company's website i.e. www.bahetiindustries.com.

Particulars of Contracts or arrangements with Related Parties referred to in section 188 (1) of the Act, are disclosed in Form AOC-2 as **Annexure - C** to this Report.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

There was no application made and proceeding initiated / pending under the Insolvency and Bankruptcy Code, 2016, by any Financial and/or Operational Creditors against your Company during the year under review. As on the date of this report, there is no application or proceeding pending against your Company under the Insolvency and Bankruptcy Code, 2016.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

It is not applicable to the Company during the year under review, as there exist no Loans/Borrowing from any Bank, Financial Institution, etc. in any form or nature.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments, affecting the financial position of the Company which have occurred between the financial year of the Company to which the financial statements relate and the date of signing of this report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

During the year under review, there are no significant and material orders passed by the regulators/courts or tribunals that could impact the going concern status and operations of the Company in future.

CORPORATE SOCIAL RESPONSIBILITY ('CSR')

The provisions of the Corporate Social Responsibility as contained under section 135 of the Act are not applicable on the Company.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Nomination and Remuneration Policy was developed by the Board of Directors of your Company in order to ensure compliance with Section 178 of the Act, as well as any other applicable laws. The Company's policy on Directors' appointment and remuneration and other matters as provided in Section 178(3) of the Act is available on the website of the Company at and has been displayed on website www.bahetiindustries.com

ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Act and Listing Regulations the Board has carried out an annual evaluation of its own performance, the performance of the Directors individually as well as the evaluation of the working of its Committees.

In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board and performance of the Chairman was evaluated, taking into account the views of other directors.

PROHIBITION OF INSIDER TRADING

In terms of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended ("SEBI PIT Regulations"), the Company has adopted the revised "Code of Conduct to Regulate, Monitor and Report Trading by Insiders" ("the Code"). The Code is applicable to promoters, all directors, designated persons and connected persons and their immediate relatives, who are expected to have access to unpublished price sensitive information relating to the Company. The Company has also formulated a 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with the PIT Regulations.

RISK MANAGEMENT

The process of identifying, evaluating, and prioritizing risks is known as risk management. This is preceded by coherent initiatives aimed at minimizing, oversee, and ameliorate (or control) the probability and/or impact of unfortunate events or to maximize opportunities for achievement. The Company has established a thorough risk assessment and minimization process, which is periodically reviewed by the Board. These processes are examined to make sure executive management effectively manages risk using a strictly delineated framework. The company has identified the major risks, and processes and measures for mitigating those risks have been developed in areas like business, project execution, events, financial, human, environmental, and statutory compliance.

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

Your Company has always believed in providing a safe and harassment free workplace for every women employee working with your Company. Your Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

Your Company has a zero tolerance for sexual harassment at workplace and, therefore, has in place a policy on prevention of sexual harassment at workplace. The said policy is in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. There was no complaint outstanding / received from any employee during the financial year 2022-23 and hence, no complaint is pending as on March 31, 2023 for redressal.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

In compliance with Section 177 of the Act and Regulation 22 of the Listing Regulations, your company has implemented a whistleblower policy and created the necessary vigil mechanism for directors and employees to enable the reporting of sincere concerns about improper or unethical behavior without fear of vengeance.

Your company's vigil mechanism offers sufficient protections against victimization of directors and employees who use it, as well as, in exceptional circumstances, direct access to the chairman of the audit committee. Access to the Chairman of the Audit Committee has never been denied to anyone. The aforementioned policy can be found on your company's website at www.bahetiindustries.com.

HEALTH, SAFETY AND ENVIRONMENT PROTECTION

Your Company's Health and Safety Policy commits to comply with applicable legal and other requirements connected with occupational Health, Safety and Environment matters and provide a healthy and safe work environment to all employees of the Company.

WEBSITE

In compliance with Regulation 46 of Listing Regulations, your company maintains a fully functional website with the domain name www.bahetiindustries.com. The website serves as a comprehensive source of basic information about our company.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with Rule 8(3) of The Companies (Accounts) Rules, 2014, is attached as **Annexure – A** to this Report.

GREEN INITIATIVES

The Notice of the AGM and the Annual Report 2022–23 are being sent only electronically to Members whose email addresses are registered with the company or depositories in accordance with Regulation 36 of the Listing Regulations. Members may take note that the Notice and Annual Report for 2022–2023 will also be accessible at the website of the Company i.e. www.bahetiindustries.com.

CAUTIONARY STATEMENT

Statements in this Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. These statements are subject to certain risks and uncertainties. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results may be different from those expressed or implied since the Company's operations are affected by many external and internal factors, which are beyond the control of the management. Hence the Company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.

APPRECIATION AND ACKNOWLEDGEMENT

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication, and commitment. The Board places on record its appreciation for the support and co-operation, your Company has been receiving from its suppliers, retailers, dealers and others associated with the Company. The Directors also take this opportunity to thank all its clients, vendors, banks, Government and Regulatory Authorities for their continued support.

For & on behalf of the Board of Directors
Baheti Recycling Industries Limited

Date: September 6, 2023
Place: Ahmedabad

Sd/-
Balkishan Shankerlal Shah
Managing Director
DIN: 03006486

sd/-
Yash Shankerbhai Shah
Joint Managing Director
DIN: 09527701

Annexure-A to this Directors' Report

**Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo
(Information as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014)**

PARTICULARS	REMARKS
A) CONSERVATION OF ENERGY:	
> the steps taken or impact on conservation of energy;	Your Company is taking due care when using electricity in the office and its units.
> the steps taken by the company for utilizing alternate sources of energy;	Your Company usually takes care for optimum utilization of energy. No capital investment on energy conservation equipment made during the financial year.
> the capital investment on energy conservation equipments;	
B) TECHNOLOGY ABSORPTION:	
> the efforts made towards technology absorption;	The products of your company are developed using internal know-how; no outside technology is used for operational tasks. As a result, technological immersion is not necessary. This strategy ensures that all products are developed in accordance with our specific standards and gives your company total control over the production process. By continuously innovating and adapting to shifting customer demands, your Company can maintain a competitive edge in the market by relying on internal know-how.
> the benefits derived like product improvement, cost reduction, product development or import substitution;	
> in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	
(a) the details of technology imported;	
(b) the year of import;	
(c) whether the technology been fully absorbed;	
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; Not applicable since 5 years period is over	
> the expenditure incurred on Research and Development	Your Company has not incurred any expenditure on Research and Development for the Financial year 2022-23
(c) FOREIGN EXCHANGE EARNINGS AND OUTGO:	
> The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows	Foreign Exchange Earnings (Rs. In Lakhs): For FY 2022-23: 641.10 For FY 2021-22: 21923.24 Foreign Exchange Outgo (Rs. In Lakhs): For FY 2022-23: 25056.17 For FY 2021-22: 12151.60

For & on behalf of the Board of Directors
Baheti Recycling Industries Limited

Date: September 6, 2023
Place: Ahmedabad

_sd/-
Balkishan Shankerlal Shah
Managing Director
DIN: 03006486

_sd/-
Yash Shankerbhai Shah
Joint Managing Director
DIN: 09527701

Annexure-B to this Directors' Report

Statement of Particulars as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Ratio of the remuneration of each Director and Key Managerial Personnel to the median remuneration of the employees of the Company for the financial year ended March 31, 2023:

Sr. No.	Director/KMP	Designation	Remuneration (Rs. In Lakhs)	Ratio to median remuneration of employees
1.	Mr. Shankerlal Bansilal Shah	Chairman & Whole-time Director	36.00	9.84:1.00
2.	Mr. Balkishan Shankerlal Shah	Managing Director	24.00	6.56:1.00
3.	Mr. Yash Shankerbhai Shah	Joint Managing Director	24.00	6.56:1.00
4.	Mr. Manojkumar Jagdishchandra Shah	Chief Financial Officer	13.10	3.28:1.00
5.	Mrs. Mansi Harsh Darji(*)	Company Secretary	1.37	0.37:1.00

**The Board of Directors has appointed Mrs. Mansi Harsh Darji as a Company Secretary & Compliance Officer of the Company w.e.f. June 01, 2022*

2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year ended March 31, 2023:

Sr. No.	Director/KMP	Designation	Ratio to median remuneration of employees
1.	Mr. Shankerlal Bansilal Shah	Chairman & Whole-time Director	0.00%
2.	Mr. Balkishan Shankerlal Shah	Managing Director	60.00%
3.	Mr. Yash Shankerbhai Shah	Joint Managing Director	36.36%
4.	Mr. Manojkumar Jagdishchandra Shah	Chief Financial Officer	24.13%
5.	Mrs. Mansi Harsh Darji(*)	Company Secretary	-

**The Board of Directors has appointed Mrs. Mansi Harsh Darji as a Company Secretary & Compliance Officer of the Company w.e.f. June 01, 2022*

The other directors are Non-Executive Directors and they are not receiving remuneration and sitting fees during the financial year ended March 31, 2023.

3. The percentage increase in the median remuneration of employees in the financial year ended March 31, 2023: 14.60%

4. The number of permanent employees on the rolls of Company: There are 248 permanent employees on the rolls of the Company.

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

The average increase in salaries of employees other than managerial personnel in financial year 2022-2023 was 3.93% percentage increase in the managerial remuneration for the year was 22.45%. Annual increment in the salary is based on the different grades, industry pattern, qualification, expertise and experience of individual employee. As such the annual increment in remuneration is as per the terms of appointment and is in conformity with the remuneration policy of the Company.

6. Affirmation that the remuneration is as per the remuneration policy of the Company:

The remuneration paid to Key Managerial Personnel is as per the remuneration policy of the Company.

For & on behalf of the Board of Directors
Baheti Recycling Industries Limited

Date: September 6, 2023
Place: Ahmedabad

Sd/-
Balkishan Shankerlal Shah
Managing Director
DIN: 03006486

Sd/-
Yash Shankerbhai Shah
Joint Managing Director
DIN: 09527701

ANNEXURE - C to this Directors' Report

FORM NO. AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

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

All contracts/arrangements entered into by the Company with related parties referred to in Sub-Section (1) of Section 188 of the Act are at arm's length basis.

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

All the transactions were entered by the Company in ordinary course of business and were in arm's length basis:

Name of the Related Party	Nature of Relationship	Nature of Contract/Agreement/Transactions	Salient terms & Conditions if any,	Date of Approval by the board, if any	Amount paid as advances if any	Amount of Transaction
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For & on behalf of the Board of Directors
Baheti Recycling Industries Limited

Date: September 6, 2023
Place: Ahmedabad

Sd/-
Balkishan Shankerlal Shah
Managing Director
DIN: 03006486

Sd/-
Yash Shankerbhai Shah
Joint Managing Director
DIN: 09527701

ANNEXURE - D to this Directors' Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

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

To,
The Members,
Baheti Recycling Industries Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Baheti Recycling Industries Limited (CIN: U37100GJ1994PLC024001) (hereinafter called the "**Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 and made available to us, according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder, as applicable;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The 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 (Share Based Employee Benefits) Regulations, 2014 (Not Applicable to the Company during the Audit Period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not Applicable to the Company during the Audit Period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the Audit Period); and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the Company during the Audit Period);

- (vi) Further company being aluminium recycling company, primarily engaged in processing aluminium based metal scrap to manufacture aluminium alloys and aluminium de-ox alloys, there are few specific and general applicable laws to the Company, which are list out in the Annexure – B, which require approvals or compliances under the respective laws. We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said specific and general acts/rules.

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

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

- (i.) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii.) Provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review & as per the explanations & clarifications given to us and the representations made by the Management, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, to the extent applicable, except (i) delayed submission of shareholding pattern to NSE one day prior to listing of its equity shares, the company has already paid penalty imposed by NSE (ii) delayed submission of SDD Compliance certificate for the quarter ended 31st December, 2022 (iii) As informed by company management, internal auditor is appointed for F.Y. 2022-23, however e-form pertaining that could not be filed with MCA during the year under review (iv) delayed submission of AOC 4 XBRL (Annual Accounts) & MGT-7 (Annual Return) with MCA for F.Y. 2021-22.

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were usually sent seven days in advance for meetings other than those held at shorter notice, 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.

Decisions at the Board and its Committee Meetings, as represented by the management, were taken unanimously.

We further report that, based on the information provided and the representation made by the Company and also on the review of the compliance certificates / reports taken on record by the Board of Directors of the Company, in our opinion 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.

We further report that, during the audit period there were no other specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. having a major bearing on the Company's affairs, except the following:

1. During the year, the company came out with IPO for 27,60,000 equity shares of the face value of Rs. 10/- each at a price of Rs. 45/- per equity shares and got it equity shares listed with NSE Emerge and hence subscribed and paid up capital of the Company stands increased to that extent.

Place: Ahmedabad
Date: 6th September, 2023

For Rutul Shukla & Associates,
Company Secretaries
Sd/-
Rutul J. Shukla
FCS: 6776 (CP : 7470)
UDIN: F006776E000957682

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

To,
The Members,
Baheti Recycling Industries Limited

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

1. Maintenance of Secretarial Record is the responsibility of the management of the Company. Our responsibility is to express an opinion on Secretarial Records based on our Audit.
2. We 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. In respect of laws, rules and regulations other than those specifically mentioned in my report above, including the laws, rules and regulations mentioned in Annexure II, I have limited my review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of accounts of the Company.
5. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Rutul Shukla & Associates,
Company Secretaries**

**Place: Ahmedabad
Date: 6th September, 2023**

**Sd/-
Rutul J. Shukla
FCS: 6776 (CP: 7470)
UDIN: F006776E000957682**

List of major Specific and General Acts applicable to the Company

1. The Electricity Act, 2015
2. Industrial Laws like National Non-Ferrous Metal Scrap Recycling Framework, 2020, Steel Scrap Recycling Policy, 2019, The Factories Act, 1948, The Aluminium (Control) Order, 1970 etc.
3. The Central Electricity Regulatory Commission (Terms and Conditions for Tariff determination from Renewable Energy Sources) Regulations, 2017
4. The Micro, Small and Medium Enterprises Development Act, 2006
5. The Income Tax Act, 1961
6. The Central and State Goods and Services Acts and various rules made there under
7. The Indian Contract Act, 1872
8. The Negotiable Instrument Act, 1881
9. The Arbitration & Conciliation Act, 1996
10. The Maternity Benefit Act, 1961
11. The Employee Provident Fund and Miscellaneous Provisions Act, 1951
12. The Foreign Trade (Development & Regulation) Act, 1992
13. The Minimum Wages Act, 1948 & Rules there under
14. The Payment of Bonus Act, 1965 & the Payment of Bonus Rules, 1975
15. The Payment of Gratuity Act and the Payment of Gratuity (Central) Rules, 1972
16. The Payment of Wages Act, 1936 & Rules there under
17. The Employees' State Insurance Act, 1948 and the Employees' State Insurance (General) Regulation, 1950
18. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
19. The Shops and Establishment Act/Rules
20. The Trade Marks Act, 1999 under Intellectual Property Law

**For Rutul Shukla & Associates,
Company Secretaries**

**Place: Ahmedabad
Date: 6th September, 2023**

**Sd/-
Rutul J. Shukla
FCS: 6776 (CP: 7470)
UDIN: F006776E000957682**

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
BAHETI RECYCLING INDUSTRIES LIMITED
(Formerly known as: Baheti Metal & Ferro Alloys Pvt Ltd)
Ahmedabad

Opinion

We have audited the financial statements of **BAHETI RECYCLING INDUSTRIES LIMITED** ('The Company') which comprise the Balance Sheet as at 31st March, 2023, the statement of Profit and Loss and the Cash Flow Statement for the year ended on 31st March, 2023, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 as amended ("the act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with Companies (Accounting Standards) Rules, 2015, as amended ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and profit/loss account and its cash flows for the year ended on that date.

Basis of Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of utmost significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance to these procedures designed to respond to our assessment of the risk of the material misstatement of the Financial Statements.

The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Financial Statements.

Key Audit Matters	How the matter was addressed in our audit
<p>Revenue Recognition</p> <p>Revenue from sale of goods is recognized when control of the products being sold is transferred to the customer and when there are no other unfulfilled obligations. The performance obligations in the contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.</p> <p>We identified revenue recognition as a key audit matter because the Company and its external stakeholders focus on revenue as a key performance indicator. This could create an incentive for revenue to be overstated or recognized before control has been transferred.</p>	<p>In view of the significance of the matter we applied the following audit procedures in this area, among other procedures, to obtain sufficient appropriate audit evidence:</p> <ol style="list-style-type: none">1. We assessed the appropriateness of the revenue recognition accounting policies and its compliances with applicable Accounting Standards. We read the contracts with customer, distributors, franchisees etc. to determine appropriateness of revenue recognition.2. We evaluated the design of key internal financial controls and operating effectiveness of the relevant key controls with respect to revenue recognition on selected transactions.

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

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report and Shareholder Information, but does not include the Financial Statements and our auditor's report thereon.

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

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

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

Management and Board of Directors Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including cash flows in accordance with the Accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the act, read with companies (Accounting Standards) Rules, 2015, as amended. This responsibility also includes 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 the frauds and other irregularities; selection and application of appropriate accounting policies; making judgment and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal control that were operating effectively for ensuring the accuracy and completeness of accounting records, relevant to preparation of Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by section 143(3) of the Act, we further 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;
- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards referred under section 133 of the Act, read with Companies (Accounting Standards) Rules, 2015, as amended;
- e) On the basis of written representations received from directors as on March 31, 2023, and taken on record by the Board of Directors, none of the director is disqualified as on March 31, 2023, from being appointed as a director in terms of sub-section (2) of section 164 of the Act.
- f) We have also audited the internal financial controls over financial reporting of the Company as on March 31, 2023 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date, as per Annexure B, expressed unmodified opinion;
- g) 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.
- h) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - i) The Company has disclosed the impact of pending litigations on its financial positions in its financial statements- Refer *Note 29 and 33* to the financial statement;
 - ii) The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable loss thereon does arise.
 - iii) There was no amount which was required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv) (a) Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to financial statements, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on our audit procedure performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representation given by the management under sub clause (a) & (b) of (iv) contain any material misstatement.
- (d) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- (v) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under rule 11(g) of companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For: **Wadhawan & Co.**
Chartered Accountants
FRN: - 129455W

Sd/-
CA Ajit A Wadhawan
(Partner)
M. No. 032886

UDIN: 23032886BGWVIV7140
Date: 30th May, 2023
Place: Ahmedabad

ANNEXURE-A TO THE INDEPENDENT AUDITORS' REPORT

With reference to the Annexure A referred to in our report to the members of the Company "BAHETI RECYCLING INDUSTRIES LTD." for the year ended 31st March, 2023, we report the following: -

- i. (a)A. The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment on the basis of available information.
 - B. The Company has Nil Intangible Assets, hence reporting under this clause is not applicable.
- (b) The company has program of verification to cover all the items of Property, Plant and Equipment in a proper manner, which in our opinion is reasonable with regard to size of company and nature of assets of company. According to information and explanation given to us, no material discrepancies were noticed during such verification.
- (c) According to the information and explanations given to us and the records examined by us, title deeds in respect of immovable properties disclosed as Property, Plant & Equipment (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) in the financial statements are in the name of company.
- (d) According to information and explanation given to us and the books of accounts and records examined by us, the company has not revalued its Property, Plant and Equipment during the year.
- (e) According to information & explanations and representation given to us by the management, no proceedings have been initiated or are pending against Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- ii. (a) As per the information given to us and on basis of records examined, in our opinion, physical verification of inventories has been conducted by the management at regular intervals and having regard to the size and nature of its inventory, the coverage and procedures of the verification by the management is appropriate. In respect of the stock lying with the third party, the same has been substantially confirmed by Management. As explained to us and on the basis of the records examined by us, the value of the discrepancies noticed on physical verification by management did not exceed 10% or more in aggregate of each class of inventory.
- (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements comprising stock statements filed by the Company with such banks or financial institutions are in agreement with the unaudited books of account of the Company of the respective quarters.

- 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 granted advances to its employees and other parties. However, the Company has not provided any security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership. The Company has not made any investments, given guarantees or granted any loans, secured or unsecured, to companies, firms, limited liability partnership and other parties.
- (a) Based on the audit procedures carried out by us and as per the information and explanation given to us, the Company has not provided loans hence reporting under clause 3(iii)(a) of the Order is not applicable.
- (b) According to the information and explanation given to us, and according to audit procedures performed by us, No Loan have been granted to employees and other party during the year are, hence reporting under clause 3(iii)(b) of the Order is not applicable.
- (c) According to the information and explanation given to us and on the basis of the examination of the records of the Company, Since No Loans have been granted, hence reporting under clause 3(iii)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, Since No Loans have been granted, hence reporting under clause 3(iii)(d) of the Order is not applicable. Further, the Company has not given any advances in the nature of loans to any party during the year.
- (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 loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing 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. Hence reporting under clause 3(iii)(f) of the Order is not applicable.
- iv. According to information and explanation given to us, the company has not granted any loans or provided and guarantees or security to the parties covered u/s 185 of the Act. The Company has complied with the provisions of Section 186 of the Act, as applicable, in respect of investments made.
- v. In our opinion and according to information given to us, the Company has not accepted any deposits as per the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. Maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 read with Companies (Cost records & Audit) Rules, 2014. But, details of the cost records have not been produced before auditors.

- vii. (a) According to the records of the Company examined by us, undisputed statutory dues including Goods and Service tax, provident fund, employees' state insurance, income tax, duty of customs, cess and any other material statutory dues have been generally regularly deposited with appropriate authorities. According to the information and explanations given to us, there were no undisputed amounts payable in respect of the aforesaid dues, which were outstanding as on March 31, 2023 for a period of more than six months from the date they became payable.
- 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 accounts, in the tax assessments under the Income-tax Act, 1961 as income during the year. Accordingly, the provisions of clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion and according to the information and explanations given and books of accounts and records examined by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) In our opinion, and according to the information and explanations given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.
- (d) According to the information and explanations given to us and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that, prima facie, no funds raised on short-term basis have been used during the year 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, it is observed that the Company does not have associates or joint ventures or Subsidiaries, hence reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company, it is observed that The Company does not have associates or joint ventures or Subsidiaries, hence reporting under clause 3(ix)(e) of the Order is not applicable.
- x. (a) The Company raised money of ₹ 1242.00 Lakhs (Including Security Premium of ₹ 966.00 Lakhs) by way of initial public during the year.
- The Company has used the amount for the purpose for which it has been raised, there is no deviation regarding the same.
- (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 made any preferential allotment or private placement of shares or convertible debentures (fully,

partially or optionally convertible) during the year. Accordingly, paragraph 3(x)(b) of the Order is not applicable to the Company

- xi. (a) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the course of our 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 auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. According to the information and explanations given to us, in our opinion, the Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii)(a)(b)(c) of the Order are not applicable to the Company
- xiii. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of the Companies act, 2013 where applicable and the details have been disclosed in the Standalone financial statements as required by applicable Accounting Standard 18.
- xiv. (a) Based on the 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. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013, are not applicable to the Company
- xvi. (a) To the best of our knowledge and as explained, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) In our opinion, and according to the information and explanations provided to us and on the basis of our audit procedures, the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year as per the Reserve bank of India Act 1934.
- (c) In our opinion, and according to the information and explanations provided to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) In our opinion, and according to the information and explanations provided to us, the Group do not have any Core Investment Company (CIC).

- xvii. The Company has not incurred cash losses in the financial year and in the immediately preceding financial year. Accordingly, paragraph 3(xvii) of the Order is not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Hence, paragraph 3(xviii) of the Order is not applicable to the Company.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. 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. The provision of Sec 135 of Companies Act 2013 is not applicable to the company, accordingly reporting under clause 3(xx)(a) and (b) is not applicable.
- xxi. There is no consolidation of financial statements, accordingly reporting under clause 3(xxi) is not applicable.

For: **Wadhawan & Co.**
Chartered Accountants
FRN: - 129455W

Sd/-
CA Ajit A Wadhawan
(Partner)
M. No. 032886

UDIN:23032886BGWVIV7140

Date: 30th May, 2023
Place: Ahmedabad

ANNEXURE-B TO THE AUDITORS' REPORT

Annexure-B to the Independent Auditor's Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial reporting of **M/s BAHETI RECYCLING INDUSTRIES LIMITED** ("The Company") as on 31st March, 2023 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting with reference to these Financial Statements

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting with reference to these 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 with reference to these Financial Statements to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

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

For: **Wadhawan & Co.**
Chartered Accountants
FRN: - 129455W

Sd/-
CA Ajit A Wadhawan
(Partner)
M. No. 032886

UDIN: 23032886BGWVIV7140

Date: 30th May, 2023
Place: Ahmedabad

Baheti Recycling Industries Ltd.

CIN: U37100GJ1994PLC024001

Balance Sheet as at 31st March, 2023

(₹ In Lakhs)

Particulars		Note No.	As at 31st March, 2023	As at 31st March, 2022
I.	EQUITY AND LIABILITIES			
1	Shareholders' Funds			
(a)	Share Capital	2	1,036.85	456.51
(b)	Reserves & Surplus	3	2,406.26	1,216.20
2	Share Application Money Pending Allotment		-	-
3	Non-Current Liabilities			
(a)	Long-Term Borrowings	4	1,107.27	598.47
(b)	Deffered Tax Liability (Net)	5	54.23	62.54
4	Current Liabilities			
(a)	Short-Term Borrowings	6	6,001.04	4,476.34
(b)	Trade Payables			
(i)	outstanding dues of micro enterprises and small enterprises;and		-	-
(ii)	outstanding dues of creditors other than micro enterprises and small enterprises	7	1,751.37	1,066.91
(c)	Other Current Liabilities	8	340.16	313.42
(d)	Short-Term Provisions			
TOTAL			12,697.19	8,190.39
II.	ASSETS			
1	Non-Current Assets			
(a)	Property Plant & Equipment			
(i)	Tangible Assets	9	919.12	711.53
(b)	Non Current Investments		-	-
(c)	Long-Term Loans & Advances		-	-
(d)	Other Non-current Assets		-	-
2	Current Assets			
(a)	Current Investments			
(b)	Inventories	10	5,410.31	3,084.75
(c)	Trade Receivables	11	5,415.86	3,817.29
(d)	Cash & Cash Equivalents	12	94.51	37.68
(e)	Other Current Assets	13	857.39	539.14
TOTAL			12,697.19	8,190.39

Significant Accounting Policies
Notes Forming Part of Accounts

1
22 to 41

As Per Our Report Of Even Dated

For Wadhawan & Co.

Chartered Accountants

FRN:- 129455W

Sd/-
Ajit A. Wadhawan

Partner

M. NO.032886

UDIN:- 23032886BGWVIV7140

Place : Ahmedabad

Date : 30th May, 2023

On Behalf Of The Board Of Directors

Sd/-
Balkishan S. Shah
Managing Director
DIN: 03006486

Sd/-
Manoj Kumar Shah
Chief Financial Officer

Sd/-
Yash Shankerlal Shah
Jt. Managing Director
DIN: 09527701

Sd/-
Mansi Harsh Darji
Company Secretary
M. No. A58172

Baheti Recycling Industries Ltd.

CIN: U37100GJ1994PLC024001

Statement Of Profit And Loss For The Year Ended On 31st March, 2023

(₹ In Lakhs)

Particulars	Note No.	For the year ended on 31st March, 2023	For the year ended on 31st March, 2022
I. Revenue From Operations	14	35,996.29	24,839.76
II. Other Income	15	60.11	86.26
III. Total Revenue (I + II)		36,056.39	24,926.03
IV. Expenses:			
Cost of Materials consumed	16	32,395.27	22,099.14
Changes in inventories	17	-566.27	48.95
Operating Expenses	18	824.44	455.99
Employee Benefits Expense	19	1,004.95	852.36
Finance Costs	20	572.83	348.95
Depreciation and Amortization Expense	9	80.25	74.88
Other Expenses	21	1,049.15	640.12
Total Expenses		35,360.63	24,520.38
V. Profit Before exceptional Items and extraordinary items and tax (III - IV)		695.77	405.64
VI. Exceptional Items		-	-
VII. Profit before Extraordinary Items and tax (V-VI)		695.77	405.64
VIII. Extraordinary Items		-	-
IX. Profit before Tax(VII-VIII)		695.77	405.64
X. Tax Expense:			
(1) Current Tax		-175.68	-115.48
(2) Short/ excess provision of Income Tax written off		-	1.82
(3) Deferred Tax		8.32	0.97
XI. Profit/(Loss) for the period from continuing operations(V - VI)		528.40	292.95
XII. Earnings Per Equity Share:			
Basic & Diluted		6.81	6.42

Significant Accounting Policies
Notes Forming Part of Accounts

1
22 to 41

As Per Our Report Of Even Dated

On Behalf Of The Board Of Directors

For Wadhawan & Co.
Chartered Accountants
FRN:- 129455W

Sd/-
Ajit A. Wadhawan
Partner

M. NO.032886
UDIN:- 23032886BGWVIV7140
Place : Ahmedabad
Date : 30th May, 2023

Sd/-
Balkishan S. Shah
Managing Director
DIN: 03006486

Sd/-
Manoj Kumar Shah
Chief Financial Officer

Sd/-
Yash Shankerlal Shah
Jt. Managing Director
DIN: 09527701

Sd/-
Mansi Harsh Darji
M. No. A58172

Company Secretary

Baheti Recycling Industries Ltd.

CIN: U37100GJ1994PLC024001

Cash Flow Statement for the Year 2022-23

(₹ In Lakhs)

Particulars		For the year ended on 31st-Mar-23		For the year ended on 31st-Mar-22	
A	Cash Flow From Operating Activities				
	Net Profit before Tax and Extra Ordinary Items		695.77		405.64
	Add back:				
	(a) Depreciation	80.25		74.88	
	(b) Finance Cost	534.58		337.26	
	(c) Provision W/off	-		1.82	
	(d) Deferred Tax	8.31		0.97	
	(e) Income Tax Provision	-175.68	447.46	-114.98	299.95
	Deduct:				
	(a) Interest Income	-1.92	-1.92	-14.04	-14.04
	Operating Profit Before Working Capital Changes		1,141.31		691.55
	Adjustment For Working Capital Changes:				
	(a) Change in Inventories	-2,325.56		-751.71	
	(b) Change in Trade Recievables and Other Current Assets	-1,784.75		-1,115.19	
	(c) Change in Trade Payables and other Current Liabilities	2,227.61	-1,882.71	1,480.71	-386.19
	Cash Generated From Operations		-741.40		305.36
	Deduct:				
	Direct Taxes paid	-132.07	-132.07	-19.32	-19.32
	Net Cash From Operating Activities		-873.48		286.04
B	Cash Flow From Investing Activities:				
	(a) Purchase of Fixed Assets	-287.84		-65.33	
	(b) Profit in case of merger	-		215.01	
	(c) Sale of Fixed Asset	-		0.11	
	(d) Interest Received	1.92	-285.92	14.04	163.83
	Net Cash Used In Investing Activities		-285.92		163.83
C	Cash Flow From Financing Activities:				
	Inflow:				
	(a) Proceeds from Issue of Shares	276.00		81.51	
	(b) Increase in Long Term Borrowings	508.81		-181.29	
	(c) Security Premium	966.00	1,750.81		-99.78
	Outflow:				
	(a) Interest Paid	-534.58	-534.58	-337.26	-337.26
	Net Cash Used In Financing Activities		1,216.22		-437.03
	Net Increase/ (Decrease) In Cash And Cash Equivalents		56.83		12.85
	Opening Balance- Cash And Cash Equivalent		37.68		24.83
	Closing Balance- Cash And Cash Equivalent		94.51		37.68
	Reconciliation Of Cash And Cash Equivalent With Balance Sheet		94.51		37.68
	Cash And Cash Equivalent As Per Balance Sheet		3.05		5.36
	Less: Fixed Deposits Having Maturity Of More Than Three Months And Deposits And Balances Earmarked With Bank And Others, Not Considered As Cash And Cash Equivalent		91.46		32.32
	Closing Balance Of Cash & Cash Equivalent		94.51		37.68

Significant Accounting Policies & Notes Forming Part of Accounts
Notes Forming Part of Accounts

1
22 to 41

As Per Our Report Of Even Dated
For Wadhawan & Co.
Chartered Accountants
FRN:- 129455W

On Behalf Of The Board Of Directors

Sd/-
Ajit A. Wadhawan
Partner
M. NO.032886
UDIN:- 23032886BGWVIV7140
Place : Ahmedabad

Sd/-
Balkishan S. Shah
Managing Director
DIN: 03006486

Sd/-
Manoj Kumar Shah
Chief Financial Officer

Sd/-
Yash Shankerlal Shah
Jt. Managing Director
DIN: 09527701

Sd/-
Mansi Harsh Darji
M. No. A58172

Company Secretary

Date : 30th May, 2023

Baheti Recycling Industries Ltd

(Formerly known as Baheti Metal and Ferro Alloys Ltd.)

Notes Forming Part of Accounts

1. Significant Accounting Policies & Notes on Accounts

The Financial Statements of the Company have been prepared in compliance of Companies (Accounting Standards) Rules, 2015 and other relevant provisions of Companies Act, 2013 and guidelines issued by the Securities and Exchange Board of India (SEBI) for listed public companies. A summary of important accounting policies is set out below: -

(A) Basis of Preparation

The financial Statements have been prepared and presented under the historical cost convention on the accrual basis of Accounting and comply with Generally Accepted Accounting Principles in India ("GAAP") and notified accounting Standards prescribed under the Act to the Extent applicable and the current practices prevailing in such industry in India. Accounting Policies have been applied in accordance with relevant Accounting Standard or any change in existing standard has been notified separately in other notes.

Functional and Presentation Currency

The Financial Statements are presented in Indian Rupees (INR), and all the values are rounded to the nearest Lacs with two decimals, except when otherwise indicated.

(B) Revenue Recognition

- (i) Revenue is recognized to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured.
- (ii) Items of income and expenditure are generally accounted on accrual basis.

(C) Use of Estimates

The preparation of the financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liability at the date of the financial statements and results of operations during the reporting period. Although these Estimated are based upon the management best knowledge of current events and actions, actual results could differ from the estimates.

(D) Going concern

During the current year ended March 31, 2023, management has performed an assessment of the entity's ability to continue as a going concern. Based on the assessment, management believe that there is no material uncertainty with respect to any events or conditions that may cast a significant doubt on the entity to continue as a going concern, hence the Financial Statements have been prepared on going concern basis.

(E) Property, Plant & Equipment's

Property, Plant and Equipment are carried at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditures related to an item of tangible asset are added to its book value if due to such expenditure it is probable that future economic benefits will arise to the company. Gains or Losses arising from disposal of tangible assets are recognized in the Statement of Profit and Loss.

Property, plant and equipment not ready for the intended use on the date of balance sheet are disclosed as "Capital work-in-progress". Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation

Depreciation is provided under Straight line method over the useful life of assets specified under sch-II to the Companies Act-2013 on single shift basis working as certified by Director. Depreciation on additions/deletion to/from fixed assets made during the year is provided on pro rata basis from/up to the date of such addition/deletion as the case may be.

The Company estimates the useful life for fixed asset as follows:

S. No.	Asset Classification	Useful life (Years)	Rate (%)
1.	Factory Building	10.00	3.17%
2.	Special Plant & Machinery	7.18	4.75%
3.	Plant & machinery Moulds	10.53	11.88%
4.	Furniture and Fixture	10.53	9.50%
5.	Plant & Machinery	7.18	6.33%
6.	Office Equipment	20.00	19.00%
7.	Computer	10.53	31.67%
8.	Motor Vehicle	10.53	15.83%

(F) Impairment of Asset

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

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

(G) Inventories

- A. Inventories of Raw materials are valued at **Cost**. The Cost is determined on **First in First Out (FIFO)** Method Basis.
- B. Stock of Work-in-progress is valued at cost. The Cost is determined on **First in First Out (FIFO)**.
- C. Stock of Finished goods is valued at cost or net realizable value basis, whichever is lower. The Cost is determined on **First in First Out (FIFO)**.

(H) Recognition of Income and Expenditure

- (i) Revenue is recognized to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured.
- (ii) Items of income and expenditure are generally accounted on accrual basis.

(I) Taxes on Income

Income tax expense is accounted for in accordance with AS-22, "Accounting for Taxes on Income", as stated below:

Provision for current tax is made based on taxable income for the year computed in accordance with provisions of the Income Tax Act, 1961.

Deferred tax is recognized, subject to the consideration of prudence, on timing difference, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax is measured based on the tax rates and tax laws enacted or substantially enacted at the to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws.

Deferred tax asset is recognized and carried forward to the extent that there is a reasonable certainty of realization. In the case of unabsorbed depreciation and carry forward tax losses deferred tax asset is recognized to the extent there is visual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

(J) Retirement & Other Employee Benefits

1. Defined contribution plan

The Company's employees are covered under state governed provident fund scheme and employees' state insurance scheme which are in nature of Defined Contribution Plan.

The contribution paid/payable under the schemes are recognised during the period in which the employee renders the related service. The company's contributions to Employees PF and ESI are charged to statement of profit and loss.

2. Defined Benefit Plans:

Employee gratuity fund scheme is the defined benefit plan. Provision for gratuity has been made in the accounts in respect of employees who have completed required number of years of service as on date of balance sheet based on Actuarial Valuation Report obtained from Actuarial Consultant. Gratuity is paid at the time of retirement of employees.

Short Term Employee Benefits like leave benefit, if any, are paid along with salary and wages as and when accrued, bonus to employees are charged to profit and loss account on the basis of actual payment on year to year basis.

(K) Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resource will be required to settle the obligation, in respect of which is reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are shown by way of note in notes to accounts in respect of obligations where based on the evidence available, their existence at the balance sheet date is considered not probable. Contingent assets are neither recognized in the accounts not disclosed.

(L) Earning Per Share

Earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all potential dilutive equity shares.

(M) Foreign Currency Transactions

Transaction denominated in foreign currencies are normally recorded at exchange rate prevailing on the date of transactions. Exchange differences arising on foreign currency transaction settled during the period are recognised in the statement of Profit and Loss except in case where they relate to acquisition of fixed assets, are adjusted with the carrying cost of such assets.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the

recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(N) Cash and Cash Equivalents

Cash and Cash Equivalents in the balance sheet and for the purpose of cash flow statement comprise cash in hand and cash at bank including fixed deposit with original maturity period of three months and short-term highly liquid investments with an original maturity of three months or less net of outstanding bank over drafts as they are considered an integral part of the Company's cash management.

(O) Cash Flow Statement

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

(P) Borrowing Cost

Borrowing costs attributable to the acquisition, construction or production of qualifying assets shall be capitalized as part of the cost of such asset up to the date when such asset is ready for its intended use or sale. Other borrowing costs shall be recognized as an expense in the period in which they are incurred.

Note: 2 Share Capital

<u>Share Capital</u>	As at 31st-Mar-2023		As at 31st-Mar-2022	
	No of Shares	Amount	No of Shares	Amount
Authorised Equity Shares of ₹ 10 each	1,05,00,000	1,050.00	1,05,00,000	1,050.00
Issued, Subscribed & Paidup Capital Equity Shares of ₹ 10 each fully paid up	1,03,68,530	1,036.85	45,65,118	456.51
Total	1,03,68,530	1,036.85	45,65,118	456.51

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

<u>Particulars</u>	As at 31st-Mar-2023		As at 31st-Mar-2022	
	No of Shares	Amount	No of Shares	Amount
Authorised At the Beginning of the Year Add : Issued during the year	1,05,00,000 -	1,050.00 0.00	40,00,000 65,00,000	400.00 650.00
Outstanding at the end of the year	1,05,00,000	1,050.00	1,05,00,000	1,050.00
Issued, Subscribed & Paidup Capital At the Beginning of the Year Add : Issued during the year on account of Merger of Yash Metals Pvt Ltd in Baheti Recycling Industries Limited Add: Bonus in ratio of 2:3 in FY 2022-23 Add : Fresh Issue during the year	45,65,118 - 30,43,412 27,60,000	456.51 - 304.34 276.00	37,50,000 8,15,118	375.00 81.51
Outstanding at the end of the year	1,03,68,530	1,036.85	45,65,118	456.51

Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled for one vote per share. In the event of liquidation of the company, the holders of 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.

Statement of persons holding more than 5% shares in the company

<u>Name of Shareholder</u>	Equity Shares			
	As at 31st-Mar-2023		As at 31st-Mar-2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Shankerlal B. Shah	28,84,000	27.81%	30,03,671	65.80%
Savitaben S. Shah	7,71,155	7.44%	4,62,692	10.14%
Yash Shah	15,00,000	14.47%	2,96,948	6.50%
Balkishan S Shah	15,00,000	14.47%	3,99,824	8.76%
Total	66,55,155	64.19%	41,63,135	91.20%

Shares held by promoters and promoter group in the company

<u>Particulars</u>	As at 31st-Mar-2023			As at 31st-Mar-2022	
	No. of Shares	% of Holding	% Changes during the year	No. of Shares	% of Holding
Shankerlal B. Shah	28,84,000	27.81%	-3.98%	30,03,671	65.80%
Savitaben S. Shah	7,71,155	7.44%	66.67%	4,62,692	10.14%
Yash Shah	15,00,000	14.47%	405.14%	2,96,948	6.50%
Balkishan S Shah	15,00,000	14.47%	275.17%	3,99,824	8.76%
Rashmi Balkishan Shah	3,33,335	3.21%	243.32%	97,091	2.13%
Ayushi Yash Shah	3,31,990	3.20%	-	-	-
Shankerlal Bansilal Shah HUF	2,86,710	2.77%	66.67%	1,72,026	3.77%
Total	76,07,190	73.37%		44,32,252	97.09%

Note: 3 Reserves & Surplus

(₹ In Lakhs)

<u>Particulars</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
Securities Premium Account		
Opening Balance	1,216.20	723.31
Add:- Reserves & Surplus	-	215.01
Add:- Net Profit after tax for the year	528.40	292.96
Add:- Security Premium	966.00	-
Less:-Transferred to Provision for Gratuity	-	-15.07
Less:-Bonus shares issued from reserves	-304.34	-
Total	2,406.26	1,216.20

Note: 4 Long-Term Borrowings

(₹ In Lakhs)

<u>Particulars</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
Secured Loans (From Banks and Financial Institution)		
Axis Bank (Against Kia Car)	4.38	8.48
HDFC Car Loan (Against Mercedes GLE Car)	39.91	53.36
Kotak Mahindra Bank Ltd.(Secured against Personal Building of Director)	406.33	-
Kotak Mahindra Bank Ltd.(Secured against Personal Building of Director)	175.55	191.85
Emergency Credit line Guarantee Scheme (ECLGS)	481.11	344.78
Total	1,107.27	598.47

Note: The details about maturity profile has not been produced before auditors. Hence, all amount of loan is shown here and " current maturities of Long Term Debt " is not shown in current liabilities.

Note: 5 Deferred Tax Liability (Net)

(₹ In Lakhs)

<u>Particulars</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
Deferred Tax Assets:-		
Timing Difference	8.32	0.97
Total-(A)	8.32	0.97
Deferred Tax Liabilities:-		
Related to Fixed Assets	62.54	63.52
Total-(B)	62.54	63.52
Total-(A)+(B)	54.23	62.54

Note: 6 Short-Term Borrowings

(₹ In Lakhs)

<u>Particulars</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
Secured Loans:		
From Axis Bank Ltd. C.C. Account	2,120.00	609.73
Axis Bank TOD A/c	-	200.00
Axis EPC Loan-921080020467757	-	300.00
Axis Bank (Tata Discounting)	1,281.86	895.87
WCDL Account	2,000.00	2,000.00
Total (A)	5,401.86	4,005.60

<u>Particulars</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
From Related Parties-Directors/Shareholders		
Balkrishan Shankerlal Shah	48.92	140.73
Shankerlal B. Shah	287.52	249.00
Ayushi Yash Shah	12.29	-
Yash Shankerlal Shah	250.45	-
Savitaben S. Shah	-	81.02
Total (B)	599.18	470.75
Total (A)+(B)	6,001.04	4,476.34

I. Short Term Borrowing

a) Repayment, Interest & Secutiry Related Terms

From Axis Bank Ltd. C.C. Account

Interest on facilities in Indian Rupees : Interest rate of Cash Credit Limit from ICICI Bank is Repo Rate + 3.00% i.e. 8.40% at present. The loan is repayable on demand and is secured by First Charge by way of hypothecation of the Company's entire Current Assets of Borrower, both Present & Future on exclusive basis. Further this is also secured by collateral security of Equitable Mortgage 1, Company's Factory Land & Building situated at Block No. 176P, 197 & 198 Shrinath Ind Estate, Vill. Sampa, Dehgam, Dist. Gandhinagar having Total Land area of around 30290 Sq Mtr. Owned by the Comapny, 2, Land Situated at Khata No. 466, Survey No./Block No. 174, 175, 175(3), Village Sampa, Dehgam, Dist. Gandhinagar owned by Company & Hypothecation of Plant & Machinery (Excl. Vehicles Financed by Bank) of the borrower both present & Future. The Facility also involve personal Guarantee of Mr. Shakerlal Bansilal Shah, Mrs. Savita S Shah, Mr. Balkishan Shah & Mr. Yash Shah. alongwith Corporate Guarantee of the Company.

Axis Bank (Tata Discounting)

Interest on facilities in Indian Rupees : Interest rate of Cash Credit Limit from ICICI Bank is Repo Rate + 3.45% i.e. 8.85% at present. The amount for the facility repaid within 60 Days from date of Discounting of accepted Invoice alongwith Cooling period of 5 Days. The Facility is not involving any type of Primary Security. But the facility involve collateral security of Equitable Mortgage 1, Company's Factory Land & Building situated at Block No. 176P, 197 & 198 Shrinath Ind Estate, Vill. Sampa, Dehgam, Dist. Gandhinagar having Total Land area of around 30290 Sq Mtr. Owned by the Comapny, 2, Land Situated at Khata No. 466, Survey No./Block No. 174, 175, 175(3), Village Sampa, Dehgam, Dist. Gandhinagar owned by Company & Hypothecation of Plant & Machinery (Excl. Vehicles Financed by Bank) of the borrower both present & Future. The Facility also involve personal Guarantee of Mr. Shakerlal Bansilal Shah, Mrs. Savita S Shah, Mr. Balkishan Shah & Mr. Yash Shah. alongwith Corporate Guarantee of the Company.

WCDL Account

Interest on facilities in Indian Rupees : Interest rate of Cash Credit Limit from ICICI Bank is Repo Rate + 3.00% i.e. 8.40% at present. The loan is repayable on demand and is secured by First Charge by way of hypothecation of the Company's entire Current Assets of Borrower, both Present & Future on exclusive basis. Further this is also secured by collateral security of Equitable Mortgage 1, Company's Factory Land & Building situated at Block No. 176P, 197 & 198 Shrinath Ind Estate, Vill. Sampa, Dehgam, Dist. Gandhinagar having Total Land area of around 30290 Sq Mtr. Owned by the Comapny, 2, Land Situated at Khata No. 466, Survey No./Block No. 174, 175, 175(3), Village Sampa, Dehgam, Dist. Gandhinagar owned by Company & Hypothecation of Plant & Machinery (Excl. Vehicles Financed by Bank) of the borrower both present & Future. The Facility also involve personal Guarantee of Mr. Shakerlal Bansilal Shah, Mrs. Savita S Shah, Mr. Balkishan Shah & Mr. Yash Shah. alongwith Corporate Guarantee of the Company.

Note: 7 Trade Payables

(₹ In Lakhs)		
<u>Particulars</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
-Total outstanding dues of micro enterprises and small enterprises	-	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	1,751.37	1,066.91
[Refer Note No. 24] [For Related Party Details Refer Note No. 30]		
Total	1,751.37	1,066.91

Note: 8 Other Current Liabilities

(₹ In Lakhs)		
<u>Particulars</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
GTA Payable (RCM)	8.68	5.92
TDS on Interest	9.80	4.37
Education cess on TDS	0.03	0.13
TCS Payable	7.27	2.65
TDS on Payment to Contractor	1.85	0.80
TDS on Professional Charges	1.69	0.61
TDS on Salary	2.50	4.32
TDS on Commission	0.44	0.35
TDS Payable on Purchase	1.48	1.18
Carlmann Schmidt [I] Pvt. Ltd.	-	175.52
Salary Payable	0.37	-
Providend Fund	-	2.37
Staff Security Deposit	-	0.11
Provision For Income Tax- 2021-22	114.98	114.98
Provision For Income Tax- 2022-23	175.68	-
T.C.S. Receivable (F.Y. 2020-21)	0.09	0.09
Provision For Expense	15.30	-
Total	340.16	313.42

Note: 10 Inventories

(As taken, valued & certified by the Management)

(₹ In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
a. Raw Materials	4,324.45	2,565.16
b. Stores and Spares	32.10	86.51
c. Finished Goods	847.52	428.75
d. Moulds, Dies, Silicon Carbide, etc.	206.24	4.32
Total	5,410.31	3,084.75

Note: The manufacturing process of the company is such that there is no stock of Work in Progress.**Note: 11 Trade Receivables**

(₹ In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Trade receivables outstanding for a period less than six months from the date they are due for payment <i>Unsecured, considered good</i>	-	-
Trade receivables outstanding for a period more than six months from the date they are due for payment <i>Unsecured, considered good</i>	5,415.86	3,817.29
Total	5,415.86	3,817.29

Note: 12 Cash & Cash Equivalents

(₹ In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Cash & Cash Equivalents		
(i) Cash-in-Hand (As certified by Management)	3.05	5.36
(ii) Balances with Bank	-	-
(iii) Fixed Deposits		
Axis Bank Fixed Deposit (More than 12 months)	-	3.81
Margin money kept for Bank Guarantee (By way of FD)	17.99	17.18
Axis Bank Fixed Deposit (977000)	10.48	9.97
Axis Bank Current Account	57.59	-
Axis Bank Ltd Shahibaug - (Yash Metals)	0.51	0.51
FD 360000	4.00	-
FD 45000	0.90	0.85
Total	94.51	37.68

Note: 13 Other Current Assets

(Advances recoverable in cash or in kind)

(₹ In Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Other Current Assets		
Advance to Staff	14.49	2.51
Advance to Supplier	276.40	289.39
Advance to Others (Labours)	5.32	2.40
Building Fund Contribution	0.50	2.61
NSE Deposit	12.42	0.13
Custom Duty Receivable	63.16	-
The Registrar Civil Court A'bad	2.11	-
GST Refund	12.53	-
GST Receivable	2.52	94.34
MGO Obligation (Sabarmati Gas)	59.38	-
Prepaid Insurance	-	0.33
Prepaid Repairing Expense (Other)	8.55	-
Prepaid Laboratory Expenses	-	8.00
Argon Cylinder -Deposit	0.05	0.05
GR Metal Alloys Pvt Ltd (Yash Ltd.)	-	21.63
Panchwati Gas Service : Deposit	0.06	0.06
Sakar Ind. Pvt Ltd (Yash Metals Private Limited)	-	7.24

Uttar Gujarat Vij Co. Ltd.- Deposit	9.49	5.81
Interest Accrued but not Received	0.19	0.22
Interest Receivable on UGVCL Deposit	-	0.22
Preliminary Expenses	132.14	14.21
<u>Income Tax & TDS (Net of Provision) :</u>		
Income Tax Refund for FY 20-21	1.65	-
Advance Income Tax (F.Y. 2019-20)	7.14	-
Advance Income Tax (F.Y. 2021-22)	21.47	-
Advance Income Tax (F.Y. 2022-23)	132.00	-
T.C.S. Receivable (F.Y. 2022-23)	0.07	-
T.C.S. Receivable (F.Y. 2019-20)	0.15	-
T.C.S. Receivable (F.Y. 2021-22)	2.32	-
T.C.S. on sales 0.1%	0.01	-
T.D.S Receivable on sales (2021-22)	14.04	-
T.D.S Receivable on sales (2022-23)	24.00	-
T.D.S Receivable on sales (2023-24)	0.06	-
T.D.S Receivable (F.Y. 2021-22)	48.70	-
T.D.S Receivable (F.Y. 2022-23)	6.48	89.97
Total	857.39	539.14

Note: 14 Revenue From Operations

(₹ In Lakhs)		
<u>Particulars</u>	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<u>Sales of Products</u>		
Sales of Traded Goods	35,996.29	24,839.76
Total	35,996.29	24,839.76

Note: 15 Other Income

(₹ In Lakhs)		
<u>Particulars</u>	For the year ended 31st March, 2023	For the year ended 31st March, 2022
FD Interest Income	1.71	1.30
Vatav & Kasar (Net)	1.05	1.71
Currency Rate Difference	23.48	37.11
Sundry Balance Written Off (Net)	1.65	5.65
Duty Drawback Received	5.18	3.11
Licence sale Income	-	1.96
Insurance claim received	26.83	0.40
Interest Income	-	12.49
MEIS Credit Scrip Received	-	22.27
Interest Accrued but not Received	0.21	0.25
Total	60.11	86.26

Note: 16 Cost of Materials consumed

(₹ In Lakhs)		
<u>Particulars</u>	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Inventory at the beginning of the year	2,565.16	1,764.50
Add: Purchases	34,154.57	22,899.79
Less: Inventory at the end of the year	4,324.45	2,565.16
Total	32,395.27	22,099.14

Note: 17 Changes in inventories

(₹ In Lakhs)

<u>Particulars</u>	For the year ended 31st March, 2023	For the year ended 31st March, 2022
(A) Work in Progress		
Opening Work in Progress	-	-
Less: Closing Work in Progress	-	-
Total (A)	-	-
(B) Finished Goods		
Opening of Finished Goods	428.75	360.56
Less: Closing of Finished Goods	847.52	428.75
Total (B)	-418.77	-68.19
(C) Stock in Trade		
Opening of Stock In Trade	90.84	207.98
Less: Closing of Stock In Trade	238.34	90.84
Total (C)	-147.50	117.14
Total - (A)+(B)+(C)	-566.27	48.95

Note: 18 Operating Expenses

(₹ In Lakhs)

<u>Particulars</u>	For the year ended 31st March, 2023	For the year ended 31st March, 2022
CFS & Other Charges	77.54	51.91
Clearing & Forwarding Expense	48.58	27.87
Custom Duty Expense	0.87	0.45
Freight & Octroi Expenses	131.50	63.95
Foundry Expenses	9.14	10.02
Laboratory Expenses	8.21	2.75
Labour Charges	9.18	5.35
Power & Fuel Expenses	73.48	46.63
RXIL Charges	2.65	-
Security Charges	19.88	19.03
Shipping Line Expense	443.40	228.01
Total	824.44	455.99

Note: 19 Employee Benefits Expense

(₹ In Lakhs)

<u>Particulars</u>	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Salary	867.36	745.65
Bonus	18.68	18.35
Gratuity	4.77	0.52
Remuneration to Director & M.D.	84.00	51.00
Leave Encasement	9.85	10.17
Labour Welfare Expenses	3.44	4.05
Contribution to Provident Fund	14.77	16.12
Director Sitting Fees	1.80	-
Staff Welfare Expense	0.27	6.50
Total	1,004.95	852.36

Note: 20 Finance Costs

(₹ In Lakhs)

<u>Particulars</u>	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Interest Expenses (Others)	128.87	55.74
Interest to Bank	372.01	262.73
Bank Charges & Commission	25.38	10.09
Foreign Exchange Fluctuations	0.06	-
Bank loan Processing Fees	12.80	1.60
Interest on Term Loan	33.71	18.79
Total	572.83	348.95

Note: 21 Other Expenses

(₹ In Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Administrative & Other Expenses:		
Audit Fees	-	0.19
Books & Periodicals Expenses	0.03	0.03
Building Repairing & Maintenance Expenses	0.03	0.91
CFS Expense on Export	1.67	1.83
Computer Maintenance Expenses	1.34	1.38
Conveyance Expenses	2.07	1.14
Crane Charges	48.87	26.10
Compensation Cess	0.16	0.12
Clearing & Forwarding Expense on Export	0.38	1.14
Detention Charges	-	0.12
Donation	1.78	4.03
Electric Expenses	27.53	-
EDI & Bond Charges	0.12	0.05
Export Seal Expense	0.03	0.16
Export Forklift Charges	0.42	1.86
Fees & Subscription Expenses	6.49	4.67
Filling Expenses	0.45	0.02
Garden Expenses	0.68	4.86
GPCB Charges	0.22	-
Gst Expense	-	6.10
Inland & Foreign Travelling Expenses	-	-
Directors	21.86	2.67
Employees	-	4.88
Others	2.58	-
Insurance Expenses	17.54	7.75
Import Expense	2.24	2.12
Interest on late payment of Income tax	-	0.22
Internet Expense	3.90	0.84
Late Payment Charges to Sabarmati gas	8.06	7.35
Legal Expense	0.00	0.16
Penalty for Late filing fees of TDS	-	-
Miscellaneous Expenses	0.75	0.13
Motor Car Expenses	3.89	2.54
Office Expenses	1.05	1.99
Petrol & Diesel Expense	22.67	13.04
Postage & Courier Expenses	0.65	0.58
Printing & Stationary Expenses	2.37	1.39
Professional Charges	37.57	16.50
Rent, Rates & taxes	2.41	2.89
Repairing Expenses	36.36	28.68
Sales Tax/ Vat Tax Expenses	-	-
Scooter/Motor byke Expenses	0.04	0.02
Stamp Charges	18.26	6.32
Telephone Expenses	0.99	0.81
Transport Vehicle Expenses	-	-
Tea & Refreshment Expense	3.05	1.43
Water Expenses	2.76	1.84
Quality Deviation Exp.	-	6.00
Advertisement Expenses	1.56	0.91
Commission on Sales	63.40	45.88
Cash Discount	230.64	80.94
Freight Outward & Octroi Expenses	445.95	338.12
Sales & Promotion Expense	18.86	1.54
Shipping Expense on Export	4.11	6.77
Shortage & Pilfrage Expenses	1.91	-
Weighment Charges	1.44	1.10
Total	1,049.15	640.12

Note : 9 Property Plant & Equipment

Particulars	Gross Block					Accumulated Depreciation				Net Block	
	Balance as at 01-Apr-2022	Additions during the period	Deletions/Disposals During the Period	Asset Expired & W/off	Balance as at 31-Mar-2023	Balance as at 01-Apr-2022	Depreciation charge for the Period	On Deletion/ Disposals	Balance as at 31-Mar-2023	Balance as at 31-Mar-2023	Balance as at 31-Mar-2022
	(Amount in ₹)	(Amount in ₹)	(Amount in ₹)		(Amount in ₹)	(Amount in ₹)	(Amount in ₹)	(Amount in ₹)	(Amount in ₹)	(Amount in ₹)	(Amount in ₹)
Land											
Land	13.04	-	-	-	13.04	-	-	-	-	13.04	13.04
Land (Yash Metals)	26.11	-	-	-	26.11	-	-	-	-	26.11	26.11
Factory Building	357.98	24.02	-	-	382.00	164.92	11.74	-	176.66	205.34	193.06
Boundary Wall (Yash Metals)	2.49	-	-	-	2.49	-	-	-	-	2.49	2.49
Non Factory Building:	-	-	-	-	-	-	-	-	-	-	-
(I) Tube Well	2.14	-	-	-	2.14	2.03	0.11	-	2.14	-	0.11
(II) Administrative	66.26	-	-	-	66.26	30.05	2.10	-	32.15	34.11	36.21
(III) Residential	1.73	-	-	-	1.73	0.85	0.05	-	0.91	0.82	0.87
Plant & Machinery	-	-	-	-	-	-	-	-	-	-	-
Aluminium Breaking Machine	7.49	-	-	-	7.49	6.01	0.89	-	6.90	0.60	1.49
Ball Crusher Machine	0.34	-	-	-	0.34	0.34	-	-	0.34	-	-
Ball Mill Machine	6.50	-	-	-	6.50	0.90	0.41	-	1.31	5.19	5.60
Balling Hydrolic Machine	25.45	-	-	-	25.45	12.44	3.02	-	15.47	9.98	13.00
Band Saw Machine	2.08	-	-	-	2.08	1.14	0.25	-	1.38	0.70	0.95
Calcination Furnace	7.27	-	-	-	7.27	7.27	-	-	7.27	-	-
Crane	5.28	-	-	-	5.28	2.64	0.25	-	2.89	2.38	2.63
Electric Generator Set	4.80	-	-	-	4.80	4.61	0.19	-	4.80	-	0.19
Electrical Installation	30.95	86.79	-	-	117.74	30.95	0.94	-	31.89	85.85	-
Electric Furnace	-	3.98	-	-	3.98	-	0.02	-	0.02	3.96	-
E.T.P. System	28.37	-	-	-	28.37	5.28	1.80	-	7.08	21.29	23.09
Foundry Machine	27.94	-	-	-	27.94	27.94	-	-	27.94	-	-
Fume & Dust Collective System	128.06	28.95	-	-	157.01	37.67	8.32	-	45.99	111.02	90.39
Furnace	8.53	72.13	-	-	80.66	4.91	1.21	-	6.12	74.55	3.63
Furnace Oil Tank	1.10	-	-	-	1.10	1.10	-	-	1.10	-	-
Gas Installation	33.81	-	-	-	33.81	15.78	2.14	-	17.92	15.89	18.03
Hand Cart	2.63	-	-	-	2.63	2.01	0.17	-	2.17	0.46	0.62
Hydrolic	3.68	-	-	-	3.68	2.00	0.23	-	2.23	1.45	1.68
Jaw Crusher Machine	2.40	-	-	-	2.40	2.25	0.15	-	2.40	(0.01)	0.15
Laboratory Equipment	15.59	-	-	-	15.59	11.27	1.48	-	12.75	2.83	4.31
Loader Backhoe Machine	24.51	-	-	-	24.51	5.47	1.55	-	7.02	17.49	19.04
Magnatic Seprator Machine	6.47	4.96	-	-	11.43	2.33	0.42	-	2.75	8.67	4.13
Plant & Machinry	1.76	-	-	-	1.76	0.88	0.11	-	0.99	0.77	0.88
Pulveriser Machine	12.18	-	-	-	12.18	6.84	0.85	-	7.69	4.49	5.34
Roller Crusher Machine	4.25	1.81	-	-	6.06	4.25	-	-	4.25	1.81	-
Rotary	89.33	28.13	-	-	117.45	42.15	6.23	-	48.39	69.06	47.17
Rotary Klin Machine	17.99	-	-	-	17.99	17.99	-	-	17.99	-	-
Scale & Weight	23.96	0.33	-	-	24.30	10.38	1.53	-	11.91	12.39	13.59
Screening Machine	2.00	-	-	-	2.00	0.40	0.13	-	0.53	1.47	1.60
Welding Machine	0.51	0.49	-	-	1.01	0.10	0.05	-	0.15	0.85	0.41
Zinc Furnace	0.49	-	-	-	0.49	0.40	0.03	-	0.43	0.06	0.09

Other's											
Air Conditioner Machine	15.85	0.36	-	-	16.21	8.35	1.53	-	9.88	6.33	7.50
CC TV Camera	6.05	4.75	-	-	10.80	1.92	1.51	-	3.43	7.37	4.13
Cellular Phone	10.43	3.13	-	-	13.56	6.24	2.26	-	8.50	5.07	4.20
Computer	14.37	2.63	-	-	17.01	13.12	1.85	-	14.97	2.04	1.25
Fax Machine	0.90	-	-	-	0.90	0.90	-	-	0.90	-	-
Furniture & Fixture	13.51	1.58	-	-	15.08	9.99	1.33	-	11.32	3.77	3.52
Honda Activa	1.09	-	-	-	1.09	1.06	0.03	-	1.09	-	0.03
Intercom System	0.39	0.65	-	-	1.05	0.33	0.12	-	0.45	0.60	0.06
Motor Byke	0.47	-	-	-	0.47	0.47	-	-	0.47	-	-
Motor Car	4.79	-	-	-	4.79	4.79	-	-	4.79	-	-
Office Equipment	5.67	-	-	-	5.67	5.31	0.36	-	5.67	-	0.36
Refrigerator	1.01	0.30	-	-	1.31	0.97	0.09	-	1.05	0.25	0.04
Scooter	1.15	-	-	-	1.15	1.15	-	-	1.15	-	-
Tata Ace	3.12	-	-	-	3.12	3.12	-	-	3.12	-	-
Transport & Vehicle	9.68	-	-	-	9.68	9.68	-	-	9.68	0.00	0.00
TVS Scooty	0.33	-	-	-	0.33	0.33	-	-	0.33	-	-
Scooty Pep +	0.49	-	-	-	0.49	0.42	0.06	-	0.49	-	0.06
UPS System	0.44	0.41	-	-	0.85	0.37	0.12	-	0.49	0.36	0.07
Zerox Machine	1.29	-	-	-	1.29	1.28	0.01	-	1.29	-	0.01
Water Cooler For Plant	1.42	-	-	-	1.42	0.94	0.27	-	1.21	0.21	0.48
Water Purifier	0.24	-	-	-	0.24	0.12	0.05	-	0.17	0.08	0.12
Electric Scooter Ether	1.70	-	-	-	1.70	0.02	0.16	-	0.18	1.52	1.68
Electric Motor	4.82	1.93	-	-	6.75	1.08	0.32	-	1.40	5.35	3.74
Flipper Plus (Sweeping Machine)	0.40	-	-	-	0.40	0.26	0.08	-	0.33	0.07	0.14
Lathe Machine	0.96	-	-	-	0.96	0.25	0.06	-	0.31	0.65	0.71
Motor Car - Fortuner	36.68	-	-	-	36.68	18.15	4.36	-	22.51	14.17	18.53
Spectro Meter	17.25	-	-	-	17.25	7.47	2.05	-	9.52	7.74	9.79
Triple Drum Magnetic Separator	10.57	-	-	-	10.57	3.94	0.67	-	4.61	5.96	6.62
Water Storage Tank	0.68	-	-	-	0.68	0.10	0.02	-	0.12	0.56	0.58
Eddy Current Separator	33.47	-	-	-	33.47	3.47	2.12	-	5.59	27.88	30.00
Motor Car Kia Sonet	14.18	-	-	-	14.18	1.72	1.68	-	3.40	10.77	12.46
Motor Car Mercedes Benz	78.08	-	-	-	78.08	13.44	9.28	-	22.72	55.36	64.64
Motor Car Wagon R	6.00	-	-	-	6.00	1.03	0.71	-	1.74	4.26	4.97
Motor Car Jazz	10.14	-	-	-	10.14	4.20	1.20	-	5.40	4.74	5.94
Godrej Forklift Truck	-	12.71	-	-	12.71	-	0.88	-	0.88	11.83	-
Motor Car -Wagon VXi	-	7.80	-	-	7.80	-	0.72	-	0.72	7.08	-
Total	1,303.10	287.84	-	-	1,590.94	591.57	80.25	-	671.82	919.12	711.53
Previous Year	1,237.88	65.33	0.11		1,303.10	516.70	74.88	-	591.57	711.53	721.18

Baheti Recycling Industries Ltd

(Formerly known as Baheti Metal and Ferro Alloys Ltd.)

Notes Forming Part of Accounts

Notes Forming Part of Accounts

22. Corresponding figures of the previous year have been regrouped to confirm with this year's classification wherever necessary.

23. Details of Auditors' Remuneration are as follows:

(Amount in ₹ In Lakhs)

Particulars	FY 2022-23	FY 2021-22
Audit fees	0.86	0.19
Other fees	6.25	0
Total	7.11	0.19

24. Micro and Small Enterprises:

(Amount in ₹)

S. No.	Particulars	FY 2022-23	FY 2021-22
A	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
	Principal amount due to micro and small enterprises (Not overdue)	Nil	Nil
	Interest due on above	Nil	Nil
B	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
C	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil
D	The amount of interest accrued and remaining unpaid at the end of each accounting year.	Nil	Nil
E	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil

Dues to Micro and Small Enterprise have been determined to the extent such parties have been identified on the basis of information collected by the Management.

25. Earnings per share: -

A. Calculation of Weighted Average Number of Equity Shares of Rs.10/- each	FY 2022-23	FY 2021-22
Number of shares at the beginning of the year	45,65,118	37,50,000
Total number of shares at the end of the year	1,03,68,530	45,65,118
Weighted average number of shares outstanding during the year	77,60,265	45,65,118
B. Net Profit/ loss after tax available for equity shareholders (Amount in ₹)	5,28,39,669	2,92,95,959
Basic & Diluted Earnings per share	6.81	6.42
Before extra-ordinary items		
After extra-ordinary items		

26. The information required as per para 5 (viii) (a) of part II of schedule III of the Companies Act, 2013 regarding information about the value of imports calculated on CIF basis, in respect of imported raw materials, components & spare parts and capital goods is as follows.

(Amount in ₹ In Lakhs)				
Particulars	%	FY 2022-23	%	FY 2021-22
I) Value of Imported Spare Parts & Components				
Imported	-	-	-	-
Total	-	-	-	-
ii) Value of Imported Raw Material				
Imported	100	25039.68	100	12,151.60
Total	100	24,653.38	100	12,151.60

27. The information required as per Para 5 (viii) (b), (d) & (e) of part II of schedule III of the Companies Act, 2013 regarding expenditure in foreign currency is as follows:

(Amount in ₹ In Lakhs)		
Particulars	FY 2022-23	FY 2021-22
Expenditure Incurred in Foreign Currency		
Import of Raw Material	25039.68	12,151.60
Foreign Travel Expense	16.49	-
Total	25056.17	12,151.60

28. The information required as per Para 5 (vii) (c) of part II of schedule III of the Companies Act, 2013 regarding information about the total value of imported raw materials spare parts & components consumed and percentage of each to the total consumption is not available.

(Amount in ₹ In Lakhs)				
Particulars	%	FY 2022-23	%	FY 2021-22
ii) Value of Imported & Indigenous Raw Material Consumption				
Imported	73.31	23748.97	-	12,151.60
Indigenous	26.69	8646.3	100	22,057.93
Total	100	32,395.27	100	34,209.53

29. Contingent liabilities and commitments (to the extent not provided for)

We have been informed by the management that a civil suit No. WC FATAL LC/000007/2020 dated 07-02-2020 has been filed against the company by making it one of the party under workers Compensation Act, 1923 by father of an employee of the contractor of the company claiming compensation of ₹ 11,77,000/- on account of death of his son while rendering services to the company.

30. As required by Accounting Standard 18 issued by Institute of Chartered Accountants of India relating to Related Parties Disclosure, information is as under: -

Related Parties	Names of the related parties with whom transaction were carried out during the period and description of relationship:
1, Company/Entity owned or Significantly Influenced by Directors/KMP/ Individuals owning interest in voting power that gives them significant influence over the enterprise or their relatives also include Subsidiary	Nil
2, Key Managerial Personnel / Director's	1, Mr. Balkishan Shankerlal Shah 2, Mr. Shankerlal Bansilal Shah

	3, Mr. Yash S. Shah 4, Mrs. Ayushi Yash Shah 5, Mansi Darji - CS 6, Manoj J Shah - CFO 7, Shankerlal G Bahediya - CAO
3, Relatives of Key Managerial Personnel	1, Mrs. Rashmi B Shah 2, Mrs. Savitaben S Shah

(Related Party relationship is as identified by the Company and relied upon by the auditors.)

Nature of transactions with related parties and aggregate amount of such transactions for each class of related party during the F.Y: -

(Amount in ₹ in Lakhs)				
Particulars	FY 2022-23		FY 2021-22	
	Other Related Parties	Key Managerial	Other Related Parties	Key Managerial
		Person		Person
Unsecured Loan Taken by The Company: -				
Balkishan Shankerlal Shah	-	117.10	-	220.00
Savitaben Shankerlal Shah	13.50	-	65.10	-
Shankerlal Bansilal Shah	-	597.75	-	344.00
Mr. Yash S. Shah	-	2,602.56	-	-
Ayushi Yash Shah	-	13.40	-	-
Unsecured Loan Repaid by The Company: -				
Balkishan Shankerlal Shah	-	221.95	-	218.35
Savitaben Shankerlal Shah	94.52	-	4.60	-
Shankerlal Bansilal Shah	-	580.27	-	463.16
Mr Yash S. Shah	-	2,395.01	-	-
Ayushi Yash Shah	-	1.50	-	-
Interest on Unsecured Loan: -				
Balkishan Shankerlal Shah	-	14.49	-	12.30
Savitaben Shankerlal Shah	-	-	5.99	-
Shankerlal Bansilal Shah	-	23.37	-	25.36
Ayushi Shah	-	0.43	-	-
Yash shah	-	47.67	-	-
Remuneration: -				
Balkishan Shankerlal Shah	-	24.00	-	15.00
Shankerlal Bansilal Shah	-	36.00	-	36.00
Yash Shah	-	24.00	-	17.60
Rashmi Shah	-	-	2.80	-
Ayushi Shah	-	-	-	3.85
Manoj J Shah	-	13.10	-	-
Shankerlal G Bhaediya	-	23.57	-	-
Sitting Fees: -				
Ayushi Shah	-	0.60	-	-

31. Nature of transactions with related parties and the outstanding balance as on: -**(Amount in ₹ In Lakhs)**

Particulars	FY 2022-23		FY 2021-22	
	Other Related Parties	Key Managerial Person	Other Related Parties	Key Managerial Person
Unsecured Loan:-				
Balkishan Shankerlal Shah	-	48.92	-	140.73
Savitaben Shankerlal Shah	-	-	81.02	-
Shankerlal Bansilal Shah	-	287.52	-	249.00
Yash shah	-	250.45	-	-
Ayushi Shah	-	12.29	-	-

There were no investments made and no guarantee given by the company u/s 186 of the Companies Act, 2013 during the year under review. The details of Loans given are as follows: -

(Amount in ₹ In Lakhs)

Sr No.	Particulars	FY 2022-23	FY 2021-22
1.	Staff Loans	14.49	2.51
	Total	14.49	2.51

32. MGO obligation to Sabarmati Gas is an amount paid to gas company for less utilization of gas then amount contracted for. The said amount returned after 3 months by the gas company.

33. The company has paid ₹ 2,11,288/- in earlier years to “The registrar city civil court, Ahmedabad”.

34. VAT is paid on gas purchased.

35. Events after the reporting period

The Company has evaluated subsequent events from the balance sheet date through 30th May, 2023, the date at which the financial statement was available to be issued, and determine that there are no material items to disclose other than those disclosed.

36. Relationship with Struck off companies

There are no balance outstanding on account of any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

37. MCA has issued notification dated March 24, 2021 to amend the schedule III to the Companies Act, 2013 to enhance the disclosures required to be made by the Company in the financial statements. These amendments are applicable to the Company with effect from 1st day of April 2021. The figures for the previous year have been re grouped/ rearranged, wherever necessary, to correspond with the current period's classification/disclosure.

38. The Standalone financial statements were approved for issue by the Board of Directors on 30th May, 2023.

39. The Company has not traded or invested in any crypto currency or virtual currency during the financial year.

40. The Company is not declared as wilful defaulter by any bank or financial institutions.

41. Ratio Analysis and its Components

S. No.	Particulars	31-03-2023	31-03-2022	% Change
1	Current Ratio	1.46	1.28	13.97%
2	Debt Equity Ratio	2.06	3.03	-31.95%
3	Debt Service Coverage Ratio	2.06	2.05	0.41%
4	Return on Equity Ratio	70.77%	70.46%	0.43%
5	Inventory Turnover Ratio	8.47	9.17	-7.58%
6	Trade Receivable Turnover Ratio	7.80	7.80	-0.06%
7	Trade Payable Turnover Ratio	22.99	21.69	5.99%
8	Net Capital Turnover Ratio	9.77	15.31	-36.22%
9	Net Profit Ratio	1.47%	1.18%	24.47%
10	Return on Capital Employed	12.02%	11.18%	7.51%

1	Particulars			
	Current Ratio		31st March, 2023	31st March, 2022
	Numerator	Current Assets	11,778.07	7,478.86
	Denominator	Current Liabilities	8,092.56	5,856.67

2	Debt Equity Ratio		31st March, 2023	31st March, 2022
	Numerator	Total Debt	7,108.31	5,074.81
	Denominator	Total Equity	3,443.11	1,672.71

3	Debt Service Coverage Ratio		31st March, 2023	31st March, 2022
	Numerator	Earnings Available for Debt Service	1,181.48	716.78
			1,181.48	716.78
	Denominator	Finance Cost & Lease Payment + Principal Item of Long-term borrowings During the Year	572.83	348.95
			572.83	348.95

4	Return on Equity Ratio		31st March, 2023	31st March, 2022
	Numerator	Net Profit After Tax	528.40	292.95
	Denominator	Average Total Equity	746.68	415.76

5	Inventory Turnover Ratio		31st March, 2023	31st March, 2022
	Numerator	Revenue from operation	35,996.29	24,839.76
	Denominator	Average Inventory	4,247.53	2,708.90

6	Trade Receivable Turnover Ratio		31st March, 2023	31st March, 2022
	Numerator	Revenue from operation	35,996.29	24,839.76
	Denominator	Average Trade Receivable	4,616.58	3,183.68

7	Trade Payable Turnover Ratio		31st March, 2023	31st March, 2022
	Numerator	Cost of Material Consumed + Purchase of Stock in Trade	32,395.27	22,099.14
	Denominator	Average Trade Payable	1,409.14	1,018.89

8	Net Capital Turnover Ratio		31st March, 2023	31st March, 2022
	Numerator	Revenue from operation	35,996.29	24,839.76
		Current Assets	11,778.07	7,478.86
		Less: Current Liabilities	8,092.56	5,856.67
	Denominator	Net Working Capital	3,685.51	1,622.19

9	Net Profit Ratio		31st March, 2023	31st March, 2022
	Numerator	Net Profit after Tax	528.40	292.95
	Denominator	Revenue from Operation	35,996.29	24,839.76

10	Return on Capital Employed		31st Mar 23	31st Mar 22
	Numerator	Profit Before Interest & Tax	1,268.60	754.59
	Denominator	Total Equity + Total Debts	10,551.42	6,747.52

As Per Our Report Of Even
Dated
For Wadhawan & Co.
Chartered Accountants
FRN:- 129455W

Ajit A. Wadhawan
Partner
M. NO.032886

UDIN:-23032886BGWVIV7140

Place : Ahmedabad
Date : 30th May, 2023

On Behalf Of The Board Of Directors

Sd/-
Balkishan S. Shah
Managing Director
DIN: 03006486

Sd/-
Manoj Kumar Shah

Chief Financial Officer

Sd/-
Yash Shankerlal Shah
Jt. Managing Director
DIN: 09527701

Sd/-
Mansi Harsh Darji

Company Secretary
M. No. A58172

BAHETI RECYCLING INDUSTRIES LIMITED

Reg. Office: A/2/3 L R Appartment, Opp. Police Commissioner Office,
Shahibaug, Ahmedabad-380004, Gujarat, India.

CIN: U37100GJ1994PLC024001; Phone: 079-25627681

Email-ID: info@bahetiindustries.com Website: www.bahetiindustries.com

ATTENDANCE SLIP

Folio No. / DP ID & Client ID : _____

Name & Address : _____

Name(s) of the Joint Holder(s), if any : _____

No. of shares held : _____

I/We hereby record my / our presence at the Annual General Meeting of the members of the Company to be held on Friday, September 29, 2023 at 4.00 p.m. at Hotel Hyatt, Opp. Vastrapur Lake, Next to Alpha One Mall, Vastrapur, Ahmedabad – 380015, Gujarat

Full name of Proxy / Authorised Representative	
Member's / Proxy's / Authorised Representative's Signature	

Signature of shareholder(s)/proxy

Note:

1. A Member / Proxy / Authorised Representative needs to furnish duly signed "Attendance Slip" along with a valid Identity proof such as PAN Card, Passport, Aadhaar-Card or Driving License at the entrance of the meeting hall.
2. Shareholders are requested to indicate their Folio No., DP ID*, Client ID*, the Change in their address, if any, to the Registrar & Share Transfer Agents, at Purva Sharegistry (India) Private Limited.
3. Electronic copy of the Annual Report for FY 2022-23 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.

BAHETI RECYCLING INDUSTRIES LIMITED

Reg. Office: A/2/3 L R Appartment, Opp. Police Commissioner Office,
Shahibaug, Ahmedabad-380004, Gujarat, India.

CIN: U37100GJ1994PLC024001; Phone: 079-25627681

Email-ID: info@bahetiindustries.com Website: www.bahetiindustries.com

FORM NO. MGT-11

PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3)
of the Companies Management and Administration Rules, 2014]

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No. / Client ID / DP. ID	
No. of Shares	

I/We, being the Member(s) of the above named company, hereby appoint:

Sr. No.	Name	Address	Email address	Signature	
1					or failing him / her
2					or failing him / her
3					or failing him / her

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, September 29, 2023 at 4.00 p.m. at Hotel Hyatt, Opp. Vastrapur Lake, Next to Alpha One Mall, Vastrapur, Ahmedabad – 380015, Gujarat and at any adjournment thereof, in respect of such resolutions as are indicated below:

**I wish my above proxy to vote in the manner as indicated in the box below:

Resoluti on No.	Particulars of Resolution	Optional	
		For	Against
Ordinary Businesses			
1.	To receive, consider and adopt the financial statements of the company for the year ended 31st March, 2023 including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon.		
2.	To appoint a director in place of Mr. Shankerlal Bansilal Shah (DIN: 00131715), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	To appoint M/s. Jeevan Jagetiya & Co as statutory auditors of the company.		
Special Businesses			
4.	Ratification of remuneration payable to the Cost Auditors for the financial year 2023-24.		
5.	To increase the borrowing power of the company.		
6.	To create and register the charge.		

Signed this _____ day of _____
_____, 2023 Signature of shareholder _

Signature of Proxy holder(s) _____

Affix
One Re.
Revenue
Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. ****It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he / she thinks appropriate.**
5. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
6. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
7. Appointing the proxy does not prevent a shareholder from attending the meeting in person if he so wishes.
8. Please complete all details including details of member(s) in above box before submission.

ROUTE MAP OF AGM VENUE

