



September 6, 2023

To,  
BSE Limited  
Corporate Relationship Department,  
14th Floor, P.I Towers,  
Dalal Street, Fort,  
Mumbai 400 001.

Scrip Code: 531847/Scrip Id: ASTAR

**Sub: Submission of Notice of the 29<sup>th</sup> Annual General Meeting ('AGM') of Asian Star Company Limited along with the Annual Report for the Financial Year 2022-23**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Part A (Para A) of Schedule III and Regulation 34(1)(a) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith Notice of the 29th Annual General Meeting and Annual Report for the FY 2022-23 of the Company scheduled to be held on Thursday, September 28,2023 at 02.30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in terms of the General Circulars issued by the Ministry of Corporate Affairs and Circulars issued by the Securities and Exchange Board of India.

The Notice of AGM along with the Annual Report for the financial year 2022-23 is also available on the website of the Company.

Kindly take the above information on your record.

Thanking you.

Yours faithfully,

**For Asian Star Company Limited**

VIPUL PRABODH  
SHAH

Digitally signed by VIPUL PRABODH SHAH  
DN: c=IN, o=PERSONAL, title=3123,  
postalCode=400006, st=Maharashtra,  
serialNumber=33590033371364996354562ea1e03e  
6925126128fd1c9761026ce7d227cd, cn=VIPUL  
PRABODH SHAH  
Date: 2023.09.06 14:43:04 +05'30'

**Vipul P. Shah**  
**Managing Director & CEO**  
**DIN: - 00004746**

# ASIAN STAR

## Asian Star Company Limited

(CIN: L36910MH1995PLC086017)

**Registered Office:** 114-C, Mittal Court, Nariman Point, Mumbai – 400 021.

**Email** - secretarial@asianstargroup.com, **Website** - www.asianstargroup.com, **Tel No:** +91 22 62444111, **Fax:** +91 22 22842427

### NOTICE

Notice is hereby given that Twenty-Ninth (29th) Annual General Meeting of Asian Star Company Limited will be held on Thursday, September 28, 2023 at 2.30 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to transact the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditor's thereon.
2. To declare a dividend of Rs. 1.50 per Equity share, for the year ended March 31, 2023.
3. To consider and appoint Mr. Priyanshu A. Shah (DIN: 00004759) as a Director, who retires by rotation and being eligible, offers himself, for re-appointment
4. To consider and appoint Mr. Dharmesh D. Shah (DIN: 00004704) as a Director, who retires by rotation and being eligible, offers himself, for re-appointment.

#### SPECIAL BUSINESS:

5. **Tenure of appointment of Mr. Rahil V. Shah (DIN: 06811700) an Executive Director will be completed on January 17, 2024 and will be appointed as Whole time director w.e.f January 18, 2024 to December 31, 2025.**

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

“**RESOLVED THAT** Mr. Rahil V. Shah (DIN:- 06811700) was appointed as an Director (Executive Director) by the Board of Directors of the Company as on September 12, 2014 and as per the provision of the Companies Act, 2013.”

**RESOLVED FURTHER THAT** in terms of Section 197, 198 and 203 if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, as amended from time to time, the consent of the members of the Company be and is hereby granted to appoint Mr. Rahil V. Shah (DIN:- 06811700) as Whole Time Director of the Company on such terms as may decided by the Board and Mr. Rahil V. Shah (DIN:- 06811700) for a period w.e.f January 18, 2024 to December 31, 2025, subject to retirement by rotation, on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Rahil V. Shah (DIN:- 06811700), subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.”

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Rahil V. Shah (DIN:- 06811700), shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 and Schedule V of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

**RESOLVED FURTHER THAT** Mr. Rahil V. Shah (DIN:- 06811700), Whole Time Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board.

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

6. **To fix the remuneration of Mr. Vipul P. Shah, Managing Director & CEO of the Company for remainder of his term upto 31st December, 2025.**

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

**“RESOLVED THAT** Pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee and Audit Committee, consent of the members be and is hereby accorded for payment of remuneration to Shri Vipul P. Shah [DIN: 00004746], Managing Director & CEO of the Company, on the terms and conditions including remuneration as mentioned below:

- a) Salary: Rs. 1,75,00,000/- (Rupees One Crore Seventy Five Lacs Only).
- b) Perquisites and benefits as per Schedule V of the Act.
- c) Powers and duties as per the provisions of the Articles of Association of the Company.

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Vipul P. Shah shall be governed by Section II of Part II of Schedule V of the Act and rules made thereunder, as amended from time to time.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Vipul P. Shah, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

**RESOLVED FURTHER THAT** the Board of Directors / Nomination and Remuneration Committee be and is hereby authorized to vary or modify the above terms including salary, from time to time, during the term of his appointment, without any further reference to the Company in General Meeting, provided however that such variation is within the limits fixed aforesaid.”

**FURTHER RESOLVED THAT**, Board of Directors of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

**7. To fix the remuneration of Mr. Arvind T. Shah, Wholetime Director & CFO of the Company for remainder of his term upto 31st December, 2025.**

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

**“RESOLVED THAT** Pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent of the members be and is hereby accorded for payment of remuneration to Shri Arvind T. Shah [DIN: 00004720], Whole time Director & CFO of the Company, on the terms and conditions including remuneration as mentioned below:

- a) Salary: Rs. 1,25,00,000/- (Rupees One Crore Twenty Five Lacs Only).
- b) Perquisites and benefits as per Schedule V of the Act.
- c) Powers and duties as per the provisions of the Articles of Association of the Company.

**RESOLVED FURTHER THAT** in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Arvind T. Shah shall be governed by Section II of Part II of Schedule V of the Act and rules made thereunder, as amended from time to time.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Arvind T. Shah, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

**RESOLVED FURTHER THAT** the Board of Directors / Nomination and Remuneration Committee be and is hereby authorized to vary or modify the above terms including salary, from time to time, during the term of his appointment, without any further reference to the Company in General Meeting, provided however that such variation is within the limits fixed aforesaid.”

**FURTHER RESOLVED THAT**, Board of Directors of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

**Place:** Mumbai  
**Date:** August 07, 2023

**By Order of the Board of Directors**

**Registered Office:**  
114-C, Mittal Court,  
Nariman Point, Mumbai - 400021.  
(CIN: L36910MH1995PLC086017)  
Tel: +91 22 62444111  
Email: secretarial@asianstargroup.com  
Website: www.asianstargroup.com

**Arvind T. Shah**  
**Chairman, CFO & Wholetime Director**  
**(DIN: 00004720)**

## NOTES

1. Pursuant to the General Circular no. 20/2020, 19/2021, 2/2022 and 10/2022 dated 28th December, 2022 read with other relevant circulars issued by Securities and Exchange Board of India (SEBI) has permitted the holding of the Annual General Meeting (AGM/Meeting) through Video Conferencing (VC) or other audiovisual means (OAVM) without physical presence of members at the common venue. Hence, in compliance with all the circulars and regulations, the Company is convening 29th Annual General Meeting of the Company through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") relating to the Special Business under item No. 5 to 7 of notice is annexed hereto. Further, disclosures as required under the Reg 36(3) of SEBI LODR Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India with respect to details of Directors who are proposed to be re-appointed is also enclosed.
3. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by members will not be available for the AGM and hence, Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. Authorized representatives of the corporate members/institutional investors intending to participate in the AGM pursuant to Sec 113 of the Act, are requested to send to the Company certified copy of Board Resolution along with Authority letter etc. authorizing them to attend the AGM, by email to [secretarial@asianstargroup.com](mailto:secretarial@asianstargroup.com) or upload on the VC portal / e-voting portal not later than 48 hours before the scheduled time of the commencement of the Meeting.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of AGM will be provided by NSDL. Kindly check instruction for attending AGM.
8. In line with the Ministry of Corporate Affairs (MCA) and SEBI Circulars, the Notice of the 29th AGM along with the Annual Report 2022-23 are being sent only by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this notice and Annual Report 2022-23 will also be available on the Company's website at <https://www.asianstargroup.com/investor-centre/>. The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. <https://www.evoting.nsdl.com>.
9. In case of joint holders only such joint holder who is higher in the order of names will be entitled to vote during the meeting.
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 28, 2023. Members seeking to inspect such documents can send an email to [secretarial@asianstargroup.com](mailto:secretarial@asianstargroup.com).
11. The Record date shall be September 21, 2023, for determining the entitlement of Members for dividend for the year ended March 31, 2023, if declared.

## Dividend related information

12. Final dividend for the year ended March 31, 2023, as recommended by the Board of Directors, if declared, at the AGM, shall be paid to those Members, whose names appear:-
- a) as beneficial owners at the end of business hours on Thursday, September 21, 2023, as per lists furnished by Central Depository Services Limited and National Securities Depository Limited in respect of shares held in electronic form; and
  - b) on the Register of Members of the Company as on Thursday, September 21, 2023, after giving effect to valid transfers in respect of transfer requests lodged with Bigshare Services Private Limited., Registrar and Share Transfer Agent (RTA) of the Company, on or before the close of business hours on Thursday, September 21, 2023, in respect of shares held in physical form.
13. Members holding shares in dematerialised form are requested to intimate particulars of bank mandates, nominations, power of attorney, e-mail address, contact numbers, change of address, etc. to their Depository Participant (DP). Members holding shares in physical form are requested to intimate these details to the RTA.
14. In order to enable the Company to remit dividend electronically through National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc., Members holding shares in physical form are requested to provide/ update details of their bank accounts indicating the name of the bank, branch, account number and the nine-digit MICR code and IFSC code (as appearing on the cheque) along with scanned copy of the cheque/cancelled cheque to [sandeep@bigshareonline.com](mailto:sandeep@bigshareonline.com). Members holding shares in dematerialised form are requested to provide the said details to their DP.
15. In case the Company is unable to pay dividend to any shareholder by electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch the dividend warrants to such shareholder by post.
16. Pursuant to the Finance Act, 2020, mandates that dividends paid or distributed by Company after April 1, 2020 shall be taxable in the hands of the Shareholders and the Company is required to deduct TDS from the dividend paid to the Members at prescribed rates under Income Tax Act 1961. In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential status, PAN as per IT Act with their Depository Participants (DPs). The detail process is explained in the e-mail sent to the Shareholders.
17. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs if not submitted earlier. Members holding shares in physical form are requested to submit their PAN to the RTA if not submitted earlier.
18. Members who have not claimed/received their dividend paid by the Company in respect for earlier years are requested to check with the company's Registrar. Pursuant to the Act read with the Investor Education and Protection Fund Authority ("IEPF Rules") amounts of dividend remaining unclaimed/ unpaid for a period of seven years are required to be transferred to the 'Investor Education and Protection Fund'. Further, according to the said IEPF Rules, shares in respect of which dividend has not been claimed by the shareholders for 7 (seven) consecutive years or more shall also be transferred to the Demat account of IEPF authority.
- a) During the financial year 2022-23, the Company has transferred to IEPF, Rs. 1525.50 towards Unclaimed dividend for 7 years and 1 shares in respect of which dividend has not been claimed by shareholder for 7 consecutive years is transferred to IEPF Demat account.
  - b) The dividend amount and shares transferred to the IEPF can be claimed by the concerned members from the IEPF authority after complying with the procedure prescribed under the IEPF rules. The details of the unclaimed dividends are also available on the Company's website at [www.asianstargroup.com](http://www.asianstargroup.com) and the said details have also been uploaded on the website of the IEPF Authority. Shareholders can however claim both dividend amount and equity shares from the IEPF Authority by making an online application in Form No. IEPF-5, the details of which are available on [www.iepf.gov.in](http://www.iepf.gov.in)

## Others Information

19. Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Notice of the AGM along with the Explanatory Statement for the year ended March 31, 2023 are being sent electronically to those Members whose e-mail addresses are registered with the DP/RTA and the same are also available on the website of the Company [www.asianstargroup.com](http://www.asianstargroup.com) and on the websites of BSE Limited.
20. As per Regulation 40 of the SEBI LODR SEBI Circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25th January 2022,

as amended, securities of listed companies can be transferred only in dematerialized form, except in case of request received for transmission or transposition of securities. To eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar at [sandeep@bigshareonline.com](mailto:sandeep@bigshareonline.com) in for assistance in this regard.

21. SEBI vide its Circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2002 8 dated 25th January, 2022 has mandated the listed companies to issue securities in dematerialised Form only while processing certain prescribed service requests. Accordingly, the members are requested to make service request by submitting a duly filled and signed Form ISR 4, the format of which is available on the Company's website at [www.asiastargroup.com](http://www.asiastargroup.com). Members are requested to note that any service request would only be processed after the folio is KYC Compliant.
22. Members holding shares in physical form in single name are advised to avail of nomination facility. As per the provisions of Section 72 of the Act, the facility for making nomination is available for Members in respect of shares held by them. Members, who have not yet registered their nomination, are requested to register the same by submitting Form No. SH-13. Nomination form can be downloaded from the website of the Company [www.asiastargroup.com](http://www.asiastargroup.com) or obtained from the RTA. Members are requested to submit the said details to their DP in case shares are held in electronic form and to the RTA in case shares are held in physical form.
23. Members are requested to:-
  - a) Quote DP ID and Client ID/Ledger Folio numbers in all their correspondence;
  - b) Approach the RTA for consolidation of multiple ledger folios into one; and
  - c) To avoid inconvenience, get shares transferred in joint names, if they are held in a single name and/or appoint a nominee.
24. NRI Members are requested to inform the RTA immediately of:-
  - a) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier; and
  - b) Change in their residential status and address in India on their return to India for permanent settlement.
25. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their communications to [secretarial@asiastargroup.com](mailto:secretarial@asiastargroup.com) at least five days before the date of the meeting. The same will be suitably replied to by the Company.
26. The members / investors may send their complaints/ queries, if any to the Company's RTA at [prasadm@bigshareonline.com](mailto:prasadm@bigshareonline.com) and [sandeep@bigshareonline.com](mailto:sandeep@bigshareonline.com) or to the Company at [secretarial@asiastargroup.com](mailto:secretarial@asiastargroup.com)

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

The following statement sets out all material facts relating to item nos. 5 to 7 of the accompanying Notice.

### Item no. 5

Based on the recommendation of the Nomination and Remuneration Committee and his vast experience and exposure in the day to day functioning of rough procurement and diamond manufacturing, Mr. Rahil V. Shah (DIN:- 06811700) is involved in day to day function of the Company. The Board of Directors of the Company decided to change his designation from Director (Executive) to Whole Time Director of the Company.

Mr. Rahil V. Shah (DIN:- 06811700) aged 31 years old and has been inducted steadily in different functions of the diamond business and currently is closely involved in the everyday functioning of rough procurement and diamond manufacturing. Being technology savvy, he has been instrumental in implementing new technologies at the factory and is the custodian of the integrity and veracity of our diamond pipeline.

The terms and condition of his appointment are as under:

- Period: Tenure of appointment as an Executive Director will be completed on January 17, 2024 and will be appointed as Whole time director w.e.f January 18, 2024 to December 31, 2025.
- Remuneration: Salary: Rs. 75,00,000/- (Rupees Seventy Five Lakh Only)
- The Executive Director's Relatives are the promoter of the Company and holds 74.66% of Equity Share Capital which is substantial financial interest in the Company. Mr. Vipul P. Shah, father of Executive Director holds 24.99% of Equity Share capital of the Company.
- Mr. Rahil V. Shah (DIN:- 06811700) shall not be entitled to any sitting fees for attending meetings of the Board or Committees thereof

Details as per Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India are annexed to the Notice.

Mr. Rahil V. Shah, Executive Director of the Company, is deemed as concerned and interested in the above resolution. Mr. Vipul P. Shah, Managing Director & CEO, being father of Mr. Rahil V. Shah, is interested. Mr. Arvind T. Shah, Chairman, CFO & Whole-time Director, Mr. Priyanshu A. Shah, Non-Executive Director and Mr. Dharmesh D. Shah, Non-Executive Director, being relatives are interested in the resolution set out at item no. 5 of the notice.

The Board of Directors recommends the Special Resolution as set out in item no. 5 of this notice for approval by the members of the Company

### Item no. 6:

The Members of the Company at its Annual General Meeting held on September 30, 2020 has re- appointed Mr. Vipul P. Shah as a Managing Director & CEO of the Company for a period of five years from 1st January, 2021 to December 31, 2025.

As per the provisions of the section 197 of the Companies Act, 2013, the remuneration of the managerial personnel can be fixed for a period not exceeding three years. Considering this, the approval of the members for the payment of the remuneration will end on 31st December, 2023 unless approved by the Members of the Company for the remainder period of his term at the ensuing Annual General Meeting.

Members' approval is sought for the remuneration payable to Mr. Vipul P. Shah as Chief Executive Officer and Managing Director, designated as Executive Director of the Company, in terms of the applicable provisions of the Companies Act, 2013 ("the Act").

- a. Salary: Rs. 1, 75,00,000/- (Rupees One Crore Seventy Five Lacs Only) per annum.
- b. Perquisites and benefits as per Schedule V of the Act.
- c. Powers and duties as per the provisions of the Articles of Association of the Company.

In the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Vipul P. Shah shall be governed by Section II of Part II of Schedule V of the Act and rules made thereunder, as amended from time to time.

The Board recommends the Special Resolution as set out at Item No. 6 of the Notice for approval by the Members.

Except Mr. Vipul P. Shah or their relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are

concerned or interested in the proposed resolution.

**Item no. 7:**

The Members of the Company at its Annual General Meeting held on September 30, 2020 has re- appointed Mr. Arvind T. Shah, Wholetime Director & CFO of the Company for a period of five years from 1st January, 2021 to December 31, 2025.

As per the provisions of the section 197 of the Companies Act, 2013, the remuneration of the managerial personnel can be fixed for a period not exceeding three years. Considering this, the approval of the members for the payment of the remuneration will end on 31st December, 2023 unless approved by the Members of the Company for the remainder period of his term at the ensuing Annual General Meeting.

Members' approval is sought for the remuneration payable to Mr. Arvind T. Shah as a Whole-time Director, designated as Executive Director of the Company, in terms of the applicable provisions of the Companies Act, 2013 ("the Act").

Broad particulars of the terms of remuneration payable to Mr. Arvind T. Shah are as under:

- a. Salary: Rs. 1,25,00,000/- (Rupees One Crore Twenty Five Lacs only) per annum.
- b. Perquisites and benefits as per Schedule V of the Act.
- c. Powers and duties as per the provisions of the Articles of Association of the Company.

In the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Arvind T. Shah shall be governed by Section II of Part II of Schedule V of the Act and rules made thereunder, as amended from time to time.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the Members.

Except Mr. Arvind T. Shah or their relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested in the proposed resolution.

**Place:** Mumbai

**Date:** August 07, 2023

**By Order of the Board of Directors**

**Registered Office:**

114-C, Mittal Court,

Nariman Point, Mumbai - 400021.

(CIN: L36910MH1995PLC086017)

Tel: +91 22 62444111

Email: secretarial@asianstargroup.com

Website: www.asianstargroup.com

**Arvind T. Shah**  
**Chairman, CFO & Wholetime Director**  
**(DIN: 00004720)**

Details of Directors seeking re-appointment / fixing of the remuneration at the forthcoming Annual General Meeting (pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2 on General Meetings)

Name of Director	Mr. Dharmesh D. Shah	Mr. Priyanshu A. Shah	Rahil V. Shah	Mr. Vipul P. Shah	Mr. Arvind T. Shah
<b>DIN</b>	00004704	00004759	6811700	00004746	00004720
<b>Date of Birth</b>	October 2, 1965	May 14, 1981	February 25, 1992	September 23, 1967	March 27, 1947
<b>Date of First Appointment</b>	07/03/1995	01/11/2004	17/01/2014	07/03/1995	07/03/1995
<b>Qualification</b>	B.Com	B. Com, A Certified Gemologist from G.I.A., New York.	B.Com	B.Com	B. Tech
<b>Expertise in specific / functional areas</b>	He is trained in all aspects of the industry in India and abroad. He is well travelled and has thorough knowledge of current trends prevailing worldwide as well as deep insight of future needs of diamond market.	Jewellery Operations	Rough Diamond procurement & administration	Banking & Treasury Operations, Rough Procurement	Rough Manufacturing, Factory / Job Work Supervision
<b>Shares held in the Company</b>	33,50,050	12,15,450	NIL	40,00,050	15,84,450
<b>Terms &amp; conditions of re-appointment/ variation of remuneration</b>	Non-Executive, Non-Independent Director, liable to retire by rotation	Non-Executive Non-Independent Director, liable to retire by rotation	Executive Director, liable to retire by rotation	Executive Director	Executive Director, liable to retire by rotation
<b>Remuneration last drawn</b>	N. A.	N. A.	Rs. 75,00,000	Rs. 1,75,00,000	Rs. 1,25,00,000
<b>Chairman/Member of the Mandatory Committees of the Board</b>	NIL	NIL	Member of Risk Management Committee	Member in Risk Management Committee and Corporate Social Responsibility Committee	Member in Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee Chairman in Corporate Social Responsibility Committee.
<b>Names of the Listed entities from which the Director has resigned in past 3 years</b>	NIL	NIL	NIL	NIL	NIL
<b>Inter-se relationship with other directors/ Key Managerial Personnel</b>	Promoter of the Company, Son of late Mr. Dinesh T. Shah	Son of Mr. Arvind T. Shah	Son of Mr. Vipul P. Shah	Promoter of the Company	Promoter of the Company
<b>No. of Board meetings attended during the year 2022-23</b>	1 (one)	2 (two)	4 (Four)	6(Six)	6(Six)

<b>Brief Resume / Profile</b>	<p>Mr. Dharmesh D. Shah, Non-Executive-Non Independent Director of Asian Star Company Limited, has been trained in all aspects of the industry in India and abroad. He has thorough knowledge of current trends prevailing worldwide as well as deep insight of future needs of the diamond market. He oversees sales and marketing functions of the Company, and has been instrumental in building and nurturing strategic alliances with business partners.</p>	<p>Mr. Priyanshu Shah, Non-Executive-Non Independent Director of Asian Star Co. Ltd., heads the thriving jewellery operations of the Company. He successfully straddles the production and marketing functions for, both, international as well as domestic jewellery operations. He works closely with the design team to infuse his instinctive aesthetic sense in every design. His vast knowledge of global jewellery trends has resulted in the launch of several successful collections and business initiatives.</p>	<p>Mr. Rahil V. Shah is the youngest Executive Director of Asian Star Co. Ltd. He is involved in the everyday functioning of rough procurement and diamond manufacturing. He implemented new technologies at the factory and upgrading the ERP system.</p>	<p>Mr. Vipul Shah, Managing Director &amp; CEO of Asian Star Co. Ltd. has built an empire with his astuteness, focus determination, and is a force to reckon with. His broad strategic vision, business acumen and professional conduct have contributed significantly to transforming Asian Star from a manufacturing company into a value-adding, vertically integrated business partner to its clients. He has been instrumental in establishing the Company's global network, currently one of the best in the industry.</p>	<p>Mr. Arvind T. Shah, Wholetime Director &amp; CFO of Asian Star Company Limited is responsible mainly for the diamond processing activities at all the facilities, and overall administration. He is well - versed with all the requisite quality norms and systems related to diamond manufacturing.</p>
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**Place:** Mumbai  
**Date:** August 07, 2023

**By Order of the Board of Directors**

**Registered Office:**  
114-C, Mittal Court,  
Nariman Point, Mumbai - 400021.  
(CIN: L36910MH1995PLC086017)  
Tel: +91 22 62444111  
Email: secretarial@asianstargroup.com  
Website: www.asianstargroup.com

**Arvind T. Shah**  
**Chairman, CFO & Wholetime Director**  
**(DIN: 00004720)**

## **INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at ([secretarial@asianstargroup.com](mailto:secretarial@asianstargroup.com)). The same will be replied by the company suitably.

## **INSTRUCTIONS FOR REMOTE E-VOTING:**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), read with General Circular numbers 14/2020 dated 8th April, 2020, 17/2020 dated 13th April 2020 and 20/2020 dated 5th May, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and circular 02/2021 dated January 13, 2021 read with Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) dated 12th May, 2020 issued by the Ministry of Corporate Affairs (MCA) Secretarial Standard on General Meetings (SS-2) issued by Institute of Company Secretaries of India, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL. The facility for voting through poll paper shall also be made available at the venue of the AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Yogesh D. Dabholkar, Practicing Company Secretary (CP No.: 6752) as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, and thereafter unblock the votes cast through remote e-voting, in the presence of at least two (2) witnesses not in the employment of the Company and make within 48 hours of the conclusion of the meeting a consolidated scrutinizer's report of the votes cast in favour or against, to the Chairman or to any Director or any person authorized by the Chairman for this purpose, who shall countersign the same.

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

**The remote e-voting period begins on Monday, September 25, 2023 at 9:00 A.M. and ends on Wednesday, September 27, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, September 21, 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 Thursday, September 21, 2023.**

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

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

**Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**i. Step 1: Log-in to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

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

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div data-bbox="533 1294 1182 1688" style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>  </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> </ol>

	4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> 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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

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

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

4. Your User ID details are given below :

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

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

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- b) Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [secretarial@asianstargroup.com](mailto:secretarial@asianstargroup.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request Mrs. Soni Singh, Assistant Manager or Mr. Anubhav Saxena, Assistant Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

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

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

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

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

#### **INSTRUCTIONS FOR SHAREHOLDERS/MEMBERS TO SPEAK DURING THE AGM**

- a) Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, email id, mobile number at [secretarial@asianstargroup.com](mailto:secretarial@asianstargroup.com), atleast 2 days prior to the date of AGM i.e. on or before 5.00 P.M. (IST) on Monday, September 25, 2023.
- b) Speakers will only be allowed to express their views/ask questions on first come first served basis during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- c) Shareholders will get confirmation on first come first served basis depending upon the provision made by the Company.
- d) Shareholders will receive 'speaking serial number' once they mark attendance for the meeting. Shareholders are requested to speak only when Moderator of the meeting will announce the name and serial number for speaking.
- e) Please remember 'speaking serial number' and start your conversation with panelist by switching on audio of your device.
- f) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**Place:** Mumbai  
**Date:** August 07, 2023

**By Order of the Board of Directors**

**Registered Office:**  
114-C, Mittal Court,  
Nariman Point, Mumbai - 400021.  
(CIN: L36910MH1995PLC086017)  
Tel: +91 22 62444111  
Email: [secretarial@asianstargroup.com](mailto:secretarial@asianstargroup.com)  
Website: [www.asianstargroup.com](http://www.asianstargroup.com)

**Arvind T. Shah**  
**Chairman, CFO & Wholetime Director**  
**(DIN: 00004720)**

NEW LEARNINGS

NEW LEARNINGS

**NEW LOOK**

NEW LOOK

ESTD  1971

**ASIAN STAR**

# Contents

New Learning, New Leanings, New Look	01
2022 - 2023 at a Glance	04
CEO's Message	06
About Us	08
Board of Directors	12
Management Discussion and Analysis	14
Directors' Report	22
Report on Corporate Governance	48
Financial Section	96
Corporate Information	210



Triggered by the unprecedented challenges brought forth by the Covid-19 crisis, the macro business environment has undergone significant changes in the form of economic slowdowns, shifts in business models and mindsets, and radically different consumer behaviour.

So much of the old, established, and accepted has changed.

There is an unmistakable newness in everything!

There are new views and new ways.  
There are new perspectives and new plays.  
There are new routes and new runways.

**At Asian Star, we have always embraced and respected the 'new'.**

As new realities emerged, we redrew our roadmap. As new patterns emerged, we refreshed our playbook.

With renewed vigour and renewed focus, we are now embarking on a new trajectory filled with new possibilities.

Because, we believe, it is time for a new way - a new way of looking at things and a new way of doing things. With,

**NEW LEARNINGS**

**NEW LEANINGS**

**NEW LOOK**

## NEW LEARNINGS

In the gems and jewellery business, the changes over the last three years have brought up interesting learnings around 'value'.

At Asian Star, we have long recognised that learning lays the foundation for progress, and serves as the key driver to gaining competitive advantage.

This year, we have accelerated our efforts with a sharper focus on value creation. We have integrated NEW LEARNINGS into every aspect of our business - from strategy to operations and from manufacturing to marketing. By leveraging these learnings, we have embraced new approaches and new perspectives that integrate agility and efficiency across all aspects of our work, ultimately enabling us to build and unlock value.

## NEW LEANINGS

The NEW LEANINGS at Asian Star over the last twelve months have been towards embracing new strategies to build greater value in our jewellery and diamond businesses that will propel the momentum of growth as we continue to move ahead.

Our jewellery business has always been a key driver of growth, enabling us to create differentiation and extend our reach further along the mine-to-market chain. With our new leanings on building value, we have created a clear roadmap for leveraging untapped opportunities within our jewellery business.

To begin with, we are currently in the process of adding a new 7,000 sq.ft. unit at SEEPZ, Mumbai, which will significantly enhance our capabilities and capacity to meet the growing demand of our international business. Our aim is to offer a comprehensive range of bespoke solutions for Private Labels, from conceptualisation to successful go-to-market commercialisation. Collaboration with top international and Indian designers is another focus area, as is curated jewellery events that celebrate occasions and showcase our finest creations to a select clientele. In addition, we continue to enhance our production, distribution, and support services to cater to the expanding and lucrative e-commerce/TV customer base.

At Asian Star, diamond manufacturing is our legacy, strength and pride. We have meticulously built one of the most transparent and trustworthy pipelines, ensuring the highest level of assurance and disclosure across internal and external supply chains.

We are committed to upgrading our proprietary provenance and traceability programme, 'ROOTS', which maps and records each diamond's journey along the value chain. We are increasingly collaborating with reputed mines through various programmes to bring in greater sustainability in the supply chain. To drive efficiency and accuracy, we continue to invest in technology across various aspects of our operations, including manufacturing and distribution. Our improved digital trading platform provides real-time product availability information, effortless navigation, and quick transactions, delivering increased value to our customers.

## NEW LOOK

After 18 years, we have unveiled our NEW LOOK. The new logo, design, typeface and the colour palette all reflect Asian Star's newness of vision and approach - dynamic, sharp, innovative and bold.

The new visual identity conveys the vital message that the company is set on a trailblazing path to embrace innovation. The brand icon highlights three strong references:

- the letter 'A'
- the diamond facets
- the white space making an inner star

These elements come together to reinforce the brand name and perception, and its connection to the diamond industry.

The overarching message, 'ESTD 1971', that straddles the icon reaffirms the company's experience and legacy of trustworthiness associated with its name. The blue and greens of the brand colour palette blend into a smooth gradient, symbolising continuous transition where power, integrity, and knowledge seamlessly converge towards innovative thinking and unwavering commitment.

The simple yet strong logo visually props up our passion towards the work we do, and our belief in the pursuit of excellence.

# 2022-23 at a Glance

## CONSOLIDATED FINANCIAL HIGHLIGHTS

 **TURNOVER**  
Rs. 447,825  
LAKH

 **EBITDA**  
Rs. 14,827  
LAKH

 **PAT**  
Rs. 8,264  
LAKH

 **EPS**  
Rs. 52  
PER SHARE

 **BOOK VALUE**  
Rs. 860  
PER SHARE

 **MARKET CAP**  
Rs. 1,104  
CRORE  
as on 31st March 2023

## CONSOLIDATED SEGMENT WISE REVENUE

 **DIAMONDS**  
Rs. 375,079  
LAKH

 **JEWELLERY**  
Rs. 72,517  
LAKH

 **POWER**  
Rs. 229  
LAKH

**3 YEARS**  
CONSOLIDATED  
FINANCIAL  
PERFORMANCE

	2022-23	2021-22	2020-21
TURNOVER	447,825	442,261	254,439
- DIAMONDS	375,079	366,091	200,598
- JEWELLERY	72,517	75,682	53,392
- POWER	229	488	449
EBITDA	14,827	12,997	6,356
PAT	8,264	9,383	6,393
EPS (IN Rs.)	52	59	40
BOOK VALUE (IN Rs.)	860	821	758

(Rs. in Lakh)

The company's shares are listed on the Bombay Stock Exchange (script code - 531847) in India.

## PRODUCT DASHBOARD

OUR POPULAR  
COLLECTIONS



CERAMIC  
INDULGENCE



COUTURE  
STATEMENT



ETERNAL  
PROMISE



CLASSIC  
CHIC



FUSION  
FASHION



URBAN ICE  
FOR MEN



FINE  
MAKES

# CEO's Message

“ I firmly believe that our ability to adapt to change and wholeheartedly embrace the new is paramount to our continued progress. ”

Vipul P. Shah  
CEO & Managing Director



## DEAR SHAREHOLDERS,

We are currently living in a period of a rapidly changing market landscape. Many believe that the world has witnessed more significant changes in the past two decades than the entire previous century. And change always brings about a shift, with new realities emerging and old practices becoming irrelevant. I firmly believe that our ability to adapt to change and wholeheartedly embrace the new is paramount to our continued progress.

In the fiscal year 2022-23, geopolitical developments, including the ongoing conflict in East Europe, and the aftermath of the Covid-19 pandemic have contributed to heightened global economic uncertainty. Inflation, driven by supply chain disruptions, has impacted economies across the world and stricter monetary policies implemented by the central banks for macroeconomic stability have further eroded consumer confidence.

Nonetheless, the Indian economy performed well and emerged as the fastest-growing major economy and is expected to sustain the momentum as reflected in the strong Gross Domestic Product (GDP) growth of 7.2% in FY 2022-23. It is indeed encouraging to witness this growth story unfold with a visible supply chain shift in India's favour, and its manufacturing prowess gaining global recognition. The government's emphasis on self-reliance, particularly in the aftermath of the pandemic and the Russia-Ukraine conflict, has played a vital role in India's improved outlook. The combined thrust on manufacturing, infrastructure, and energy along with the digitalization focus will drive India's economic growth, unlock new business opportunities, and generate employment.

Despite global challenges, India's gems and jewellery industry has demonstrated remarkable resilience and adaptability. In FY 2022-23, India's overall exports of gems and jewellery declined marginally by 4.74% to USD 37.46 billion as compared to USD 39.33 billion in FY 2021-22. Continued investments in technology and digital marketing to enhance operational efficiencies and customer experience have been the major drivers of the diamond industry's resilience. However, the global economic slowdown and inflationary pressures have affected the demand for diamonds in India's key markets, including the USA and China. Additionally, India has faced challenges due to economic sanctions on Russia, leading to inconsistent rough diamond supply. It is anticipated that the diamond market will regain stability in the coming months, with improved conditions in China and Far East Asia.

At Asian Star, adapting with agility has always been central to our journey. Like the captain of a ship, we

have always navigated through change by embracing 'newness' – new perspectives leading to new pathways, and new learnings leading to new leanings!

The new realities of economic headwinds, as well as evolving consumption behaviours and lifestyles have prompted us to re-evaluate the core preferences and propositions of our business. Recognising that enhancing 'value' should be our top priority, we have critically examined every aspect of our business, redefining and redesigning for higher value.

The positive outcome of this re-evaluation is evident in our steady financial performance for the year. Our consolidated revenue increased to Rs. 4,478 crore from Rs. 4,423 crore in the previous year. With our focus on 'value' underpinned by efficiency, our margins have significantly improved. Our EBITDA for the year was Rs. 148 crore, compared to Rs. 130 crore, and our PBT (excluding other income and exceptional items) was Rs. 116 crore, up from Rs. 111 crore in the previous year. Our mainstay diamond business grew to Rs. 3,751 crore from Rs. 3,660 crore, while there was a marginal decline in our diamond jewellery business from Rs. 757 crore in the previous year to Rs. 725 crore in the current year.

I am delighted to share another exciting development integral to building even more value: Asian Star's new identity. Carefully thought out and creatively conceived, our new identity reflects a fresh enthusiasm and positivity. It visually represents our values, progressive mindset, and what sets Asian Star apart as a shining star in the world of diamonds.

I am grateful to all stakeholders for their continued faith and support. With your well wishes and driven by our new learnings and new leanings, the company is firmly poised to accelerate on its journey of growth and expansion.

Stay safe!

Yours sincerely,

Vipul P. Shah  
CEO & Managing Director

# About Us

From humble beginnings in 1971, starting with a small cutting and polishing unit in Surat, to present-day glory as one of the leading and respected diamantaires, our journey of over 50 years has been a mix of challenges and rewards.

With an unwavering focus on excellence and innovation, and steadfast commitment to our values and purpose, Asian Star has established a responsible and high-value vertically integrated business. Our seamless business operations encompass ethical sourcing from top mining companies, in-house diamond and jewellery manufacturing, top-notch design and product development that transform ideas into winning products, and a global marketing network connecting us to major retail brands.

We also remain one of the first and few companies in the Indian diamond and jewellery space to be listed on the Bombay Stock Exchange back in 1996.

Today, our company stands at the cusp of transformative growth. Drawing upon the invaluable learnings from the past years, we are actively cultivating agility and efficiency across all our operations to drive value within our business and for our customers as well.

## THE PILLARS OF TRUST - FROM INTEGRITY TO ACCOUNTABILITY



## FROM MINES TO MARKET - UNVEILING THE JOURNEY OF BRILLIANCE

Prioritising ethical sourcing of rough diamonds from top mining companies to maintain control over the provenance and supply of goods.

Fostering responsible practices at our state-of-the-art cutting and polishing unit in Surat, covering 100,000 sq. ft.

Driving value creation through four cutting-edge jewellery manufacturing facilities located in Mumbai, Hosur, and Surat, covering 60,000 sq. ft.

Facilitating global marketing and distribution to key diamond markets through 21 marketing arms, including three subsidiaries.

Offering bespoke retail experience through our jewellery boutique located in Mumbai.

## THE HEART OF OUR BUSINESS - NURTURING EXCELLENCE IN EVERY OPERATION

### Cutting & Polishing Diamonds

With over five decades of experience, our skilled artisans, backed by cutting-edge technology, have honed their craftsmanship to create polished masterpieces that truly showcase their intrinsic beauty. This expertise, coupled with our unwavering commitment to upholding integrity throughout the diamond pipeline by conforming to Responsible Jewellery Council's Code of Practices and ISO 9001: 2015 by TUV NORD, forms the bedrock of our product excellence.

Our diverse portfolio includes a wide range of non-certified and certified loose diamonds, available in various shapes, colours, and qualities, with sizes up to 2 carats. The Asian Star cut, as well as our renowned EX-EX-EX Hearts & Arrows cut and other proprietary customised cuts, have become industry benchmarks. Our strategic partnerships with mine-origin programmes, including De Beers Code of Origin, De Beers Forevermark, and Canadamark, enable us to incorporate additional value and assurance into our offerings.

### Diamond Jewellery Manufacturing

Over the last 20 years, we have seamlessly integrated diamond jewellery manufacturing into our operations, propelling us up the value chain and significantly enhancing its contribution to our portfolio. Our capabilities are exemplified by the collaboration of a specialised innovation centre, cutting-edge technology, and a dedicated talent force that constantly strives to create groundbreaking styles.

While we have established a strong presence in the ever-popular bridal, fashion, and classic diamond jewellery segments, we have also ventured into thriving new areas including alternative material jewellery such as Ceramic fine jewellery, and men's jewellery featuring the Cuban category. As we pursue innovation and strive for excellence, we have embarked on manufacturing and distributing private labels and specialised jewellery for designer brands, further enriching our offerings.

### Jewellery Retailing

Our jewellery boutique serves as the final component of our integrated value chain, offering a range of prêt diamond jewellery. In addition, we provide personalised customer consultations to design and create bespoke jewellery tailored to individual preferences and special occasions.

### Power

Asian Star has a modest power business with windmills in Kerala.



## SEAMLESSLY UNITED - CULTIVATING RELATIONSHIPS TO EXPAND HORIZONS

Over the years, Asian Star has established a strong market presence and fostered strategic alliances with customers, positioning ourselves not only as a supplier but as a trusted business partner. Our collaborative work style, value-added services, and unwavering commitment to creating exceptional customer experiences have enabled us to carve a niche as valued partners to renowned jewellery brands and retailers worldwide.

We have a well-established presence at every level of the diamond supply chain, facilitated by our 21 marketing arms and subsidiaries. We operate in key diamond procurement centres like Antwerp and Dubai, as well as manufacturing hubs in India and Southeast Asia. Furthermore, our reach expands to major consumer markets including the US, Europe, China, and India.



## CARING FOR PEOPLE AND PLANET - OUR CSR COMMITMENTS

Social responsibility is ingrained in our core values, and we believe in sharing the benefits of our company with society. Our CSR endeavours extend beyond philanthropic activities to include initiatives that promote societal development. By working together with stakeholders and local communities, we aim to create a more inclusive and prosperous society, where opportunities for growth and development are accessible to all. Through our efforts in this direction, we strive to effect positive change in sectors such as education, healthcare, women's empowerment, disaster management, and environmental protection.

# Board of Directors



**ARVIND T. SHAH**  
CHAIRMAN, CFO &  
WHOLETIME DIRECTOR

With enriched experience of over 50 years in diamond manufacturing, Mr. Arvind Shah, Chairman, CFO & Wholetime Director of Asian Star Co. Ltd. is responsible mainly for the diamond processing activities at all the facilities, management of contractors as well as overall administration. He is well-versed with all the requisite quality norms and systems related to diamond manufacturing.



**VIPUL P. SHAH**  
CEO & MANAGING DIRECTOR

The CEO & Managing Director of Asian Star Co. Ltd. has created an empire to reckon with through sheer grit and visionary foresight. He has been instrumental in establishing the Company's global network, currently one of the best in the industry. He also initiated the extension and development of the jewellery business. He transformed a manufacturer company to a value added, vertically integrated supply partner. At present, he is focusing on the overseas business, including procurement of rough, and the financial aspects of the Company.



**DHARMESH D. SHAH**  
DIRECTOR

Having started his career in the diamond business from the bottom rung, Mr. Dharmesh Shah, Director of Asian Star Co. Ltd. has been trained in all aspects of the industry in India and abroad. He is well-travelled and has thorough knowledge of current trends prevailing worldwide as well as deep insight of future needs of the diamond market. Presently, he oversees sales and marketing functions of the Company, and has been instrumental in building and nurturing strategic alliances with business partners.



**PRIYANSHU A. SHAH**  
DIRECTOR

Mr. Priyanshu Shah, Director of Asian Star Co. Ltd., heads the thriving jewellery operations of the Company. He successfully straddles the production and marketing functions for, both, international as well as domestic jewellery operations. He works closely with the design team to infuse his instinctive aesthetic sense in every design. His vast knowledge of global jewellery trends has resulted in the launch of several successful collections and business initiatives.



**RAHIL V. SHAH**  
EXECUTIVE DIRECTOR

The youngest Executive Director of Asian Star Co. Ltd., Mr. Rahil Shah, represents the third generation of Shah family. Over the past years, he has been inducted steadily in different functions of the diamond business and currently is closely involved in the everyday functioning of rough procurement and diamond manufacturing. Being technology savvy, he has been instrumental in implementing new technologies at the factory and upgrading the ERP system.



**K. MOHANRAM PAI**  
DIRECTOR

Mr. K. Mohanram Pai is BA and CAIIB. He has rich and varied experience in the banking industry. He has held offices as Executive DGM of Overseas Operations Dept. with Corporation Bank and as GM CVO with United Bank of India. He is a renowned expert in financial matters.



**JAYANTILAL D. PARMAR**  
DIRECTOR

Mr. Jayantilal Dudhabhai Parmar is BCom, CAIIB and Postgraduate in Industrial Relations & Personnel Management. He has rich experience in the field of International Business and Credit & Banking Operations. He has work experience of approximately 40 years with Bank of Baroda. He has worked across countries like India (Gujarat, Rajasthan, Madhya Pradesh, Chhattisgarh, Mumbai), Uganda (Kampala) and USA (New York).



**APURVA R. SHAH**  
DIRECTOR

Mr. Apurva R. Shah is FCA, CWA and a graduate from London School of Economics and Political Sciences. He has also pursued a course in International Accounting & Finance from UK. He was a rank holder in Chartered Accountancy Examination with an award for the highest distinction in Financial Accounting and Direct Tax Laws. He is a partner of Rajendra & Co., Chartered Accountants. He has expert knowledge in the areas of Direct Taxation, Foreign Exchange Management Law, Financial Management and Business Restructuring.



**MIYAR R. NAYAK**  
DIRECTOR

Mr. Miyar R. Nayak is BCom and CAIIB. He has participated in a top management programme for Banking conducted by IIM, Ahmedabad and another programme conducted by Kellogg School of Management, USA jointly with National Institute of Bank Management. He has held offices as General Manager, HO of Corporation Bank and as Executive Director of Allahabad Bank. He has vast experience in retail and international banking and treasury operations.



**MILIND H. GANDHI**  
DIRECTOR

Mr. Milind H. Gandhi is FCA. He was an all India rank holder in the Chartered Accountancy Examination. He is the founding partner of Gandhi & Associates. Mr. Gandhi has extensive knowledge of Taxation, Audits and Corporate Consultancy. He has specialized in advising and structuring of joint ventures and also inbound and outbound investments.



**NEHA R. GADA**  
DIRECTOR

Mrs. Neha Gada, ACA, started her professional career in the year 1997. She has served at managerial position for several years at Bombay Stock Exchange in departments like corporate services, surveillance and supervision, and was instrumental in conceptualizing and implementing various systems and modules of the listing agreement. Presently she is running a consultancy firm and specializes in SEBI regulations, listing / compliances with stock exchange and corporate restructuring.

# Management Discussion and Analysis



## Management Discussion and Analysis

### ECONOMIC OVERVIEW

#### Global Economy

Following a turbulent year in 2022, the global economy is seen demonstrating signs of resilience in 2023. Short-term economic prospects have improved as the factors responsible for turbulence seem set to continue this year but with less intensity. Commodity and energy prices that had seen unprecedented rise post Russia Ukraine conflict has moderated over past few months though the war continues fuelling geo political tension. Inflation is declining gradually but at a pace lower than expected. China recovering from the set back of COVID 19 and related restrictions and is reopening slowly raising the hope of improved supply chain functioning.

However, the year ahead is expected to be full of challenges and uncertainties. Side effects from the fast rise in interest rates and tightening of monetary policies through last year are apparent amidst banking turbulence in the United States with the failure of two regional banks and collapse of confidence in Credit Suisse a global bank raising concerns of recession in the world economy.

The International Monetary Fund (IMF) has projected global Gross Domestic Product (GDP) growth to decline from 3.4% in 2022 to 2.8% in 2023 before rising to 3.0% in 2024. Global inflation is projected to decline although slower than initially anticipated, from 8.7% in 2022 to 7.0% in 2023 and 4.9% in 2024 on the back of lower commodity prices and tighter monetary policies. Advanced economies grew at 2.7% in 2022 and are expected to grow at 1.3% in 2023 and 1.4% in 2024. The Emerging Market and Developing Economies (EMDE) fared better and grew at 4.0% in 2022. For 2023 and 2024, the emerging economies are expected to grow at 3.9% and 4.2%, respectively, with China and India leading the growth.

The economic conditions have started improving with the US showing improvement on the back of an increase in private investment and improved consumer spending and reopening of the Chinese economy as the country unshackled itself from pandemic-related restrictions. A key factor for the continued economic improvement is containment of commodity prices and smooth functioning of supply chain. Fiscal policy makers have a narrow path to walk to improve the prospects and minimize the risk. The challenges faced by the globe needs a co-ordinated and collective response to bolster the global economy's resilience and achieve the best outcome.

#### Indian Economy

The Indian economy has demonstrated remarkable resilience to exogenous shocks and has repositioned itself among the world's fastest-growing economies in FY 2022-23. As per the second advance estimates released by the National Statistical Office (NSO), India's GDP growth is estimated at 7.0% in FY 2022-23 as against 9.1% growth recorded in FY 2021-22. The merchandise exports stood at an all-time high of US\$ 447.46 billion in FY 2022-23, registering a growth of 6.03%, surpassing the record exports of US\$ 422 billion achieved in FY 2021-22. Retail inflation eased to 5.66% and the wholesale-price index (WPI) inflation fell to 1.34% in March 2023 amid lower food and fuel costs.

The IMF projects the Indian economy to grow at 5.9% in FY 2023-24 before rising to 6.3% in FY 2024-25. The optimistic growth stems from a slew of factors such as strong investment activity bolstered by the government's push for infrastructure development, rebound in private consumption, improvement in capacity utilisation, technology-enabled development, and revival in credit growth.

Moreover, growth-enhancing policies such as the production-linked incentives (PLI) schemes and the government's emphasis on self-reliance will augur well for India in the coming years. With multiple growth levers in place, the Indian economy remains attractively positioned to navigate global headwinds in FY 2023-24 and reach US\$ 5 trillion mark by FY 2026-27. India is expected to become the third largest economy by FY 2027-28 surpassing Japan and Germany.

### INDUSTRY OVERVIEW

#### Global Gems and Jewellery Industry

The upbeat sentiment and positive growth witnessed post Covid continued in the first half of FY 2022-23. Global demand for natural diamond jewellery grew in the first half with US leading the growth. China was the only country to experience a decline in diamond

demand, largely due to the impact of Covid-19-related lockdowns and slowing macroeconomic fundamentals. A combination of better than expected wage growth and a steady pace of employment growth contributed towards higher consumer demand in the US. However, the persistently high inflation, interest rate hikes and tightening of monetary policies by almost all the central banks, and the global economic challenges exacerbated by the Russia-Ukraine conflict dented consumer confidence, and consequently, demand softened in the second half of the year. Rising inflation and rising interest cost had notable impact on the middle class leading to tighter budgets and softer sentiments. Mid stream players and retailers focused on lightening the inventory amidst uncertain economic scenario postponing the orders leading to dent in the prices and accumulation of inventory at upstream levels.

Digitisation and sustainability were the major trends that were seen in 2022 with the rise of digital technology and virtual consumer experiences; and increasing transparency and traceability in the diamond supply chain. The Industry is witnessing accelerated digital transformation as the online market share of diamond jewellery continues to rise. Retail brands have launched live streaming, short video marketing and other new sales strategies. Integrated e-commerce platforms continue to pay more attention to the jewellery category recognising its potential. Sustainability is the key aspect as the conscious consumer's buying decisions increasingly lie around the questions of ethics, environmentalism, and sustainability.

In the short to medium term, fears around a resurgence of the Covid-19 pandemic have been overtaken by concerns about historically high rates of inflation, soaring cost of energy and the rising cost of living for consumers globally. The geopolitical turmoil in Eastern Europe and other regions exacerbates the challenges for the global macroeconomic environment, leading to reduced consumer confidence and lower discretionary spending. On account of these factors, the industry growth is expected to remain subdued in 2023 in countries with higher inflation. Demand is expected to improve in the second half of 2023-24 with data in US indicating economic revival and China opening up gradually.

### Indian Gems and Jewellery Industry

India's gems and jewellery industry has shown remarkable resilience and perseverance in the face of global challenges. Despite high inflation in USA and other western economies, rough supply disruption due to sanctions on Russia and the pandemic-related lockdowns in China for major part of the year, the industry has managed to demonstrate a commendable performance. In FY 2022-23, India's overall exports of gems and jewellery declined marginally by 4.74% to US\$37.47 billion as compared to US\$39.33 billion in FY 2021-22.

India is the world's second-largest gold consumer and the world's largest diamond cutting and polishing centre. India is a leader in manufacturing of cut & Polished diamonds and steadily growing in jewellery manufacturing. Indian manufacturers leverage ancient jewellery traditions dating back 5000 years and are adept at employing innovative best-in-class technology to create globally appalling collections. India's gold and diamond trade contributes 7.5% to the country's GDP and 14% to India's total merchandise exports.

Government has acknowledged the contribution made by the gem and jewellery industry in country's economic growth. Recognising its potential, the Government is very supportive for development and growth of the industry. Various measures have been taken to support the small and mid size enterprises, reduction of import duty, interest subvention, development of mega common facility centres (CFC), establishment of jewellery park with state of the art facilities etc will go a long way boosting the sector. Timely implementation of the India-UAE Comprehensive Economic Partnership Agreement (CEPA) and India-Australia Economic Cooperation and Trade Agreement has resulted in a remarkable growth in industry exports. Trade agreements with various other countries are in the pipeline which will bolster the export.

### Cut and Polished Diamonds

India is a key player in the global diamond market. Nine out of every ten diamonds in the world are processed in India making it the world's largest exporter of diamonds. The industry is leading employment generator, accounting for nearly 95% of the global workforce in the diamond industry. The overall gross exports of cut and polished diamonds in FY 2022-23 declined by 9.78% to US\$22.04 billion compared to US\$24.43 billion in FY 2021-22.

Global economic slowdown and inflationary pressures affected the demand for diamonds in India's key markets, including the USA and China. Covid restrictions in China, which is the second largest consumer of CPDs accounting for 10% of the global demand, for a large part of FY23 accentuated the volume decline. However, certain regions in Europe and South-East Asia performed well. India is totally dependent on imports for its requirements of rough diamonds with Russia being one of the major suppliers. India encountered

difficulties due to inconsistent Russian rough diamond supply due to sanctions and various restrictive measures imposed due to ongoing Russia - Ukraine conflict. Also the supply is impacted with beneficiation programmes followed by many mining countries such as Namibia, Botswana, and Angola preferring to cut rough diamonds in their own countries to support economic development. Nonetheless, it is expected that stability will return to the diamond market in the coming months with improved conditions in USA, China and Far East Asia.

### Jewellery

India is rapidly gaining prominence as one of the hub of the global jewellery market owing to its low cost of production and availability of skilled labour. The sector is home to more than 300,000 gems and jewellery players. Indian jewellery designs have gained international acclaim for their exquisite craftsmanship and unique aesthetics. The intricate details, traditional and contemporary look, exclusive finishing have attracted global attention. This recognition has opened up opportunities for Indian jewellers to expand their exports and cater to the global market.

Traditionally, the jewellery business was restricted to family owned or proprietor-run entities. Over the past few years, the jewellery industry has been transforming by leaps and bounds and aligning itself with the advancing corporate culture. Moreover, from just a handful of organised retailers a decade back, India now has several large chains with a pan-India presence. Chain stores are shifting their focus to Tier 2 and Tier 3 cities, where there remains aspirational consumer demand ready to be tapped. With rapid growth and consumerism, there is a proliferation in the retail outlets and franchisee stores along with an increase in the presence of online players through e-Commerce websites and applications.

The industry is seeing increased penetration of branded and organised players due to rising brand consciousness and adoption of western lifestyles by consumers. Increasing urbanisation, pioneering product launches, and technological advancements in product development are further propelling the growth of the organised jewellery market. While the jewellery retail sector continues the trend it began over a decade ago and becomes increasingly organised, the manufacturing sector is only at the beginning of this journey. Ethical sourcing, environment sustainability, compliance with the laws of the land, safe and healthy working environment are becoming norms for the manufacturing sector. In the coming years, growth in the gems and jewellery sector will largely be contributed by the development of large retailers and brands.

To encourage and streamline the manufacturing of gems and jewellery, various state governments are looking at promoting the set-up of jewellery parks by themselves or by industry bodies. These integrated industrial parks provide access to facilities under one roof, including manufacturing units, commercial areas, and residences for industrial workers, commercial support services and an exhibition centre. The mega common facility centre (CFC) coming up in SEEPZ, Mumbai is in line with the vision of the government to modernize the sector and help the medium and small-scale units with latest technology. Similarly, GJEPC has already started building one of the largest jewellery parks in the world in Navi Mumbai, which seeks to transform Indian exports of jewellery in line with that of leading exporting countries in the world.

### OUTLOOK

The year ahead for the industry is laden with challenges as economic pressures weigh heavily on middle-class consumers. Rising inflation, restrictive central bank policies and unwinding of surplus liquidity in key markets of US and Europe have resulted in tighter budgets and a shift in consumer behaviour. Further, reopening of China is slower than anticipated and recovery is expected to take a longer time. However, the situation is expected to improve in the later half of the year with inflation and interest rates reaching its peak, stability in commodity and energy prices and moderation in supply chain issues.

Considering its tremendous contribution and growth potential, the government has declared the gems and jewellery sector as a focus area for export promotion. The Government along with all the stake holders of the gems and jewellery sector is well committed towards aggressively promoting exports, identifying challenges and addressing them, assisting exporters, especially SME units and exploring new markets while consolidating the existing ones. Various reforms have been undertaken to promote investment and upgrade technology and skills to promote 'Brand India' in the international market. Notable initiatives include 100% FDI in the sector under the automatic route; reduction in customs duty on cut and polished diamonds and coloured gemstones; and import duty cuts on gold and silver jewellery; setting up of jewellery parks; development of common facility centres amongst others.

The future growth of the gems and jewellery industry is expected to be driven by expanding middle class with rising disposable income, evolving lifestyles, rising aspiration with exposure to social media, aggressive marketing and branding by key players. Other major drivers include e-commerce boom, product innovation and technological advancements, and introduction of newer and aesthetic jewellery segments. Retailers are increasingly focusing on expanding into new jewellery categories to attract consumers. Increasing penetration of organised players implies greater availability of variety in terms of products and designs and an enhanced shopping experience. As per the research reports the Global Gems and Jewellery Market size is estimated to grow at a CAGR of 7.55% between 2022 and 2027.

## COMPANY OVERVIEW

Asian Star Company Limited (the Company) was established in 1971 and is one of the world's most prominent and respected diamantaires with a legacy spanning over 50 years. With a relentless focus on innovation and excellence, its vertically integrated operations span the entire value chain from rough sourcing to diamond cutting and polishing, jewellery manufacturing to distribution and retailing. The Company has a robust manufacturing infrastructure and highly skilled design and development team to support its operations.

The Company's operations are spread across the globe covering major diamond consuming cities, namely New York, Chicago, Antwerp, Dubai, Shanghai, Hong Kong, Bangkok and Singapore in addition to Indian cities of Surat, Mumbai, Ahmedabad, Hyderabad, Hosur and Chennai. The factories, offices and marketing arms are strategically placed at all major manufacturing, trading and consumption centres of the diamond industry.

The Company has an arrangement of direct supply of rough diamonds from the leading global mining companies. The Company is an approved manufacturer of the world's leading retail brands, reiterating its expert craftsmanship and unwavering commitment to quality and integrity. The Company follows stringent measures of quality assurance and internal audits in order to maintain the highest level of pipeline integrity, and abide by the industry-approved standards of ethical business practices by complying with the Code of Practices set down by Responsible Jewellery Council and ISO 9001:2015 certified by TUV NORD.

### Manufacturing Facility for Polished Diamond

The Company has a state-of-the-art diamond cutting and polishing facility located in Surat, Gujarat spread across an area of 1 lakh sq. ft. This facility employs over 900 skilled artisans and is equipped with modern and sophisticated equipment and technology. The Company has an extremely skilled production team capable of addressing different complexities of diamond cutting. The Company is recognised for its consistency in quality and cut and its products are acknowledged as 'Asian Star Make' in the global industry. Its extensive portfolio spans varied colours and shapes with diamonds ranging up to 5 carats in size in fine make. The certified diamonds, EX-EX-EX Hearts & Arrows cut, and other proprietary customized cuts produced by the Company are benchmarks in the industry. Our portfolio of special cuts and mine-origin programmes enables us to deliver the differentiation that gives our customers a competitive edge in the market. The Company has earned a sterling reputation for both the exceptional quality of its diamonds and its collaborative working culture.

### Manufacturing Facility for Jewellery

Over the years, our dedication and innovative outlook led to our growth from being a generic manufacturer to offering custom-made collections and private-labels as a full-service jewellery powerhouse. Backed by its world-class manufacturing competencies, the Company has emerged as the supplier of choice for leading jewellery brands and retail chains worldwide. It has three in-house manufacturing facilities - two located at SEEPZ and MIDC in Mumbai, Maharashtra; and one at Hosur in Tamil Nadu, spread across a total area of 60,000 sq. ft. The annual production capacity of these units is around 7,50,000 pieces. The SEEPZ facility exclusively caters to international markets, and the MIDC and Hosur units serve domestic market demand. The Company has established expertise in bridal, fashion, solitaires ceramic fine jewellery and men's jewellery. It has also commenced manufacturing and distribution of specialised jewellery for designer brands and private labels.

## Distribution

The Company has a widespread presence in major diamond trading and consuming centres in Asia, Europe, USA and Middle East. With its extensive marketing network, the Company has access to information on the latest market updates and global design trends, which enables it to better serve its customers and deliver unique products. At the heart of Company's business strategy lays the sincerity of always putting our customers first, and the passion to create customer experiences that are personal, positive and beyond expectations. Harnessing its vast knowledge of the product and the market, the Company endeavours to fulfil its customers' every need by offering bespoke services and value-add programmes.

## Retail

The Company has a spacious and luxurious jewellery boutique, housing prêt diamond jewellery and serving high net-worth individuals (HNIs). It offers curated collections of exquisitely crafted, versatile and wearable pieces. The boutique also undertakes customised orders to create innovative, bespoke jewellery for discerning customers for special occasions. The unique collections are inspired by diverse sources such as nature, art and history.

## FINANCIAL OVERVIEW

FY 2022-2023 witnessed a decelerating economic conditions across the globe amid rising inflation, aggressive monetary tightening and geo political tensions due to Russia - Ukraine war and continuing stringent restrictions in China to curb the Covid cases. The conditions deteriorated further during the third quarter with three major economies the USA, China and Europe weakening further igniting fear of recession. The Gem and Jewellery industry also had its impact as the demand slowed down in the key markets in the second half with dent in consumer spending power and sentiment.

The Company has achieved a steady and satisfactory performance during this challenging and uncertain economic scenario. The Company has continued to scale the new highs with consolidated turnover for the year reaching Rs.4,478 crore from that of Rs. 4,423 crore in FY 2022-23. With focus on 'value' underpinned by efficiency, our margins have significantly improved. EBIDTA for the year was Rs. 148 crore, compared to Rs. 130 crore, and our PBT (excluding other income and exceptional items) was Rs. 116 crore, up from Rs. 111 crore in the previous year. Our mainstay diamond business grew to Rs. 3,751 crore from Rs. 3,660 crore, while there was a marginal decline in our diamond jewellery business from Rs. 757 crore in the previous year to Rs. 725 crore in the current year. The Company will closely monitor and access the developments in the coming year and re-evaluate and realign its strategies to achieve greater heights.

## OPPORTUNITIES

### India emerging as a preferred destination

In recent years, the world has witnessed a shift in the global economic landscape due to geopolitical and trade tensions between major nations. This has led to a surge in the adoption of the China Plus One strategy by multinational corporations, which seeks to reduce their dependence on China by diversifying their investments to other nations. India, with its robust manufacturing sector and favourable government policies, has emerged as a significant beneficiary. The China Plus One strategy presents significant opportunities for India to enhance its manufacturing capabilities and attract more foreign investment which augurs well for the gems and jewellery sector.

### Evolving customer preferences for sustainably sourced diamonds

Ethical sourcing and sustainability have become major factors influencing the buying decisions of millennial and Gen Z. Consumers are increasingly demanding to know the origin of their diamonds. In the recent years, through the application of blockchain technology, the industry has made great strides in product traceability system to track the entire journey of a diamond from mine to market. All the organised players are following the globally accepted norms and guideline which enhances consumer confidence. This has helped Indian players emerge as the preferred supplier to all the leading Jewellers and Retail chains across the globe.

### Growing proliferation of technology and digital marketing

The rise of digital technology continues to transform the way diamonds and jewellery are marketed and sold. With more and more

consumers shopping online, diamond retailers are investing in digital platforms and virtual experiences to enhance their customer engagement and sales. Leading players are introducing virtual-reality (VR) experiences, through which, customers can select any jewellery, see it from different angles and zoom on it to view intricate designs. Online sales which account for about 1-2% of the fine jewellery segment has tremendous potential.

### **Rising demand for jewellery among young, middle-class population**

With a growing population of young, aspirational middle class consumers and working women, the jewellery sector is poised to benefit from an increase in disposable incomes and a desire for luxury items. Weddings and festivals remain the most important drivers of jewellery demand while bridal jewellery alone accounts for at least half of the market share. The emergence of festival gift exchanges and changing consumer preferences toward celebration presents for their families and friends are also driving the growth.

## **RISKS, THREATS & CONCERNS**

### **Challenges owing to sanctions on Russia**

India is dependent on import of rough diamonds for its raw material requirements. Russia is one of the major suppliers of rough diamonds accounting for about 30-35% of the supplies. Sanctions on Russia have affected the supplies of rough diamond resulting in uncertainty about its availability and firming up prices of rough diamonds. This can have major impact on the diamond polishing segment. The Company has been preferred customer with the major mining companies and has been able to procure its requirements without many difficulties.

### **Slowdown in consumer demand amidst tightening monetary conditions**

Record high inflation amid recessionary conditions in the West is worrying manufacturers in the gems and jewellery sector. Major economies across the world have been tightening their monetary policies and raising interest rates to stymie rising inflation which has impacted consumer sentiment and capacity for spending on luxury and jewellery products. Demand is expected to improve from the second half of the year with data for the past few months indicating that inflation has peaked and economic situation is stabilising.

### **Delay in re opening of Chinese market**

China has been grappling with challenges posed by the spread of Covid 19. Its zero tolerance policy with strict restrictive measures has crippled their economy drying up the demand for gems and jewellery. China is gradually reopening and their government has been taking various measures to support the economy. However, it is slow paced and taking longer than expected. China is one of the major markets for the Industry albeit for larger size stones, is having a major impact on the overall export. The Company is not affected much as its core business is in smaller sizes of diamonds.

### **Increasing popularity of lab-grown diamonds**

Lab-grown diamonds continue to gain popularity among consumers, particularly among millennials and Gen Z, who prioritize sustainability and ethical sourcing. Also it provides an affordable option which can have a major influence on buying decisions in the current economic scenario. The demand for these diamonds is mainly in larger size stones as it can have a material impact in terms of value involved and also the production of smaller goods is not very cost effective. Industry is aggressively promoting the natural diamonds and all the organised players have been following regulations for ethical sourcing and sustainability giving comfort and confidence to the consumers. Cost optimisation and innovative designs are the other measures adapted by the industry to face this challenge.

## **INTERNAL CONTROLS**

The Company has a robust internal financial reporting and control system for appropriate and accurate recording and reporting of financial and operational information and safeguarding of its assets. In keeping with the size and nature of its business and complexity of its operations, the Company has included detailed processes, guidelines, and procedures in the internal control systems. The internal control framework encompasses governance, compliance, audit, control, and reporting, with a strong intent to confirm to

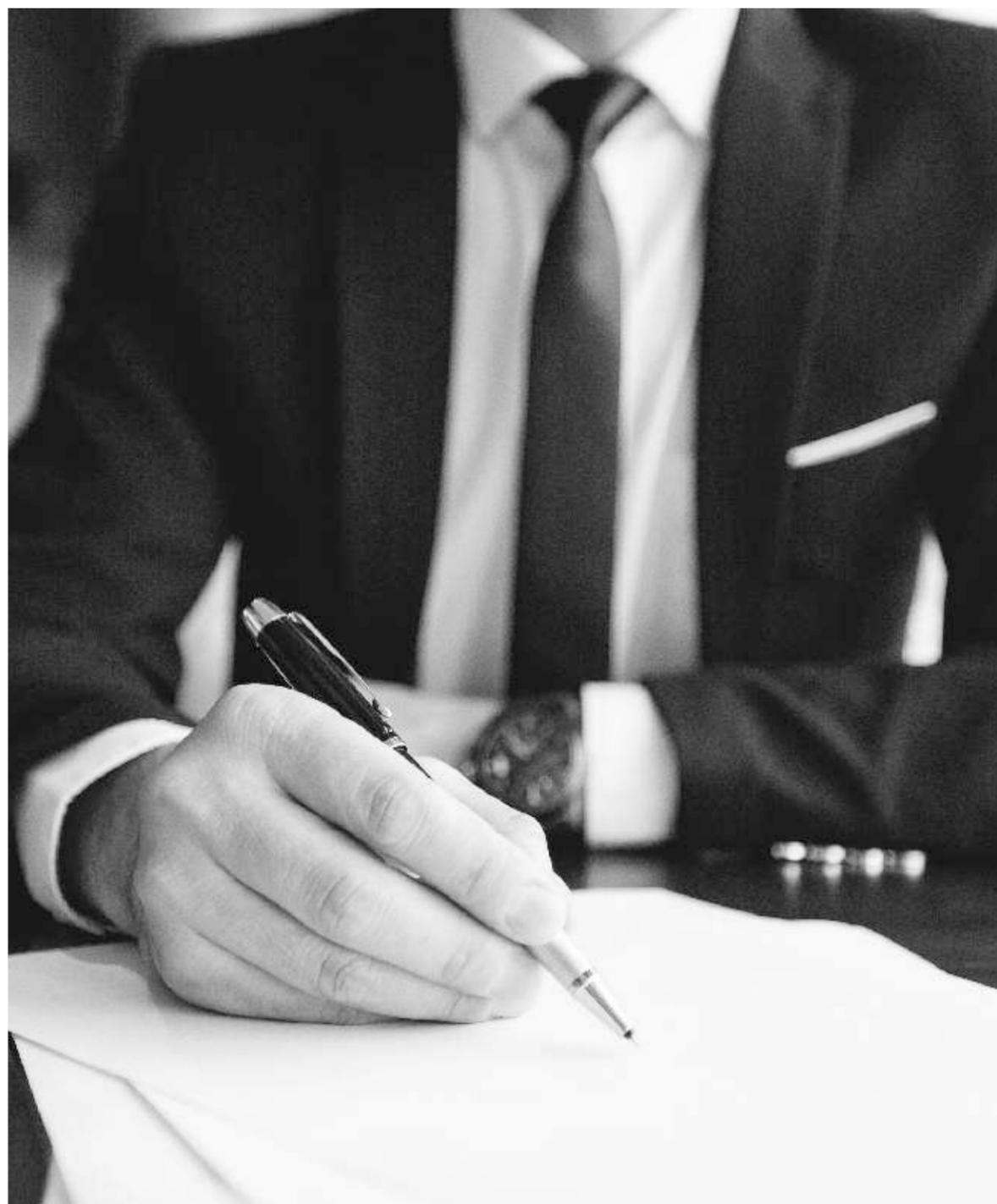
compliance with all applicable laws and regulations. The internal control systems are responsible for safeguarding sensitive data, conduct audit process, maintain proper accounting controls, accurate documentation, and monitor all operations. The internal controls facilitate prompt detection and redressal of any deviations in business operations.

The Audit Committee periodically reviews the internal control systems to ensure their adequacy and effectiveness and smooth operations with minimal risk of fraud or any other discrepancies. The Board also monitors the review conducted by the Audit Committee and ensures correction of any variance, as may be required. During the year under review, no material weakness was reflected in the design or operation.

## **HUMAN RESOURCES**

Employees are the most important asset and pivotal to the growth and success of the Company. The HR policy of the Company aims to create a congenial, transparent, and inclusive work environment for the overall growth and development of its workforce. The Company strives to maintain high levels of engagement, consistent performance, and an innovative mindset to minimise attrition. Periodic learning and development trainings, interactive sessions and conversations between the management and employees, and quality and production workshops are organised to foster a growth-oriented culture. Regular skill development and training programmes are also conducted to enhance the skills and capabilities of employees. Employee satisfaction and empowerment is ensured through appropriate reward and recognition programmes in addition to sincere appreciation by the management.

# Directors' Report



## BOARD'S REPORT

Dear Members,

Your Directors are pleased to present the Twenty Ninth Annual Report together with Audited Financial Statements (Standalone and Consolidated) for the Financial Year ended March 31, 2023.

### Financial Results

(Rs. in lakhs)

PARTICULARS	Standalone		Consolidated	
	2022-2023	2021-2022	2022-2023	2021-2022
Revenue from operations	3,42,702.09	3,03,424.84	4,47,825.15	4,42,260.74
Add: Other Income	(793.67)	1,025.68	(1,033.05)	779.29
Total Revenue	3,41,908.42	3,04,450.52	4,46,792.10	4,43,040.03
Less: Total Expenditure	3,31,158.70	2,94,595.14	4,32,997.76	4,29,263.84
Operating Profit (PBDIT)	10,749.72	9,855.38	10,794.34	13,776.19
Less: Interest and Depreciation	2,801.39	1,615.47	3,231.79	1,932.17
Profit before Exceptional Items and Tax	7,948.33	8,239.91	10,562.55	11,844.02
Exceptional Items - Income / (Loss)	(81.12)	(530.24)	(81.12)	(530.24)
Profit before tax	7,867.21	7,709.67	10,481.43	11,313.78
Provision for Tax	2,433.65	2,232.08	2,480.04	2,260.57
Provision for Deferred Tax	(297.85)	(351.35)	(297.87)	(351.21)
Less / (add): Minority Interest in Profit	-	-	35.37	21.66
Profit after Tax	5,731.41	5,828.94	8,263.89	9,404.42
Other Comprehensive Income	6.82	(41.85)	(393.17)	(148.24)
Total Comprehensive Income	5,738.23	5,787.09	7,870.72	9,234.52

### Financial Performance of the Company

FY 2022-2023 witnessed a decelerating economic conditions across the globe amid rising inflation, aggressive monetary tightening and geo political tensions due to Russia - Ukraine war and continuing stringent restrictions in China to curb the Covid cases. The conditions worsened during the third quarter with three major economies the USA, China and Europe weakening further. Central Banks of major developed economies continued raising interest rates to curb the rising inflation resulting in liquidity crunch and fear of recession. The Gem and Jewellery industry also had its impact as the demand slowed down in the second half with dent in consumer spending power and sentiment.

Amidst these volatile and uncertain economic environment the Company had a steady financial performance for the year. Turnover for the year on standalone basis stood at Rs.342,703 lakh lacs with a growth of 12% over that of Rs. 3,03,425 lakh achieved during the previous year. EBIDTA for the year was Rs. 11,543 lakh, compared to Rs. 8,830 lakh with growth of an outstanding growth 31% whereas Profit before tax excluding other income and exceptional items stood at Rs.8,742 lakh for the year under review as compared to Rs.7,214 lakh for the previous year representing jump of 21%.

Company's consolidated revenue during the year increased to Rs. 4,47,825 lakh from Rs. 4,42,261 lakh in the previous year. With our focus on 'value' underpinned by efficiency, our margins have significantly improved. Our EBIDTA for the year was Rs. 14,827 lakh, compared to Rs. 12,997 lakh, and our PBT (excluding other income and exceptional items) was Rs. 11,596 lakh, up from Rs. 11,065 lakh in the previous year.

We at Asian Star strongly feel that overall downturn in the global economy is bottoming out. This is passing phase of consolidation for the Industry and Asian Star before bouncing back to new highs.

## Dividend

The Directors are pleased to recommend a final dividend on equity shares at the rate of 15% (i.e. Rs. 1.50 per Equity Share of Rs. 10/- each) which will be Rs. 240.10 Lakhs subject to the approval of the members at the ensuing Annual General Meeting would be paid to members whose name appears in the Register of Members as on the Book Closure date.

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of the shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source (TDS) from dividend paid to the members at prescribed rates as per the Income-tax Act, 1961. The Dividend Distribution policy for your company is available on the website of your Company, weblink of which is given below:

<https://www.asianstargroup.com/wp-content/themes/appwaychild/pdfs/cg/2320Dividend%20Distribution%20Policy.pdf>

## Transfer to Reserves

During FY 2022-23, the Board of your Company has not recommended the transfer of any amount to reserves and has decided to retain the entire amount of profits for Financial Year 2022-23 in the profit and loss account.

## Deposits, Loans, Advances and Other Transactions

Your Company has not accepted any deposits from public or its employees and, as such no amount on account of principal or interest on deposit were outstanding as of the Balance Sheet date. Your Company has not given any loans and advances, which are required to be disclosed in the annual accounts of the Company pursuant to Regulation 34(3) read with Schedule V of the SEBI LODR. Further, in terms of Regulation 34(3) read with Schedule V of the SEBI LODR, details of the transactions of the Company, with the promoter(s) and related parties as on 31st March, 2023, in the format prescribed in the relevant accounting standards for annual results, are given in Note no. 32 to the standalone financial statement.

## Share Capital

During the year, there has been no change in authorised share capital of the company. The Issued, Subscribed and Paid-up equity share capital of the company was Rs. 16,00,68,000/- divided into 16006800 equity shares of Rs. 10/- each of the Company as at 31st March, 2023.

## Credit Rating

The Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agencies as given below:

Instrument	Rating Agency	Rating	Rating Action
Long-term/Short-term Bank Facilities (Fund Based)	CARE	CARE A-; Stable/ CARE A2+ (Single A Minus; Outlook : Stable/A Two Plus)	Reaffirmed

## Subsidiaries, Associates and Joint Ventures

As on 31st March, 2023, the Company has 3 wholly owned subsidiaries, one Joint Venture and one associate. A report on the performance and financial position of each of the subsidiaries, joint venture and associate has been provided in Form AOC-1 as per Section 129(3) is attached as Annexure A.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements including consolidated financial statements along with relevant documents and separate audited financial statements of subsidiaries are available on the website of the Company at [www.asianstargroup.com](http://www.asianstargroup.com).

## Performance of Subsidiary Companies

### Asian Star DMCC

Asian Star DMCC carries out trading in diamonds catering mainly to UAE market. The Gross Revenue of the Company for F.Y 2022-23 is US \$ 169,734,723 as compared to US \$ 207,763,564 (Previous Year). Profit for the year is US \$ 2,978,794 as compared to US \$ 5,046,702 (Previous Year).

### Asian Star Company Limited (USA)

Asian Star Company Limited (USA) is in the business of diamond trading and caters to the USA market. Gross Revenue of the company stood at US \$ 25,052,813 for the F.Y 2022-23 as compared to US \$ 23,587,433 (Previous Year). Net Profit / (Loss) after tax for the year is US \$ 105,461 as compared to US \$ 93,757 (Previous Year).

### Asian Star Trading (Hong Kong) Limited

Asian Star Trading (Hong Kong) Limited is engaged in trading of diamonds. Gross Revenue of the Company stood at US \$ 3,74,002 for the F.Y 2022-23 as compared to US \$ 51,003 (Previous Year). Profit after tax is US \$ 29,062 as compared to US \$ 33,747 (Previous Year).

## Associates

### Shah Manufacturers

Shah Manufacturers engaged in processing of diamond on job work basis. Gross Operating revenue for Current year is Rs. 4,353 lakhs as compared to Rs. 4,302 lakhs (Previous Year). Profit after tax Rs. 35.26 Lakhs as compared to Rs. 22.46 lakhs (Previous year).

## Joint Venture

### Ratnanjali Infra LLP

Ratnanjali Infra LLP engaged in construction of commercial and residential complexes in Ahmedabad, Gujarat.

There has been no change in the nature of business of the subsidiaries and associate Company.

## Secretarial Standards

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

## Management Discussion and Analysis Report

The Management Discussion and Analysis Report, as required in terms of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in separate section forming part of this Annual Report.

## Corporate Governance Report

Your Company has always been devoted to adopting and adhering to the best Corporate Governance practices. The Company understands and respects its fiduciary role and responsibility towards stakeholders and society at large and strives hard to serve their interests, resulting in creation of value and wealth for all stakeholders.

The Corporate Governance, which form an integral part of this Report, is set out as separate Annexure, together with the Certificate of compliance form Statutory Auditor of the Company V. A. Parikh & Associates LLP, Chartered Accountant regarding compliance with the requirements of Corporate Governance as stipulated under various regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## Business Responsibility & Sustainability Report (BRSR)

The Securities and Exchange Board of India ('SEBI'), in May, 2021, introduced new sustainability related reporting requirements to be reported in the specific format of Business Responsibility and Sustainability Report ('BRSR'). Further, SEBI has mandated top 1,000 listed companies, based on market capitalization, to transition to BRSR from FY 2022-23 onwards.

In accordance with Regulation 34(2)(f) of the Listing Regulations, BRSR, covering disclosures on the Company's performance on Environment, Social and Governance parameters for FY23, is part of this Integrated Report. BRSR includes reporting on the nine principles of the National Voluntary Guidelines on social, environmental and economic responsibilities of business as framed by the MCA. Cross referencing is provided in relevant sections of Integrated Report with suitable references to the BRSR.

## Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

There have been no other material changes and commitments affecting the financial position of the Company which have occurred between March 31, 2023 and the date of this Report, other than those disclosed in this Report.

## Annual Return

The Annual Return in Form MGT-7 for the financial year ended 31st March, 2023, is available on the website of the Company at [www.asianstargroup.com](http://www.asianstargroup.com)

## Unclaimed Dividend and Shares

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF, established by Central Government of India after the completion of seven years. According to these rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF Authority. During the year, the Company has transferred the unclaimed dividends of Rs. 1525.50/- and no shares were transferred to IEPF. The details are provided in the Shareholder Information Section of this Annual Report and are also available on our website at [www.asianstargroup.com](http://www.asianstargroup.com).

## Directors and Key Managerial Personnel

### A. Key Managerial Personnel

The following are Key Managerial Personnel of the Company:-

1. Mr. Arvind T. Shah: Chairman, CFO & Whole-time Director
2. Mr. Vipul P. Shah: Chief Executive Officer and Managing Director
3. Mrs. Sujata D. Nadgouda: Company Secretary & Compliance Officer (upto June 30, 2022)
4. Mr. Sandeep Ramesh Bhandari: Company Secretary & Compliance Officer (Appointed w.e.f. December 28, 2022 and resigned on February 28, 2023)
5. Ms. Pujadevi R. Chaurasia : Company Secretary & Compliance Officer (Appointed w.e.f March 13, 2023.)

Mrs. Sujata D. Nadgouda, Company Secretary & Compliance Officer resigned w.e.f June 30, 2022 due to family reason.

Further based on the recommendation of the Nomination and Remuneration Committee (NRC) and the Board, vide resolution passed on December 28, 2022, approved appointment of Mr. Sandeep R. Bhandari as a Company Secretary & Compliance Officer of the Company. He resigned from his position w.e.f February 28, 2023 due to his personal reason.

On recommendation of the Nomination and Remuneration Committee (NRC) and the Board, vide resolution passed on March 13, 2023 Ms. Pujadevi R. Chaurasia was appointed as Company Secretary & Compliance Officer of the Company.

### B. Re-Appointment:

Pursuant to Section 152 of the Companies Act, 2013 and Article 153(a) of the Articles of Association of the Company, Mr. Priyanshu A. Shah (DIN: 00004759) and Mr. Dharmesh D. Shah (DIN: 00004704), Non-Executive Non- Independent Director retires by rotation at the 29th Annual General Meeting of the Company and being eligible has offered themselves for re-appointment. The Board has recommended their re-appointment at the forthcoming Annual General Meeting as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Brief resume and other details of Mr. Priyanshu A. Shah (DIN: 00004759) and Mr. Dharmesh D. Shah (DIN: 00004704) in terms of Regulation 36(3) of SEBI LODR and Secretarial Standards on General Meeting, are provided in the Corporate Governance Report forming part of the Annual Report. Both these Directors are related to each other. Both the abovementioned Directors are not disqualified from being re-appointed as Directors by virtue of the provisions of Section 164 of the Companies Act, 2013.

### C. Board Independence:

Our definition of 'Independence' of Directors is derived from SEBI(LODR) Regulations and Section 149(6) of the Companies Act, 2013.

The following Non-Executive Directors are Independent:-

1. Mr. K. Mohanram Pai
2. Mr. Apurva Shah
3. Mr. Milind Gandhi
4. Mr. M. R. Nayak
5. Mrs. Neha Gada
6. Mr. Jayantilal Parmar

### D. Declaration by Independent Director(s)

All Independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015. Further, all necessary declarations with respect to independence have been received from all the Independent Directors and also received the confirmation that they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act. The terms and conditions for the appointment of the Independent Directors are given on the website of the Company.

## Board Meetings

During the year, Six (6) Board Meetings were convened and held, the details of which are given in the "Report on Corporate Governance", a part of this Annual Report.

## Policy on Board Diversity and Director's Appointment and Remuneration Policy

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical backgrounds, age, ethnicity, race and gender that will help us retain our competitive advantage. The current policy of the board is to have an appropriate mix of Executive, Non-Executive and Independent Directors to maintain the independence of the Board and separate its functions of governance and management. As of March 31, 2023, the Board comprises of 11 members, 3 of whom are Executive Directors, 2 are Non-Executive and Non-Independent Directors and 6 Independent Directors. As per regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has one Independent Women Director on its board.

The policy of the Company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) Section 178 of the Companies Act, 2013, is available on our website at <https://asianstargroup.com/corporate-governance.aspx>

We affirm that the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

## Committees of the Board

There are currently Seven Committees of the Board, as follows:

- Audit Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility Committee
- Nomination and Remuneration Committee
- Risk Management Committee
- Finance Committee
- Corporate Governance Committee

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

## Annual Evaluation of the performance of the Board, Committees and of Directors

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors individually (including Independent Directors) as well as the evaluation of the working of its Committees. The Independent Directors in their Meeting have evaluated the performance of Non-Independent Directors and the Board as a whole and Chairman of the Board. The criteria of evaluation are described in the 'Report on Corporate Governance, a part of this Annual Report.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure for the performance evaluation process for the Board, its Committees and Directors. The evaluation of all the Directors, Committees, Chairman of the Board, and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The evaluation parameters and the process have been explained in the Corporate Governance Report.

## Familiarisation Programme of Independent Directors

All new Independent Directors inducted into the Board attend an orientation program known as Familiarisation Programme, which is for every new Independent Director of the Board to familiarise the new inductee(s) with the strategy, operations and functions of our Company. The Executive Directors / Senior Managerial Personnel make presentations to the inductees about the Company's strategy, operations, product and service offerings, markets, organization structure, finance, human resources, technology, quality, facilities and risk management. In addition, the Company also keeps the Independent Directors, updated on the events and developments in the industry and business environment.

## Corporate Social Responsibility (CSR)

Company has a CSR Policy emphasising its focus on community development projects, prioritizing local needs in the area of education, health, livelihood and environment, for ensuring long term sustainable benefits. Detailed policy is available on website of your Company [www.asianstargroup.com](http://www.asianstargroup.com)

CSR programs or projects to be undertaken by the Company in terms of this Policy, shall relate to one or more activities listed in Schedule VII of the Companies Act, 2013, at present or as may be amended from time to time. The CSR Committee comprises of Mr. Arvind T. Shah, Executive Director (Chairman), Mr. Vipul P. Shah, Executive Director, (Member) and Mr. Milind H. Gandhi, Independent Director (Member).

Details of meetings held during the year, are provided in detail in the "Report on Corporate Governance", a part of this Annual Report.

As part of its initiatives under "Corporate Social Responsibility" (CSR), the company has contributed funds for the schemes of promotion of education, medical aid, eradicating hunger and malnutrition, promoting special education, promoting education facilities for tribal children and rural development projects etc. The contributions in this regard have been made to various registered trust which are undertaking these schemes.

The Report on CSR activities is annexed herewith as Annexure B.

## Risk Management Committee:

In compliance with Regulation 21 of Listing Regulations, a Risk Management Committee has been constituted by the Board. Risk

Management Committee has been entrusted with roles and powers which includes: a) Review and approval of Risk Management Plan b) Review progress on the Risk Management Plan c) Propose methodology on risk classification and measurement. The Company has laid out a Risk Management Plan for identification and mitigation of risks. The Risk Management Committee of the Board provides reasonable oversight of the risks.

The Risk management Committee is required by SEBI (LODR) (Second Amendment), Regulations, 2021 was constituted, the composition of the same is as follow:

Name of the Directors	Designation	Category
Mr. Vipul P. Shah	CEO & Managing Director	Chairman
Mr. Jayantilal D. Parmar	Non-Executive, Independent Director	Member
Mr. Rahil V. Shah	Executive Director	Member

Details of meetings held during the year, are provided in detail in the "Report on Corporate Governance", a part of this Annual Report.

## Particulars of Employees and Remuneration

The table containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is appended as Annexure C to the Board's report.

Other information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

## Auditors

### a. Statutory Auditors

The members at the Annual General Meeting held on September 30, 2022 had appointed M/s. V. A. Parikh & Associates LLP, Chartered Accountants (Firm Registration No. 112787W/W100073) as the Statutory Auditors for five consecutive years from the conclusion of 28th Annual General Meeting till the conclusion of the 33rd Annual General Meeting of the Company. The Statutory Auditors have confirmed their independent status.

The notes of the financial statements referred to in the Auditors' Report issued by M/s. V. A. Parikh & Associates LLP, Chartered Accountants, Mumbai for the financial year ended on 31st March, 2023 are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

### b. Internal Auditors

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules 2014, the Board of Directors of your Company at its meeting held on May 30, 2022 has appointed M/s V. L. Tikmani and Associates having Firm Registration No. 132583W, to undertake the Internal Audit of the Company for the year ended March 31, 2023.

### c. Secretarial Auditors

Pursuant to provision of section 204 of the Companies Act, 2013 and rules made thereunder, the Board of Directors of your Company held on May 30, 2022 has appointed M/s Yogesh D. Dabholkar & Co., Practicing Company Secretaries (C.P. No. 6752) to undertake the Secretarial Audit of the Company for the year ended March 31, 2023. The Secretarial Audit Report is annexed as Annexure D and forms an integral part of this Report.

### d. Cost Audit

The Company is not required to maintain cost records as per sub-section (1) of Section 148 of the Act.

### Particulars of Loans, Guarantees or Investments

Details of Loans, Guarantees or Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements

### Related Party Transactions

All Related Party Transactions entered into during the financial year were on an arm's length basis and in the ordinary course of business. There are no material significant related party transaction made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons and their relatives which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee for approval. A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

The "Policy on materiality of and on dealing with related party transactions" (as amended) as approved by the Board may be accessed on the Company's website at the link [www.asianstargroup.com](http://www.asianstargroup.com).

The Directors draw attention of the members to note no. 32 to the standalone financial statement which sets out related party disclosures.

### Details of significant and material orders passed by the regulators/courts/tribunals impacting the going concern status and Company's operations in future

No significant material order has been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

### Energy conservation, Technology Absorption and Foreign Exchange Earnings and Outgo Conservation of Energy.

Company has been pursuing generation of energy from wind power through establishment of Wind Turbine Generators (WTGs) since 2006. The Company's windmills are located in the state of Pallakad and Kerala.

#### Wind Energy

As a part of its social commitments and endeavor to carry out operations in a more sustainable manner, the Company has always been inclined to promote a cleaner and greener environment. The Company has been pursuing generation of energy from wind power through establishment of Wind Turbine Generators (WTGs) since 2006. The Company's windmills are located in the state of Maharashtra and Kerala. During the year 2022-23, the Company has generated 79.91 lakhs kwh resulting in the sales of Rs. 229 lakhs. During the year the Company has sold its windmills located at Sangli - Maharashtra as they were ageing and generation was depleting year on year.

#### Technology Absorption

The Directors are in constant touch with ongoing research in the world to upgrade and absorb improved technology for better line of products and to yield better quality, cost reduction and worldwide acceptability of its range of products.

#### Foreign Exchange Earnings and Outgo

The Company has earned Rs. 1,95,898.89 lakhs in foreign exchange by way of exports and dividend and has spent Rs. 188,614.56 lakhs in foreign exchange, for the import of raw materials, machinery & consumables, foreign travel, repairs and maintenance. The Directors are making their best endeavors to earn foreign exchange.

The particulars in respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under section 134(3)(m) of the Companies Act read with the Companies (Accounts) Rules, 2014 are appended as Annexure E to this Report.

### Directors' Responsibility Statement

As required under Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

- (i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (ii) They have 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 profits of the Company for that period.
- (iii) They have 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.
- (iv) They have prepared the annual accounts on a 'Going Concern' basis.
- (v) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively, and
- (vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### Internal Financial Controls

The Company has in place adequate internal financial controls with reference to the Financial Statements. The Audit Committee of the Board reviews the internal control systems including internal financial control system, the adequacy of internal audit function and significant internal audit findings with the management, Internal Auditors and Statutory Auditors.

### Risk Management

The Company operates in conditions where economic, financial and other risks are inherent to its businesses. To overcome this and as per requirement of the applicable provisions of the Listing Regulations (erstwhile Listing Agreement entered into with the Stock Exchanges), Board has formed a Risk Management Policy to regulate the plan for the key risks faced by the Company. The Company has developed a very comprehensive Risk Management Policy under which all key risks are identified and controlled. The same is reviewed periodically by senior management and also by the Board.

The provisions of Regulation 21 of SEBI LODR became applicable and therefore, the Board of your Company at its meeting held on 14th May, 2021 has constituted the Risk Management Committee consisting of Mr. Vipul P. Shah, CEO & Managing Director, Mr. Rahil V. Shah, Executive Director and Mr. Jayantilal D. Parmar, Independent Director. The role of the committee inter alia, includes, formulation, overseeing and implementation of Risk Management policy, Business Continuity Plan, and to ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.

### Listing

The Equity Shares of the Company are listed on Bombay Stock Exchange Limited. The Company has paid listing fees for the year 2022-23.

### Documents placed on the website:

The following documents have been placed on the website: [www.asianstargroup.com](http://www.asianstargroup.com) in compliance with the Act:

- 1) Code of Conduct for Board of Directors and Senior Management
- 2) Terms & Conditions of Appointment of Independent Directors
- 3) Familiarization Program for Independent Directors
- 4) Whistle Blower Policy
- 5) Policy on Related Party Transactions
- 6) Investors Contact
- 7) Nomination & Remuneration policy
- 8) Corporate Social Responsibility Policy
- 9) Composition of Board & Committees

- 10) Board Diversity Policy
- 11) Criteria for Making Payments to Non-Executive Directors
- 12) Policy for Determination of Materiality of Events or Information
- 13) Policy for Determining Material Subsidiaries
- 14) Policy on Preservation of Documents and Archival Policy
- 15) Code for Fair Disclosure of UPSI.
- 16) Policy on Material Related Party Transaction
- 17) Policy on prohibition of Insider Trading
- 18) Dividend Distribution policy.

### Special Business

As regard the items of the Notice of the Annual General Meeting relating to special business, the resolutions incorporated in the Notice and the Explanatory Statement relating thereto, fully indicate the reasons for seeking the approval of members to those proposals.

Your attention is drawn to these items and Explanatory Statement annexed to the Notice.

### Finance

The Company is availing working capital requirements from consortium of bankers.

### Insurance

Properties and assets of the Company are adequately insured.

### Human Resources

Your Company treats its "Human Resources" as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

### Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013.

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under. An Internal Complaints Committee has been set up to redress complaint, if any received regarding sexual harassment.

During the financial year, 2022-23, the Company has not received any complaint on sexual harassment.

### Vigil Mechanism/Whistle Blower Policy

Your Company is committed to standards of ethical, moral and legal business conduct. The Company has adopted a Whistle Blower Policy, wherein the employees can approach the Chairman of Audit Committee and make protective disclosure about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company have been denied access to the Audit Committee. The Policy, as approved by the Board, and has also been posted on the Company's website at [www.asianstargroup.com](http://www.asianstargroup.com)

### Details in respect of frauds reported by auditors under sub-regulation (12) other than those which are reportable to the Central Government

There is no instance of fraud committed against the Company by its officers or employees, the details of which would need to be

mentioned in the Board's report.

### Other Disclosures

- The Company has not initiated any proceedings nor any proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016.
- Directors state that no disclosure or reporting is required with respect to the following items as there were no transactions related to these items during the year under review:
  - Issue of equity shares with differential rights as to dividend, voting or otherwise.
  - Issue of sweat equity shares.
  - Provision of money for purchase of its shares by employees or by trustees for the benefit of the employees.

### Cautionary Statement

This report contains forward-looking statements which may be identified by their use of words like 'plans', 'expects' 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the company's strategy for growth, product development, market position, expenditures and financial results, are forward - looking statements. Forward - looking statements are based on certain assumptions and expectations of future events. The company cannot guarantee that these assumptions and expectations are accurate or will be realized.

The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward - looking statements. The company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

### Appreciation

The Board of Directors appreciate the commitment and devotion by the employees at all levels to continued growth and prosperity of your company and its subsidiaries.

Your directors also wish to record their appreciation to shareholders, suppliers, dealers, bankers, consumers and financial institutions for their continue support.

Registered Office:  
114-C, Mittal Court,  
Nariman Point,  
Mumbai - 400 021.

Place : Mumbai  
Dated: May 29, 2023

**For and on behalf of the Board  
Asian Star Company Limited**

**Arvind T. Shah**  
Chairman, CFO & Whole Time Director  
DIN:00004720

**ANNEXURE - A****FORM AOC - 1**

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of subsidiaries for year ended March 31, 2023.

**PART "A": Subsidiaries**

(Rs. in lakhs)

Sr. No.	Name of the Subsidiary	The Date Since when subsidiary was acquired	Exchange Rate / Reporting Currency	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turn-over	Profit before taxation	Provision for taxation	Profit after taxation	Proposed Dividend	% of shareholding
1	Asian Star Co. Ltd. (USA)	01.12.1996	1 USD = Rs.82.3603	178.75	655.50	7,172.65	7,172.65	-	20,194.23	116.38	29.64	86.74	-	100
2	Asian Star Trading (Hong kong) Ltd.	21.11.2011	1 USD = Rs.82.3603	57.40	754.47	1,641.87	1,641.87	-	252.95	24.12	0.70	23.42	-	100
3	Asian Star DMCC	25.10.2004	1 USD = Rs.82.3603	12.01	49,074.35	49,217.88	49,217.88	-	1,36,817.43	2,274.39	-	2,274.39	-	100

1. Names of subsidiaries which are yet to commence operations: Not Applicable

2. Names of subsidiaries which have been liquidated or sold during the year: Not Applicable

**PART "B": Associates and Joint Ventures**

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

(Rs. in lakhs)

Sr. No	Name of Associates/ Joint Ventures	Latest audited Balance Sheet Date	Date on which the Associate or Joint Venture was associated or required	Shares of Associate/ Joint Ventures held by the Company on the year end			Networth attributable to Shareholding as per latest audited Balance Sheet	Profit or Loss for the year		Description of how there is Significant Influence	Reason why the Associate/ Joint Venture is not consolidated
				No.	Amount of Investment in Associates/ Joint Venture	Extent of Holding %		Considered in Consolidation	Not Considered in Consolidation		
1	Shah Manufacturers	27.05.2023	01.06.2004	-	-	-	-	35.37	N.A.	Note-A	N.A.
2	Ratnanjali Infra LLP	25.05.2023	14.08.2017	-	1,282.17	45	-	44.53	-	Note-B	Since it is a joint venture, Share of profit / loss from the same as per latest Balance Sheet is considered in Profit & Loss Statement

Note-A: There is significant influence due to control in business decision.

Note-B: There is no significant control in business decision.

1. Names of associates or joint ventures which are yet to commence operations: Not applicable

2. Names of associates or joint ventures which have been liquidated or sold during the year: Not applicable

For and on behalf of the Board  
Asian Star Company Limited

Registered Office:  
114-C, Mittal Court,  
Nariman Point,  
Mumbai - 400 021.

PUJADEVI R. CHAURASIA  
Company Secretary

ARVIND T. SHAH  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720

VIPUL P. SHAH  
CEO & Managing Director  
DIN - 00004746

Place : Mumbai  
Dated: 29.05.2023

Place : Mumbai  
Dated: 29.05.2023

Place : Singapore  
Dated: 29.05.2023

**ANNEXURE - B****CORPORATE SOCIAL RESPONSIBILITY****1. Brief outline on CSR Policy of the Company.**

Over the years, we have been focusing on sustainable business practices encompassing economic, environmental and social imperatives that not only cover our business, but also that of the communities around us. Our Corporate Social Responsibility (CSR), thus, is not limited to philanthropy, but also includes large initiatives that lead to social development, institution building and other innovative means.

The CSR activities of the Company are aligned with the activities specified in Schedule VII of the Companies Act, 2013.

**2. Composition of CSR Committee:**

Sr. No.	Name of Director	Designation	Category	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Arvind T. Shah	Chairman, CFO & Whole-time Director	Chairman	2	2
2	Mr. Milind H. Gandhi	Non-Executive - Independent Director	Member	2	1
3	Mr. Vipul P. Shah	CEO & Managing Director	Member	2	2

**3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.**

The weblink for CSR committee composition, CSR Policy and CSR Projects are as under:

CSR Committee Composition	<a href="https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lovr/23/Composition_of_Board.pdf">https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lovr/23/Composition_of_Board.pdf</a>
CSR Policy of the Company:	<a href="https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/cg/8108CSR_Policy.pdf">https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/cg/8108CSR_Policy.pdf</a>
CSR Projects	<a href="https://www.asianstargroup.com/">https://www.asianstargroup.com/</a>

**4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).**

Not applicable: as the Company does not have an average CSR obligation of Rs. 10 Crores or more in the three immediately preceding financial years.

**5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any**

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1.	2020-21	-	-
2.	2021-22	2,43,051	51,308
3.	2022-23	1,91,743	-

**6. Average net profit of the company as per section 135(5). Rs. 47,22,70,293/-****7. (a) Two percent of average net profit of the company as per section 135(5). Rs. 94,45,406/-**

(b) Surplus arising out of the CSR projects or programme's or activities of the previous financial years. NIL

(c) Amount required to be set off for the financial year, if any NIL

(d) Total CSR obligation for the financial year (7a+7b-7c). Rs. 94,45,406/-

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

Total Amount Spent for Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
34,49,800/-	60,00,000/-	29.03.2023	N.A	NIL	N.A

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

(1) Sl. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Project duration.	(7) Amount allocated for the project (in Rs.).	(8) Amount spent in the current financial Year (in Rs.).	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	(10) Mode of Implementation - Direct (Yes/No).	(11) Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
1.	Advanced Cancer Treatment	VII (i)	No	Gujrat	Surat	3 years	49,00,000	-	49,00,000	No	Shree Mahavir Health & Medical Relief Society	CSR00006704
2.	Promotion Of education by distribution of School kit (containing school bag, Books, Uniform, Shoes etc.) and Renovation of school building	VII (ii)	No	Gujarat	Banas kantha	3 years	11,00,000	2,50,000	11,00,000	No	Sagrosana Kelvani Mandal	CSR00029699
<b>Total</b>							60,00,000	2,50,000	60,00,000			

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

(1) Sl. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Amount spent for the project (in Rs.).	(7) Mode of Implementation - Direct (Yes/No).	(8) Mode of Implementation - Through Implementing Agency	
				State.	District.			Name	CSR Registration number.
1.	Sponsoring 42 Children's education material, Anando Programme and activities	Item(ii)	Yes	Maharashtra	Yavatmal	4,41,000	No	LIGHT OF LIFE TRUST	CSR00000156
2.	Deen Daya Fund raising Programme i.e Animal welfare project to utilized in Maharashtra and Gujarat	Item(iv)	No	Gujarat	Banaskantha	4,32,000	No	VARDHAMAN SANSHAR DHAM	CSR00000484
3.	Education Purpose to be Utilized in Maharashtra	Item(i)	Yes	Maharashtra	Mumbai	2,50,000	No	HYDRABAD (SIND) NATIONAL COLLEGIATE BOARD	CSR00004946
4.	Pre-diagnostic investigation for children battling Cancer for Promoting healthcare by supporting pre-diagnostic investigations for Children's battling Cancer at Tata Memorial Hospital, Parel, Mumbai.	Item(i)	Yes	Maharashtra	Mumbai	2,50,000	No	ROTARY CLUB OF BOMBAY QUEENS NECKLACE CHARITABLE TRUST	CSR00004403
5.	Cancer Research at Tata Memorial Hospital	Item(i)	Yes	Maharashtra	Mumbai	5,00,000	Yes	TATA MEMORIAL CENTRE	CSR00001287
6.	Sponsoring 28 Anando Children from Tuptakali Centre Yavatmal district and 20 Anando Children from Dhakli centre, Washim District (Anando project realize untapped potential of India's rural children and empower them)	Item(i)	Yes	Maharashtra	Mumbai	5,00,000	No	LIGHT OF LIFE TRUST	CSR00004403
7.	Educational Activities of Trust towards purchase of Computer Equipment	Item(ii)	Yes	Maharashtra	Mumbai	5,00,000	No	VIDHYAMANDIR TRUST - PALANPUR	CSR00003888
8.	Kinship Care Programme for maintenance of Orphans under COVID	Item(iii)	Yes	Maharashtra	Latur	1,08,000	No	SOS CHILDRENS VILLAGES	CSR00000692

(1) Sl. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Amount spent for the project (in Rs.).	(7) Mode of Implementation - Direct (Yes/No).	(8) Mode of Implementation - Through Implementing Agency	
				State.	District.			Name	CSR Registration number.
9.	Children education, medical, food etc of Latur	Item(i)	Yes	Maharashtra	Mumbai	1,18,800	No	SOS CHILDRENS VILLAGES	CSR00000692
10.	Winter Project-Distribution of Blankets to 500 poor people in rural area of Maharashtra	Item(i)	Yes	Maharashtra	Mumbai	1,00,000	No	GUJARATI ENRICHMENT ORGANISATION FORUM	CSR00006282
Total						31,99,800			

(d) Amount spent in Administrative Overheads: Not applicable

(e) Amount spent on Impact Assessment, if applicable: Not applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 34,49,800/-

(g) Excess amount for set off, if any: NIL

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	94,45,406/-
(ii)	Total amount spent for the Financial Year	34,49,800/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1,91,743/-

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer.	
1.	2021-22	-	9,371,108/-	-	-	-	NIL
2.	2020-21	-	11,683,800/-	-	-	-	NIL
3.	2019-20	-	12,131,000/-	-	-	-	NIL

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

(1) Sl. No.	(2) Project ID.	(3) Name of the Project.	(4) Financial Year in which the project was commenced.	(5) Project duration.	(6) Total amount allocated for the project (in Rs.).	(7) Amount spent on the project in the reporting Financial Year (in Rs.).	(8) Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	(9) Status of the project - Completed /Ongoing.
NIL								

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

(Asset-wise details): Not applicable

(a) Date of creation or acquisition of the capital asset(s)	---
(b) Amount of CSR spent for creation or acquisition of capital asset.	---
(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	---
(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	---

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). : Not applicable

Dated: 29<sup>th</sup> May, 2023

Vipul P. Shah  
CEO &  
Managing Director  
DIN:00004746  
Singapore

Arvind T. Shah  
Chairman  
CSR Committee  
DIN:00004720  
Mumbai

## ANNEXURE - C

### PARTICULARS OF EMPLOYEES

#### 1) Information as per Rule 5(1) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- a) Ratio of Remuneration of Directors to Median Remuneration of Employees:

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2022-23, and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2022-23 are as under:

Sr. No	Name of Director	Designation	Remuneration for F.Y. 2022-23	% Increase / (decrease) in FY 2022-23 over the FY 2021-22 (annualised basis)	Ratio of remuneration of each Director / to median remuneration of employees
1.	Mr. Vipul P. Shah	CEO & Managing Director	1,75,00,000/-	NIL	43.61
2.	Mr. Arvind T. Shah**	Chairman, CFO & Whole Time Director	1,25,00,000/-	NIL	31.15
3.	Mr. Priyanshu A. Shah	Non Executive Director	NIL	NIL	0.00
4.	Rahil V. Shah	Executive Director	75,00,000/-	NIL	18.69
5.	Dharmesh D. Shah	Non Executive Director	NIL	NA	0.00
6.	Mr. Apurva R. Shah	Non-executive Independent Director	85,000/-	NA	0.00
7.	Mr. KMR Pai	Non Executive Independent Director	55,000/-	NA	0.00
8.	Mr. Milind H. Gandhi	Non Executive Independent Director	40,000/-	NA	0.00
9.	Mr. Miyar R. Nayak	Non Executive Independent Director	85,000/-	NA	0.00
10.	Ms. Neha R. Gada	Non Executive Independent Director	30,000/-	NA	0.00
11.	Mr. J. D. Parmar	Non Executive Independent Director	50,000/-	NA	0.00
12.	*Ms. Sujata D. Nadgouda	Company Secretary	46,481/-	NA	NA
13.	**Mr. Sandeep Ramesh Bhandari	Company Secretary	63,000/-	NA	NA
14.	***Ms. Pujadevi Ramchandra Chaurasia	Company Secretary	1,34,850/-	NA	NA

\*Ms. Sujata D. Nadgouda, Company Secretary & Compliance officer has resigned from her post w.e.f June 30, 2022 and ratio of remuneration is not applicable since she resigned on June 30, 2022.

\*\*Mr. Sandeep Ramesh Bhandari, Company Secretary & Compliance officer has resigned from his post w.e.f February 28, 2023 and ratio of remuneration is not applicable since he resigned on February 28, 2023.

\*\*\*Ms. Pujadevi Ramchandra Chaurasia, was appointed as Company Secretary & Compliance officer w.e.f. March 13, 2023 and ratio of remuneration is not applicable since she was appointed in March 13, 2023.

b) Independent Directors are paid only sitting fees.

c) The percentage increase in remuneration of non-executive director(s) is not applicable, as no remuneration was paid to them FY 2021-22 and FY 2022-23.

- The percentage increase in the median remuneration of the employees in the financial year 2022-23 was 17.54%.
- The number of permanent Employees on the rolls of the Company is 973 as on 31<sup>st</sup> March, 2023.
- 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 exceptional circumstances for increase in the managerial remuneration, if any:

The average percentage increase made in the salaries of total eligible employees other than the Key Managerial Personnel for FY 2022-23 was 17.54%. There was no increment given to any Key managerial personnel.

5. Remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

#### DISCLOSURES AS PER RULE 5 (2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014

Information pursuant to Section 197 of the Companies Act, 2013, read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended 31<sup>st</sup> March, 2023.

Name	Age (Years)	Designation / Nature of Duty	Qualifications	Remuneration (in Rs)	Experience (Years)	Date of Commencement of Employment	Last Employment and Designation	The percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) above	whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
Vipul P. Shah	55	CEO & Managing Director Managerial	B. Com	1,75,00,000/-	36	March 7, 1995	Not Applicable	24.99%	As per Disclosure of relationships between directors inter-se as given in Corporate Governance Report.
Arvind T. Shah	76	CFO & Whole Time Director Finance	B. Tech	1,25,00,000/-	56	March 7, 1995	Not Applicable	9.90%	

For and on behalf of the Board  
Asian Star Company Limited

Arvind T. Shah  
Chairman, CFO & Whole Time Director  
DIN:00004720

Place : Mumbai  
Dated: May 29, 2023

#### ANNEXURE - D

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

#### FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2023

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

To,  
The Members,  
Asian Star Company Limited,  
114-C, Mittal Court, Nariman Point,  
Mumbai - 400 021.

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

#### Auditor's Responsibility

My responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. I have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards require that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period from 1st April, 2022 to 31st March, 2023 ('the Audit Period') generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent and in the manner and subject to the reporting made hereinafter:

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

- The Companies Act, 2013 ('the Act') and the rules made there under;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - **Not Applicable to the Company during the Audit period**;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit period)**
  - The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ; **(Not applicable to the Company during the Audit period)**
  - The 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, 2021; **(Not applicable to the Company during the Audit period)**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable during the audit period.)**
- i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulation").

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. The Listing Agreements entered into by the Company with BSE Ltd. ("BSE")

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

I further report that, with regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has generally complied with Standards of Weights and Measures Act, 1976 and rules made there under which is applicable specifically to the Company.

I further report that, the Board of Directors of the Company is constituted with 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 and LODR Regulations.

Adequate notice was given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance (a few meetings were convened at shorter notice for which necessary approvals were obtained as per applicable provisions). 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.

All the decision in the board meetings and committee meetings are carried out unanimously as recorded in the minutes of the meeting of Board of Directors or committee of the Board, as the case may be.

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, the Company has not undertaken any specific events / actions that can have a bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

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

**For Yogesh D. Dabholkar & Co.,**  
Practicing Company Secretary

**Yogesh D. Dabholkar**  
Proprietor  
FCS No: 6336  
COP No: 6752  
UDIN: F006336E000413842  
PR NO: 990/2020.

Place : Dombivli  
Dated: 29<sup>th</sup> May, 2023

## ANNEXURE

To,  
The Members,  
Asian Star Company Limited,  
114-C, Mittal Court, Nariman Point,  
Mumbai - 400 021.

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

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

**For Yogesh D. Dabholkar & Co.,**  
Practicing Company Secretary

**Yogesh D. Dabholkar**  
Proprietor  
FCS No: 6336  
COP No: 6752

UDIN: F006336E000413842  
PR NO: 990/2020.

Place : Dombivli  
Dated: 29<sup>th</sup> May, 2023

**ANNEXURE - E****INFORMATION PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT, 2013, READ WITH THE RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO****(A) Conservation of energy:**

- (1) **The steps taken or impact on conservation of energy:** Company constantly reviews the consumption of the electricity and its rationalization.
- (2) **The steps taken by the company for utilising alternate sources of energy:** The Company has been pursuing generation of energy from wind power through establishment of Wind Turbine Generators (WTGs) since 2006.
- (3) **The capital investment on energy conservation equipments:** NIL during the year.

**(B) Technology absorption:**

- (1) **The efforts made towards technology absorption:** The Company has continued its endeavor to absorb the best of technologies for its products.
- (2) **The benefits derived like product improvement, cost reduction, product development or import substitution:** Not Applicable
- (3) **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:** None
  - (b) **The year of import:** Not applicable
  - (c) **Whether the technology been fully absorbed:** Not applicable.
  - (d) **If not fully absorbed, areas where absorption has not taken place, and the reasons thereof:** Not applicable
- (4) **The expenditure incurred on Research and Development:** NIL

**(C) Foreign exchange earnings and Outgo:****The Foreign Exchange earned in terms of actual inflows during the year:**

Rs. 1,95,899 lakhs in foreign exchange by way of exports, dividend and commission.

**The Foreign Exchange outgo during the year in terms of actual outflows:**

Rs. 1,88,615 Lakhs for the import of raw materials, machinery & consumables, foreign travel, repairs and maintenance.

**For and on behalf of the Board  
Asian Star Company Limited**

**Arvind T. Shah**  
Chairman, CFO &  
Whole Time Director  
DIN:00004720

Place : Mumbai  
Dated: 29<sup>th</sup> May, 2023

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# Report on Corporate Governance



## CORPORATE GOVERNANCE REPORT FOR THE YEAR 2022-2023

The Board of Directors present the Company's Report on Corporate Governance pursuant to regulation 34(3) read with Schedule V (C) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Company has complied with the applicable requirements of the SEBI (LODR) and amendments thereto.

### (I) Company's Philosophy:

Asian Star Company Limited firmly believes that effective Corporate Governance practices constitute a strong foundation on which successful commercial enterprises are built to prosper. It is essentially a system by which Companies are directed and controlled by the management in the best interest of all stakeholders.

Asian Star not only adheres to the prescribed Corporate Governance practices as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 but is also committed to sound Corporate Governance Principle and practice. Our corporate governance is a statement of the values we stand by as we conduct our business and engage with our stakeholders. The Company has put in place a system for ensuring compliance of regulatory requirements but also a system to ensure customers satisfaction and meeting the expectations of stakeholders, employees and the society.

Company's Code of Business Conduct and Ethics and Internal code of conduct for Regulating, Monitoring and Reporting of Trades by Designated Personal as framed under the SEBI (PIT) Regulations 2015 demonstrates our values and commitment to ethical business practices.

### (II) Board of Directors:

#### a) Composition and Category:

The Board of Directors, along with its committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholder value. The Board has a fiduciary relationship in ensuring that the rights of all stakeholders are protected.

The Company's policy is to maintain optimum combination of executive, non-executive and Independent Directors. Board as on 31.03.2023 is comprised of total 11 directors out of which 8 Directors (72.72%) are Non-Executive Directors. The Company has a Promoter Executive Chairman, two executive Director, two non-executive non independent Director and six Independent Directors i.e. half of the total number of Directors on its Board. The Composition of the Board of Directors includes three Executive Directors, six Non-Executive Independent Directors (including one Independent Women Director) and two Non-Executive Non-Independent Director. The Directors collectively have the desired diversity and optimal mix of knowledge and expertise from diverse fields, possess the requisite qualifications and experience which enables them to discharge their responsibilities, provide effective leadership to the business and enhance the quality of the Board's decision-making process.

All Independent Directors have confirmed in accordance with Regulation 25(8) of the SEBI Listing Regulations that they meet the independence criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing regulation and Section 149 of the Act and the rules framed thereunder. The Company has received confirmation from all existing Independent Directors of their registration on the Independent Directors Database maintained by the Institute of Corporate Affairs pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. The terms and conditions of their appointment are disclosed on the Company's website.

The Board's role, functions responsibility and accountability are clearly defined. In addition to matters statutorily requiring Board's approval, all major decisions involving policy formulation, strategy and business plans, annual operating and capital expenditure budgets, new investments, sale of business unit/division, compliance with statutory/regulatory requirements, major accounting provisions and write-offs are considered by the Board.

The minutes of the Board meetings are circulated in advance and confirmed at subsequent meetings. The Minutes of the Audit Committee and other Committees of the Board & subsidiaries are regularly placed before the Board.

All the Directors have made necessary disclosures regarding their directorship as required under section 184 of the Companies Act, 2013 and on committee positions held by them in other companies. None of the directors on of the company holds the office of director in more than 20 Companies, including 10 public companies. None of the Director of the Board is a member in more than 10 Committees and Chairman of more than 5 Committees (Committees being Audit Committee and Stakeholders Relationship Committee, as per Regulation 26 (1) of the Listing Regulations) across all the Companies in which he/she is a director. The Company has not had any pecuniary relationship and transaction with any of the Non-Executive Independent Directors.

During the year under review, 6 Board Meetings were held on May 30, 2022, July 29, 2022, November 9, 2022, December 28, 2022, January 30, 2023 and March 13, 2023. The necessary quorum was present during all the meetings. The notice, agenda papers and the relevant notes of board and committee meetings are sent in advance to each director. The Maximum gap between any two board meetings was less than one hundred and twenty days.

The Board also reviews developments in the industry, performance of the Company, future outlook and strategies, annual capital expenditure requirements, remuneration of Executive Directors, compliance with Statutory/ Regulatory requirements, adoption of quarterly / half-yearly / annual results, risk management policies, investors' grievances, borrowings and investments, major accounting provisions and writeoffs, minutes of meetings of the Committees of the Board, CSR spends, plan and its review, etc. The Board reviews compliance with the requirements of various Statutes, Regulations and Rules applicable to the business of the Company.

#### b) Attendance of Board of Directors:

Name of the Directors	DIN	Category		Board Meetings attended	Attendance at Last AGM
Arvind T. Shah	00004720	Promoters	Chairman, Whole-Time Director & CFO	6	Yes
Dharmesh D. Shah	00004704		Non-Executive Director	4	No
Vipul P. Shah	00004746		CEO & Managing Director	6	Yes
Priyanshu A. Shah	00004759		Non-Executive Director	2	No
Rahil V. Shah	06811700	Non- Promoters	Executive Director	4	Yes
K. Mohanram Pai	00007198		Independent - Non Executive Director	4	Yes
Apurva R. Shah	00004781		Independent - Non Executive Director	6	Yes
Milind H. Gandhi	01658439		Independent - Non Executive Director	4	Yes
Miyar R. Nayak	03352749		Independent - Non Executive Director	6	Yes
Neha R. Gada	01642373		Independent - Non Executive Director	3	Yes
Jayantilal D. Parmar	07440353		Independent - Non Executive Director	5	Yes

#### c) Details of Board of Directors holding Directorship & Committee position in other companies.

Name of the Directors	DIN	No. of outside directorships held in public companies	No. of Board Committee of which he / she is a member	No. of Board Committee of which he / she is a Chairman
Arvind T. Shah	00004720	-	-	-
Dharmesh D. Shah	00004704	-	-	-
Vipul P. Shah	00004746	4	-	-
Priyanshu A. Shah	00004759	-	-	-
Rahil V. Shah	06811700	-	-	-
K. Mohanram Pai	00007198	1	-	2
Apurva R. Shah	00004781	3	3	2
Milind H. Gandhi	01658439	1	-	2
Miyar R. Nayak	03352749	2	2	-
Neha Rajen Gada	01642373	6	6	1
Jayantilal D. Parmar	07440353	-	-	-

Committee includes position of membership/chairmanship in Audit Committee & Stakeholders Relationship Committee of Companies other than Asian Star Company Limited.

#### d) Details of Directorships held by directors in the other listed entities

Name of the Directors	Name of other listed entities where the person is the director	Category of directorship
Arvind T. Shah	NIL	NA
Dharmesh D. Shah	NIL	NA
Vipul P. Shah	NIL	NA
Priyanshu A. Shah	NIL	NA
Rahil V. Shah	NIL	NA
K. Mohanram Pai	Sovereign Diamonds Limited	Non-Executive - Independent Director
Apurva R. Shah	Steel Cast Limited	Non-Executive - Independent Director
	Fine-Line Circuits Limited	
Milind H. Gandhi	Glance Finance Limited	Non-Executive - Independent Director
Miyar R. Nayak	P C Jeweller Limited	Non-Executive - Independent Director
	TARC Limited	
Neha Rajen Gada	Tamboli Capital Limited	Non-Executive - Independent Director
	Anglo-French Drugs & Industries Limited	
	Sejal Glass Limited	
	Aarti Drugs Limited	
Jayantilal D. Parmar	NIL	NA

#### e) Profile of Directors seeking Re-appointment:

The information as required to be disclosed under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the LODR") and brief profile of directors in case of appointment/reappointment of director is incorporated in explanatory statement of AGM Notice forming part of the Annual Report.

#### f) Disclosure of relationships between directors inter-se:

Sr. No.	Name of the Director	Relation with other Directors
1.	Arvind Tarachand Shah & Priyanshu Arvind Shah	Father and Son
2.	Vipul Prabodh Shah & Rahil Vipul Shah	Father and Son
3.	Arvind Tarachand Shah & Vipul Prabodh Shah	Uncle & Nephew
4.	Arvind Tarachand Shah & Dharmesh Dinesh Shah	Uncle & Nephew
5.	Vipul Prabodh Shah, Dharmesh Dinesh Shah & Priyanshu Arvind Shah	Cousin Brothers
6.	Dharmesh Dinesh Shah & Rahil Vipul Shah	Uncle & Nephew
7.	Priyanshu Arvind Shah & Rahil Vipul Shah	Uncle & Nephew

#### g) Number of shares and convertible instruments held by Non-Executive Directors:

Details of equity shares held by Non-Executive Director as on March 31, 2023.

Sr. No.	Name of the Director	Category	No. of Shares held
1.	Dharmesh Dinesh Shah	Non Executive - Non Independent Director	3350050
2.	Priyanshu Arvind Shah	Non-Executive- Non Independent Director	1215450

The Company has not issued any convertible instrument.

#### h) Familiarization Programme for Independent Directors:

The Company provide formal letter of appointment which inter alia explains role, functions, duties and responsibilities expected from him / her as a director of the company. The Company familiarized independent directors with the nature of the industry in which company operates, business model of the company, their roles, rights, responsibilities in the company etc., through various programmes. The Familiarisation programme for Independent Directors is disclosed on the Company's website ([www.asianstargroup.com](http://www.asianstargroup.com)) under Corporate Governance segment.

#### i) A Chart/ Matrix setting out the skills/expertise/competence of the Board of Directors:

In terms of the requirements of the SEBI listing Regulations, all Directors possess relevant qualifications, skills, expertise and competence which enable them to effectively contribute to the Company in their capacity as Directors.

The following skills / expertise / competences have been identified for the effective functioning of the Company and are currently available with the Board:

- Leadership, Production and Marketing, Strategic Planning, Operational Experience.
- Industry Experience, Research and Development and Innovation, Global Business, Sales and Marketing.
- Financial, Regulatory / Legal & Risk Management, New Technology.
- Banking Experience, Financial Matters, direct taxation, Inbound and Outbound Investments, FEMA regulations, Foreign exchange management.
- Retail & International Banking, Treasure Operations.
- Corporate Governance, specialise in SEBI regulations, LODR, Corporate Restructuring.
- International Business, Credit & Banking Operations.

The Core skills/expertise/competencies possessed by the Directors who were part of the Board as on March 31, 2023, are as follows:

Name of Director	Core Skill/ Expertise
Arvind T. Shah	Industry Experience, Research and Development, Innovation and Corporate Governance
Dharmesh D. Shah	Global Business, Research and Development, Sales and Marketing
Vipul P. Shah	Business Strategy, Leadership, Banking and Financial Expertise, Treasury Operations and Operational experience
Priyanshu A. Shah	Research and Development, Production, Global Business and Innovation, Sales and Marketing
Rahil V. Shah	Material Sourcing and Production, Regulatory / Legal & Risk Management, New Technology & Innovations
K. Mohanram Pai	Banking Experience and Financial Matters
Apurva R. Shah	Direct Taxation, Financial Management, Regulatory & Legal Compliances
Milind H. Gandhi	Taxation, Inbound and Outbound Investments, FEMA regulations.
Miyar R. Nayak	Retail & International Banking, Treasury Operations and Risk Management.
Neha R. Gada	Corporate Governance, specialise in SEBI regulations, LODR, Corporate Restructuring
Jayantilal D. Parmar	International Business, Credit & Banking Operations

The Directors collectively have the desired diversity and optimal mix of knowledge and expertise from diverse fields, possess the requisite qualifications and experience which enables them to discharge their responsibilities, provide effective leadership to the business and enhance the quality of the Board's decision making process.

#### j) Independent Directors:

The Company has abide by the definition of Independent Director. All the Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25 (8) of SEBI Listing Regulations; Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Act, Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. The Independent Directors of the Company are not inter-se related to each other.

#### k) Separate Meeting of Independent Directors

Pursuant to Schedule IV of the Act read with Regulation 25(3) of the Listing Regulations, the Independent Directors met on March 24, 2023 without presence of Executive Directors and Management representatives. The Independent Directors discussed matters pertaining to the Company's affairs and functioning of the Board and presented their views to the Management of the Company.

The Independent Directors at the said meeting

- reviewed the performance of Non-Independent Directors and the Board as a whole;
- reviewed the performance of Chairman of the Company based on the views of Executive and Non-Executive Directors;
- assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board which is necessary for the Board to effectively and reasonably perform their duties.

#### l) Code of Conduct

The Company has adopted the framed Code of Conduct for all employees, Senior Management Personnel of the Company, including the Managing Director. The Board has also approved a Code of Conduct for the Non-Executive Directors of the Company, which incorporates the duties of Independent Directors as laid down in the Act. Both the Codes are posted on the Company's website. All Board members and senior management personnel (as per Regulation 26 (3) of the Listing Regulations) have affirmed compliance with the applicable Code of Conduct. A declaration to this effect, signed by the CEO & Managing Director forms part of this report.

#### (III) Committees of the Board:

Committees focus on specific areas/ activities which need a closer review and make specific recommendations to the board in the matters for taking informed decisions. The Board Committees are set up under the formal approval of the Board, to carry out the clearly defined role which is considered to be performed by members of the Board, as a part of good governance practice. All decisions and recommendations of the Committees, are placed before the board for information or for approval. The Minutes of the meetings of all the Committees are placed before the Board for review.

The Board has the following committees:

- Audit Committee
- Nomination & Remuneration committee
- Stakeholder Relationship Committee
- Corporate Social Responsibility Committee
- Risk Management Committee
- Finance Committee

#### a) Audit Committee:

The Board of your Company has constituted Audit Committee in align with the provisions of Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and the provisions of Section 177 of the Companies Act, 2013.

The Whole-time Director & Chief Financial Officer, General Manager, Vice president Finance, Senior Vice President - Accounting & Taxation and Senior Manager - Accounts & Taxation are permanent invitee to the Meetings of the Audit Committee. The Internal Auditors and Statutory Auditors of the company discuss their audit findings, updates and submit their views directly to the committee. The Company Secretary is the Secretary to the Committee.

## Term of Reference

The terms of reference of the Audit Committee are broadly as follows:

- i. To review compliance with internal control systems.
- ii. To review the findings of internal auditor relating to various functions of the company
- iii. To recommend to the Board, the appointment, reappointment and if required, the replacement terms of appointment and scope or removal of the Statutory auditors and the fixation of audit fees;
- iv. To review quarterly, half yearly and annual financial statements before submission to the Board for approval
- v. To review performance of the statutory and internal auditors, adequacy of the internal control systems;
- vi. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- vii. Reviewing, with the Management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of subsection 3 of Section 134 of the Companies Act, 2013.
  - Changes, if any, in accounting policies and practices and reasons for the same.
  - Major accounting entries involving estimates based on the exercise of judgment by the management.
  - Qualifications in the draft audit report.
  - Significant adjustments made in the financial statements arising out of audit findings.
  - Compliance with listing and other legal requirements relating to financial statements.
  - Disclosure of any related party transactions.
- viii. Establishing & reviewing functioning of the Whistle Blower Mechanism.
- ix. Reviewing compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015
- x. Reviewing, approving or subsequently modifying transactions of the Company with related parties.
- xi. Scrutiny of inter-corporate loans and investments.
- xii. Recommending appointment of CFO (any person heading finance function or discharging that function) after assessing the qualifications, experience and background, etc of the candidate.
- xiii. Carrying out any other functions as specified in the terms of reference, as amended from time to time.
 

In fulfilling the above role, the audit committee has powers to investigate any activity within its terms of reference.
- xiv. Reviewing the utilization of loans and/or advances from / investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- xv. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

## The composition of the Committee is given below:

All the members of the Audit Committee are financially literate and bring in expertise in the fields of finance, banking, accounting, strategy and management.

Name	Designation	Category	No. of Committee Meetings Attended
Mr. Apurva R. Shah*	Non-Executive, Independent Director	Chairman	5
Mr. K. Mohanram Pai	Non-Executive, Independent Director	Member	3
Mr. Miyar R. Nayak	Non-Executive, Independent Director	Member	5
Mr. Arvind T. Shah	Chairman, CFO & Whole Time Director	Member	5

\* Mr. Apurva R. Shah has been appointed as Chairman of Audit Committee in place of Mr. K. Mohanram Pai in meeting held on November 9, 2022. Mr. K. Mohanram Pai continue as a Member of the Committee.

Dates of the meetings: 30.05.2022, 29.07.2022, 09.11.2022, 28.12.202 and 30.01.2023. The minutes of the meetings of the Committee are placed before and noted by the Board.

All the recommendations made by the Committee during the year under review were accepted by the Board.

The previous Annual General Meeting of the Company which was held on September 30, 2022 was attended by Chairman of the Audit Committee.

## b) Nomination & Remuneration Committee

The Nomination and Remuneration Committee comprises of Independent Directors. Committee is formed in terms of the provisions of Section 178(3) of the Companies Act, 2013 and Regulation 19(4) read with Part D of Schedule II of SEBI (Listing obligation and Disclosure Requirement) Regulations, 2015.

### The composition of the Committee is given below:

The composition of the Committee and the attendance of each member of the Committee are given below:

Name	Designation	Category	No. of Committee Meetings Attended
Mr. Miyar R. Nayak	Non-Executive, Independent Director	Chairman	3
Mr. Milind H. Gandhi	Non-Executive, Independent Director	Member	2
Mr. Apurva R. Shah	Non-Executive, Independent Director	Member	3

During the year 3 (Three) meetings were held and necessary quorum was present during both the meetings. Date of the Meetings: 25.05.2022, 28.12.2022 and 13.03.2023.

The minutes of the meetings of the Committee are placed before and noted by the Board. All the recommendations made by the Committee during the year under review were accepted by the Board

Your Company has framed policy on Nomination & Remuneration; the same is displayed on the website of the Company ([www.asianstargroup.com](http://www.asianstargroup.com)) under Corporate Governance segment.

## Remuneration of Directors

Remuneration to Directors is based on various factors like Company's size, global presence, economic and financial position, Directors participation in the Board & Committee Meetings. Based on the same payment of remuneration to all the Executive Directors is recommended by the Nomination & Remuneration Committee reviewing the abilities and contribution of the individual Directors. Independent Directors are entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board/Committee meetings within the limits prescribed under the Act. Pecuniary relationship and transaction with Non-Executive Director are mentioned in financial statements of the company. There is no payment made to non-executive non-independent directors. Company does not pay any commission to any director.

The details of actual payments made during the financial year 2022-23 to the Executive Directors of the Company are given below:

Name	Designation	Gross Salary (Rs.)
Mr. Vipul P. Shah	Managing Director & CEO	1,75,00,000
Mr. Arvind T. Shah	Chairman, CFO & Whole-Time Director	1,25,00,000
Mr. Rahil V. Shah	Executive Director	75,00,000

During the Financial Year 2022-23, the company has paid sitting fees to Non-Executive Independent Directors as detailed below:-

Name	Designation	Sitting Fees (Rs.)
Mr. K. Mohanram Pai	Independent Director	55,000
Mr. Miyar R. Nayak	Independent Director	85,000
Mr. Apurva Shah	Independent Director	85,000
Mr. Milind H. Gandhi	Independent Director	40,000
Mrs. Neha Gada	Independent Director	30,000
Mr. Jayantilal D. Parmar	Independent Director	50,000

## Role & Responsibilities

The role and responsibilities of the Nomination and Remuneration Committee are:

- i. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- ii. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- iii. Devising a policy on diversity of board of directors;
- iv. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- v. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- vi. Recommend to the board, all remuneration, in whatever form, payable to senior management.
- vii. Reviewing and recommend to the Board, the remuneration, payable to the Directors of the Company.
- viii. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.
- ix. Undertaking any other matters as may be prescribed under law or as the Board may decide from time to time.

During the year, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its committees. The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for Board Evaluation include inter alia, degree of fulfilment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning. Criteria for board evaluation of individual Directors include aspects such as attendance and contribution at Board/ Committee Meetings and guidance/support to the management outside Board/ Committee Meetings. In addition, performance of the Chairman was also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to the CEO & Managing Director. Criteria for evaluation of performance of the Committees of the Board include degree of fulfilment of key responsibilities, adequacy of Committee composition and effectiveness of meetings.

### c) Stakeholders Relationship Committee

The Stakeholder Relationship Committee (SRC) comprises of two Independent Director and one Executive Director. Chairperson of the SRC is an Independent Director. The Committee specifically discharge duties by protecting in various aspects interest of shareholders by reviews redressing of shareholders complaints like non-receipt of Balance Sheet, non-receipt of declared dividend, etc. The committee also reviews the functioning & activities of Registrar & Transfer Agent & related investor grievances.

#### The composition of the Committee is given below:

The following are the committee members:

Name	Designation	Category	No. of Committee Meetings Attended
Mr. K. Mohanram Pai	Non-Executive, Independent Director	Chairman	1
Mr. Apurva R. Shah	Non-Executive, Independent Director	Member	2
Mr. Arvind T. Shah	Chairman, CFO & Whole Time Director	Member	1

The terms of reference of the SRC, as approved by the Board and amended from time to time, inter alia, includes the following:

- i. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- ii. Review of measures taken for effective exercise of voting rights by shareholders.
- iii. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent of the Company.
- iv. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

During the year 2 (Two) meetings were held and necessary quorum was present during both the meetings. Date of the Meetings: 25.05.2022 and 09.11.2022.

The minutes of the meetings of the Committee are placed before and noted by the Board. All the recommendations made by the Committee during the year under review were accepted by the Board.

The Chairman of the Stakeholders Relationship Committee was present at the Annual General Meeting Company. The Company Secretary acts as Secretary to the Committee.

The Secretarial Department of the company and Share Transfer Agent, Bigshare Services Pvt. Ltd. attend to all grievances of all the shareholders and investors received directly or through SEBI, Stock Exchanges, and Ministry of Corporate Affairs etc.

During the year under review, the company or its Registrar Transfer Agent received the following compliant/grievance received and resolved to the satisfaction of the Shareholders by the Company during the year is given below:

No. of queries/complaints	Received	Redressed	Unresolved
Non-receipt of Dividend Warrant	0	0	0
SEBI/Stock Exchange Letter	0	0	0
Miscellaneous	0	0	0
Total	0	0	0

### Company Secretary and Address for Correspondence

Name & Designation	Telephone Number	Email - id	Fax No.
*Ms. Pujadevi R. Chauraisa (Company Secretary & Compliance Officer)	+9122 - 62444111	secretarial@asianstargroup.com	+9122 - 22842427

Note: \* Ms. Pujadevi R. Chauraisa was appointed as a Company Secretary & Compliance Officer w.e.f March 13, 2023.

### d) Corporate Social Responsibility Committee

The Company has constituted a Corporate Social Responsibility (CSR) Committee as required under Section 135 of the Act. The Committee comprises of one Independent Director, Whole-time Director & CFO and Managing Director & CEO.

The Committee has been constituted with the following terms of reference:

- Formulate and recommend to the Board, a CSR Policy indicating the activity or activities to be undertaken by the Company as specified in Schedule VII of the Act.
- Recommend the amount to be spent on the CSR activities and monitor the same.
- Review the Company's CSR Policy periodically.
- Attend to such other matters and functions as may be prescribed from time to time.

The Board has adopted the CSR Policy as formulated and recommended by the Committee. The same is displayed on the website of the Company under Corporate Governance segment. The Report on CSR activities for the year 2022-23 forms a part of the Directors' Report.

The minutes of the meetings of the Committee are placed before and noted by the Board. All the recommendations made by the Committee during the year under review were accepted by the Board.

#### Composition and Attendance during the year

The composition of the CSR Committee and the details of the Meetings attended by the Directors during the year are given below:

Name	Designation	Category	Committee Meetings Attendance
Mr. Arvind T. Shah	Chairman, CFO & Whole Time Director	Chairman	2
Mr. Vipul P. Shah	CEO & Managing Director	Member	1
Mr. Milind Gandhi	Independent Director	Member	1

During the year 2 (Two) meetings were held and necessary quorum was present during both the meetings. Date of the Meetings: 25.05.2022 and 13.03.2023

#### e) Risk Management Committee

The Risk Management Committee comprises of one Independent Director, Executive director and Managing Director & CEO of the Company and is formed in terms of the provisions of Regulation 21 read with Part D of Schedule II of SEBI (Listing obligation and Disclosure Requirement) Regulations, 2015.

#### The Committee has been constituted with the following terms of reference:

- review & monitoring of Risk Management policy, risk management plan and risk management process from time to time;
- ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- Measures for risk mitigation including systems and processes for internal control of identified risks.
- Periodically review the risk management policy, at least once in two years.

During the year Committee two meetings were held on 09.09.2022 and 03.03.2023. The minutes of the meetings of the Committee are placed before and noted by the Board. All the recommendations made by the Committee during the year under review were accepted by the Board.

#### Composition

The composition of the Risk Management Committee is given below:

Name	Designation	Category	Committee Meetings Attendance
Vipul P. Shah	CEO & Managing Director	Chairman	2
Mr. Rahil V. Shah	Executive Director	Member	2
Mr. Jayantilal D. Parmar	Non-Executive Independent Director	Member	1

#### f) Corporate Governance Committee

The following are the committee members:

Name	Designation	Category
Mr. Miyar R. Nayak	Non-Executive, Independent Director	Chairman
Mr. K. Mohanram Pai	Non-Executive, Independent Director	Member
Mr. Arvind T. Shah	Chairman, CFO & Whole Time Director	Member

The Committee looks after the due compliance with the Corporate Governance norms. All Board members and the members of Senior Management Personnel have complied with the Code of Conduct for Board of Directors and Prevention of Insider Trading Code. The Company has obtained a certificate from the Auditors of the Company regarding compliance of conditions of corporate governance as stipulated in the Listing Regulations and the same has been annexed to Directors' Report.

#### g) Finance Committee

This committee meets regularly to decide on matters pertaining to banking, finance, investments and working capital requirements. Composition of the Committee remains unchanged. The following are the committee members:

Name	Designation	Category
Mr. Arvind T. Shah	Chairman, CFO & Whole Time Director	Chairman
Mr. Vipul P. Shah	CEO & Managing Director	Executive Director
Mr. Rahil V. Shah	Executive Director	Executive Director

#### (IV) General Body Meetings:

- i) Details on Annual General Meetings (AGM) : Location and time, where last three AGMs were held:

Year	Venue	Date	Time
2019-20	Through Video Conferencing	September 30, 2020	3.00 pm
2020-21	Through Video Conferencing	September 22, 2021	3.00 pm
2021-22	Through Video Conferencing	September 30, 2022	3.00 pm

- ii) Whether any special resolution passed in previous three AGMs :

Date of the Meeting	Summary of special resolution
September 30, 2020	Approval of Related Party Transactions  Re-appointment of Mr. Vipul P. Shah (DIN: 00004746) as Chief Executive Officer & Managing Director.  Re-appointment of Mr. Arvind T. Shah (DIN: 00004720) as a Whole-time Director.  Re-appointment of Mr. Priyanshu A. Shah (DIN: 00004759) as a Whole-time Director.  Appointment of Mr. Jayantilal D. Parmar as an Independent Director.  Approval for continuation of payment of remuneration to Executive Directors who are promoters in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018.
September 22, 2021	Approval of Related Party Transactions
September 30, 2022	Fixing up of Remuneration for Mr. Rahil V. Shah, Executive Director, for remaining term of 2 (Two) years

During the last 3 years, all resolutions were approved by the shareholders of the Company.

- iii) No Special resolution was passed last year through postal ballot.  
iv) No Special resolution is proposed to be passed through postal ballot as on the date of this Annual Report.

**(V) Means of Communication:**

The Company publishes its quarterly, half yearly financial results in national and regional newspapers which includes Financial Express and Mumbai Lakshdeep. The Company also upload quarterly limited review unaudited financial results and annual financial results on Stock Exchange immediately after its approval by the Board in terms of the requirements of the Listing Regulations.

**a. Website, where displayed:**

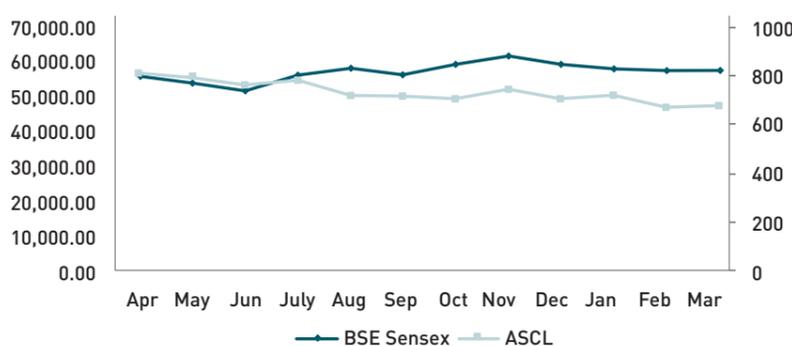
Company displays its quarterly/half yearly/annual financial results and official news releases on the Company's website: [www.asianstargroup.com](http://www.asianstargroup.com).

**b. No formal presentations were made to the institutional investors and analysts during the year under review.****(VI) (a) General Shareholder Information:**

<b>1</b>	<b>Annual General Meeting for Financial Year 2022-23</b>	
	- Date and Time: Thursday, September 28, 2023 at 2.30 P.M.	
	- Venue: In accordance with the General Circular issued by MCA on May 5, 2020, the AGM will be held through Video Conferencing / Other Audio Visual means. Reg. Add:- 114-C Mittal Court, Nariman Point, Mumbai – 400021.	
<b>2</b>	<b>Financial Calendar</b>	April - March
	- First quarter	First week of August, 2023
	- Second quarter/Half year	First week of November, 2023
	- Third quarter	First week of February, 2024
	- Audited Annual Results	Last week of May, 2024
<b>3</b>	<b>Book Closure Date</b>	As Mentioned in the Notice of AGM
<b>4</b>	<b>Dividend Payment Date</b>	The Board of Directors recommended a final dividend of Rs. 1.50 per Equity Share of face value of Rs. 10/- each. The dividend, if approved by the shareholders at the 28th Annual General Meeting would be paid / dispatched within 30 days from the date of AGM.
<b>5</b>	<b>Listing on Stock Exchange at:</b>	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 023. Listing fees as applicable has been paid.
<b>6</b>	<b>Stock Code :</b>	531847
<b>7</b>	<b>ISIN number for NSDL &amp; CDSL</b>	INE194D01017
<b>8</b>	<b>CIN No.</b>	L36910MH1995PLC086017

**(b) Month wise Stock Market Data relating to equity shares of the Company**

Performance of equity shares of the Company on BSE in comparison to BSE SENSEX



	Closing	Sensex	ASCL
April' 22		57060.87	820.05
May' 22		55566.41	812.10
June' 22		53018.94	775.95
July' 22		57570.25	799.90
Aug' 22		59537.07	734.85
Sep' 22		57426.92	730.15
Oct' 22		60746.59	723.25
Nov' 22		63009.65	760.90
Dec' 22		60840.74	721.35
Jan' 23		59549.90	736.70
Feb' 23		58962.12	682.15
Mar' 23		58991.52	690.00

**(c) Month wise data for Equity shares of the Company at BSE**

Month	Price during each month		Month	Price during each month	
	High	Low		High	Low
April' 22	948.00	698.00	October' 22	825.00	702.05
May' 22	865.80	702.00	November' 22	812.90	685.00
June' 22	849.95	699.80	December' 22	790.75	692.00
July' 22	838.00	704.55	January' 23	795.90	701.10
August' 22	890.00	673.95	February' 23	755.00	651.05
September' 22	839.00	679.05	March' 23	749.65	670.00

**(d) In case the securities are suspended from trading, the directors report shall explain the reason thereof; Not applicable****(e) Registrar & Share Transfer Agents:**

Bigshare Services Pvt. Ltd.  
Office No S6-2, 6th Floor, Pinnacle Business Park,  
Next to Ahura Centre, Mahakali Caves Road,  
Andheri (East), Mumbai – 400093  
E-mail : [info@bigshareonline.com](mailto:info@bigshareonline.com) Tel : 4043 0200 Fax : 62638299  
Website : [www.bigshareonline.com](http://www.bigshareonline.com)

**(f) Share Transfer System:**

The Company shares are compulsorily traded in dematerialized form on BSE. As per SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated Listed Companies to issue securities in demat form only while processing service requests. In view of same, the Company shall not process any request received for transfer of shares in physical mode. Shareholders who desire to dematerialized their shares can contact any depository participant to open demat account.

In compliance with SEBI (LODR Regulations, 2015 the share transfer system of the company is audited every six months by a Practicing Company Secretary and a certificate to that effect is issued by him which is uploaded on Stock Exchange.

The Board of Directors of the Company have delegated the authority to approve the transmission, dematerialization of shares, etc. jointly to Managing Director & CEO and CFO & Company Secretary of the Company. A summary of approved transmissions, dematerialization of shares, etc. is placed before the Board of Directors from time to time as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

The Company on a yearly basis file with the Stock Exchange:

a. A compliance certificate duly signed by both, the Compliance Officer of the Company and the authorized representative of the RTA certifying that all activities in relation to share transfer facility is maintained by Bigshare Private Limited, Registrar and Share Transfer Agent registered with the SEBI.

b. A certificate of compliance from a Company Secretary in practice confirming issue of share certificates within a period of 30 days of lodgment of the investor service request as prescribed under Regulation 40(9) of the Listing Regulations.

**(g) Payment of Listing & Custodial Fees:**

Company has paid the requisite Annual listing fee and custodial fees to Depositories viz. NSDL and CDSL for year 2023-24.

**(h) Distribution of equity shareholding as on March 31, 2023:**

No. of shares	No. of shareholders	% of Total shareholders	No of shares	% of Total shares
1-5000	773	96.7459	22,614	0.1413
5,001- 10,000	7	0.8761	4,664	0.0291
10,001- 20,000	2	0.2503	2,721	0.0170
30,001- 40,000	1	0.1252	3,657	0.0228
40,001- 50,000	1	0.1252	5,000	0.0312
50,001- 1,00,000	1	0.1252	5,073	0.0371
1,00,001 & above	14	1.7522	1,59,63,071	99.7268
<b>Total</b>	<b>799</b>	<b>100.00</b>	<b>1,60,06,800</b>	<b>100.00</b>

**Note:** The details given above are as per BENPOS received from Bigshare Services Private Limited, Registrar and Share Transfer Agent dated March 31, 2023.

**(i) Categories of equity shareholding as on March 31, 2023:**

Category	No of shares held	% of total shares held
Promoters	1,19,50,000	74.66
Body Corporates	26,14,017	16.33
Indian Public	42,499	0.27
NRI & OCB's	7,05,819	4.41
FII's	0	0.00
Clearing Member	225	0.00
Insurance Companies	6,93,819	4.33
Investor Education and Protection Fund (IEPF)	421	0.00
Central Government / State Government (S) / President of India	0	0.00
<b>Total</b>	<b>1,60,06,800</b>	<b>100.00</b>

**(j) Dematerialisation of Shares and Liquidity:**

The Company shares are compulsorily traded in dematerialized form on BSE. As SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The shareholders holding shares in physical form are requested to dematerialize their shares for safeguarding their holdings, to facilitate transfers, managing the same hassle free and avail other benefits of dematerialization, which include easy liquidity, electronic transfer, savings in stamp duty. Shareholders are accordingly requested to get in touch with any of the DP registered with SEBI to open a demat account. The shareholders may also visit website of Depositories viz. NSDL or CDSL for further understanding of the demat procedure.

As on March 31, 2023 1,60,04,948 equity shares i.e. 99.99 % of equity shares have been dematerialized.

Further, pursuant to amendment to SEBI Listing Regulations effective from April 1, 2019, any request for transfer of shares, shall be processed for shares held in dematerialised form only.

**(k) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2023, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

**(l) Manufacturing Facilities:**

Cut & Polished Diamonds	Diamond Studded Jewellery		Wind Energy
F.P.no. 138 / 151, Plot no.1, Near Sandesh Paper Press Purushottam Ginning Mill Compound, A. K. Road, Surat, Gujarat - 395 008.	Plot No.5, F-11/12, WICEL, Opp. SEEPZ, MIDC (Marol), Central Road, Andheri (East), Mumbai - 400 093.	Plot No. 21, New SIDCO Industrial Estate, Srinagar, Hosur, Tamil Nadu - 6350109	Unit no. G-23, G & J Complex 3, Seepz, SEZ, Andheri (East), Mumbai - 400096.
			Pallakad & Kerala

**(m) Members can contact us at our registered office:**

Ms. Pujadevi R. Chaurasia  
Company Secretary & Compliance officer  
Asian Star Company Limited  
114-C, Mittal Court, Nariman Point,  
Mumbai- 400 021.  
Email: secretarial@asianstargroup.com  
Tel.: +91 22- 62444111  
Fax: +91 22- 22842427

**(n) List of all Credit rating obtained by the Company:**

Instrument	Type	Amount (Rs. In Crores)	Rating Agency	Rating
Fund- based- LT/ST	Long Term/ Short Term	900.00	CARE	CARE A-; Stable/ CARE A2+

**(VII) Other Disclosures:****(i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;**

All Related Party Transactions which were entered into during the Financial Year were on arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with its Promoters, Directors, Key Managerial Personnel or any related party which may have potential conflict with the interest of the Company at large. The Company has adopted Related Party Transaction policy, as approved by the board, is uploaded on the website of the company.

[https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lodr/23/Policy\\_on\\_Related\\_Party\\_Transaction.pdf](https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lodr/23/Policy_on_Related_Party_Transaction.pdf)

The audit committee granted omnibus approval for certain transactions to be entered into with the related parties during the year. The particulars of contracts or arrangement with the related parties as required under Section 134(3)(h) are disclosed in Notes forming part of the financial statements in the Annual Report and the same are not in conflict with the interest of the Company.

**(ii) Details of non-compliance by the Company, penalties, and strictures imposed on the Company by the BSE Limited or SEBI or any statutory authority, on any matter related to capital markets, during the last three years;**

The Company has complied with all the requirements of LODR, SEBI and any statutory authority. There were no strictures or penalties imposed by either SEBI, Stock Exchange or any other statutory authority for non-compliance of any matter related to capital markets during the last three years.

**(iii) Details of establishment of vigil mechanism;**

The Company has formulated a mechanism for employees to report about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics. During the year under review, no such report was received. The Company Secretary and Audit Committee acts upon any reporting done under Whistle Blower Policy. No person was denied access to the Audit Committee for any grievance. Whistle blower policy of the company is reviewed by Audit Committee and placed on the website of the company.

[https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lodr/23/Whistle\\_Blower\\_Policy.pdf](https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lodr/23/Whistle_Blower_Policy.pdf)

The scope of the vigil mechanism also enables its stakeholders to report on any cases of leakage of unpublished price sensitive information and consequent non-compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ["SEBI Insider Trading Regulations"].

(iv) **Policy determining Material Subsidiary** is disclosed on company's website at

[https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lodr/23/Whistle\\_Blower\\_Policy.pdf](https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/lodr/23/Whistle_Blower_Policy.pdf)

(v) **Disclosure of Commodity price risks / Foreign Currency Risk and hedging activities:**

The Company is subject to commodity price risks due to fluctuations in the prices of gold. Also it is subject to foreign currency risk as it is involved in import and export of goods. The Company has risk management policies and framework in place for identification and mitigation of these risks. The Fluctuation in prices of gold and exchange rates are being closely monitored by the team of experienced professionals and are hedged by entering into derivative contracts.

(vi) **Certificate on Corporate Governance-** Annexed herewith.

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

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The Company is committed to ensuring that all employees work in an environment that not only promotes diversity and equality but also mutual trust, equal opportunity and respect for human rights.

Particulars	Number of Complaints
Number of Complaints filed during the financial year	0
Number of complaints disposed-off during the financial year	0
Number of complaints pending at end of financial year	0

(viii) **Disclosures with respect to demat suspense account/ unclaimed suspense account (Unclaimed Shares):**  
The Company does not have any shares in the demat suspense account or unclaimed suspense account.

(ix) **Disclosure of compliance of Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46:**

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(x) **Compliance Report on Non-mandatory requirements under Regulation 27(1):** The Company is committed to implement the best governance practices in addition to the mandatory requirements the management strives to implement other non-mandatory requirements.

(xi) **Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A):** Not Applicable.

(xii) **Disclosure of non-acceptance of any recommendation of any committee by the Board in the financial year 2022-23 and its reason:** During FY 2022-23, various recommendations were made by the Committees to the Board of Directors, which were all accepted by the Board, after due deliberations.

(xiii) **Fees paid to Statutory Auditor:** Details of the total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which statutory auditors is a part are provided in the Notes to accounts of Balance sheet which is forming part of this Annual Report.

(xiv) **Compliance of Discretionary Requirements:** The Company has fulfilled the discretionary requirements relating to the financial statements and the same are unqualified.

(xv) **Practising Company Secretary Certificate on Non-Disqualification of Directors:** The Company has obtained a Certificate pursuant to the Regulation 34(3) read with schedule V of the LODR from Yogesh D. Dabholkar & Co., a Practising Company

Secretary, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The certificate is annexed herewith to this Corporate Governance Report.

(xvi) **Certificate of Compliance from Independent Auditor:** In terms of Schedule V of the SEBI Listing Regulations, the Certificate of Compliance of conditions of Corporate Governance from Independent Auditor is annexed to this report.

(xvii) **Disclosure of Compliance with the SEBI LODR:** The Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and clause (b) to (i) of Sub-Regulation (2) of Regulation 46 and Schedule V – part C to F of the SEBI LODR

(xviii) **Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:**  
The Company has given Corporate guarantee in favor of Asian Star DMCC (wholly owned subsidiary) of Rs. 8,221.69 Lakhs.

(xiv) **Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:** The company has one unlisted material subsidiary in terms of Regulation 16 of the Listing Regulations. As per regulation 24 of SEBI (LODR) Regulation, 2015 company has appointed independent director on the board of unlisted material subsidiary. Details of material subsidiary are following:-

Name: Asian Star DMCC  
Incorporated: Place: Dubai, UAE  
Date of appointment of Statutory Auditor: 04/05/2023

(xx) **Code of Conduct for prevention of Insider Trading:** The Code for Prevention of Insider Trading is reviewed and amended suitably from time to time, to incorporate the amendments carried out by SEBI.

\*Ms. Pujadevi R. Chaurasia, Company Secretary of the company is the Compliance Officer in terms of this code.  
(Note: \*Ms. Pujadevi R. Chaurasia was appointed as a Company Secretary & Compliance Officer w.e.f March 13, 2023)

(xvii) **Green Initiative in Corporate Governance**

The Ministry of Corporate Affairs, Government of India (MCA) has, vide Circular No. 18/2011 dated 29th April, 2011, undertaken a 'Green Initiative in Corporate Governance' allowing companies to send the Annual Report and other documents to their shareholders electronically. The move of the Ministry allows public at large to contribute to the green movement.

Keeping in view the underlying theme, the electronic copies of the Annual Report 2022-23 and Notice of 29th Annual General Meeting of the Company are sent to all members whose email addresses are registered with the Company/ Depository Participant(s). The Annual Report will also be available on the Company's website [www.asianstargroup.com](http://www.asianstargroup.com)

To support this green initiative in full measure, members who have not registered their e-mail addresses so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members who hold shares in physical form are requested to fill in the Registration form which can be obtained from Company's Registrar, Bigshare Services Private Limited.

**DECLARATION****Compliance with the Company's Code of Conduct**

To,  
The Members of Asian Star Company Limited

As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with Company's Code of Business Conduct for the year ended March 31, 2023.

For Asian Star Company Limited

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN: 00004746

Place: Singapore  
Date: 29th May, 2023

**CEO AND CFO CERTIFICATION**

[Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Board of Directors,  
Asian Star Company Limited

We, Vipul P. Shah, CEO & Managing Director and Arvind T. Shah, Chairman, CFO and Wholetime Director of Asian Star Company Limited, do hereby certify that in respect of the Financial Year ended March 31st, 2023:

- (a) We have reviewed financial statements and the cash flow statement for the financial year ended March 31, 2023 and that to the best of our knowledge and belief:
  - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or we propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit Committee;
  - i. Significant changes, if any, in internal control over financial reporting during the year;
  - ii. Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**ARVIND T. SHAH**  
Chairman, CFO &  
Whole Time Director  
DIN: 00004720  
Place : Mumbai  
Date : May 29, 2023

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN: 00004746  
Place : Singapore  
Date : May 29, 2023

**AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members,  
Asian Star Company Limited  
114-C, Mittal Court, Nariman Point,  
Mumbai - 400 021

We have examined the compliance with the conditions of Corporate Governance by Asian Star Company Limited (Company) for the year ended on March 31, 2023, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation of 46 and para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Collectively referred to as "SEBI Listing Regulations, 2015).

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015, for the financial year ended on 31st March, 2023.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For V. A. Parikh & Associates LLP**  
Chartered Accountants  
FRNo. 112787W / W100073

**Nirav R. Parikh**  
Partner  
Membership No. - 121674  
UDIN: 23121674BGWCPM5268

Place : Mumbai  
Date: May 29, 2023

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,  
The Members,  
Asian Star Company Limited  
114-C, Mittal Court, Nariman Point,  
Mumbai - 400 021

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Asian Star Company Limited having CIN:L36910MH1995PLC086017 and having registered office at 114-C, Mittal Court, Nariman Point, Mumbai - 400 021 (hereinafter referred to as "the Company"), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications of Directors Identification Number (DIN) status at the portal www.mca.gov.in and the disclosures provided by the Directors (as mentioned in Table A) to the Company, I hereby certify that none of the Directors on the Board of the Company (as mentioned in Table A) have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, under Section 164 of the Companies Act, 2013 for Ministry of Corporate Affairs, or any such other Statutory Authority as on March 31, 2023.

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

TABLE A

Sr. No.	Name of the Director	DIN	Date of Appointment in the Company*
1.	Dharmesh Dinesh Shah	00004704	07/03/1995
2.	Arvind Tarachand Shah	00004720	07/03/1995
3.	Vipul Prabodh Shah	00004746	07/03/1995
4.	Priyanshu Arvind Shah	00004759	01/11/2004
5.	Apurva Rajendra Shah	00004781	24/09/1999
6.	Kundapur Mohanram Pai	00007198	18/03/1995
7.	Neha Rajen Gada	01642373	30/03/2015
8.	Milind Hasmukh Gandhi	01658439	16/10/2008
9.	Miyar Ramanath Nayak	03352749	17/01/2014
10.	Rahil Vipul Shah	06811700	17/01/2014
11.	Jayantilal Dudhabhai Parmar	07440353	13/11/2019

\* the date of appointment is as per the MCA Portal.

**For Yogesh D Dabholkar & Co.,**  
Practicing Company Secretaries

**Yogesh D. Dabholkar**  
Proprietor  
FCS No. 6336  
COP No. 6752  
UDIN:F006336E000413974  
PR No. 990/2020

Place: Dombivli  
Date: May 29, 2023

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In terms of Regulation 34(2)(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Business Responsibility and Sustainability Report (BRSR) in the Annual Report is mandatory for the top 1000 listed companies, based on market capitalisation as on 31st March of every year. The BRSR is based on the format suggested by SEBI

### SECTION A: GENERAL DISCLOSURES

#### I. DETAILS

1.	Corporate Identity Number (CIN) of the Listed Entity	L36910MH1995PLC086017	
2.	Name of the Listed Entity	Asian Star Company Limited	
3.	Year of incorporation	1995	
4.	Registered office address	114-C, Mittal Court, Nariman Point, Mumbai Maharashtra 400021	
5.	Corporate address	Same as Registered Office Address	
6.	E-mail	secretarial@asianstargroup.com	
7.	Telephone	+91 22 6244 4111	
8.	Website	www.asianstargroup.com	
9.	Date Of Start Of Financial Year	Start Date	End Date
	Financial Year	01-04-2022	31-03-2023
	Previous Year	01-04-2021	31-03-2022
	Prior To Previous Year	01-04-2020	31-03-2021
10.	Name of the Stock Exchange(s) where shares are listed	(a) BSE Limited (BSE)	
11.	Paid-up Capital	As at March 31, 2023 the Paid-up Equity Share Capital of the Company stood at Rs. 16,00,68,000 consisting of 1,60,06,800 equity shares of Rs. 10 each	
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Jaykant Rathod Compliance Coordinator 022 6244 4111 jaykant@asianstargroup.com	
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken, together).	The disclosures under this report are made on Standalone basis for Asian Star Company Limited.	

#### II. PRODUCTS/SERVICES

14. Details of business activities

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover
1.	Manufacturing	Manufacturing of Cut & Polished Diamonds and Diamond Studded Jewellery	99.76

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

Sr. No.	Product / Services	NIC Code	% of total Turnover Contributed
1.	Cut & Polished Diamonds & Diamond Studded Jewellery	3691	99.76

#### III. OPERATIONS

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

Location	Number of Plants	Number of Offices	Total
National	4	7	11
International	0	3	3

17. Markets served by the entity:

(a) Number of Locations

Location	Number
National (No. of States)	Twenty-One (21)
International (No. of Countries)	Thirty (30)

(b) What is the contribution of exports as a percentage of the total turnover of the entity?  
59%

(c) A brief on types of customers

Asian Star has a B2B business model. We have a diverse customer base including Wholesalers, Jewellery Manufacturers, Retail Chains, E-Commerce businesses.

#### IV. EMPLOYEES

18. Details as at the end of Financial Year:

(a) Employees and workers (including differently abled):

Sr. No.	PARTICULARS	TOTAL (A)	MALE		FEMALE		OTHERS	
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (H)	% (H/A)
	<b>Employees</b>							
1.	Permanent (D)	633	490	77	143	23	0	0
2.	Other than Permanent (E)	42	34	81	8	19	0	0
3.	Total Employees (D+E)	675	524	78	151	22	0	0
	<b>Workers</b>							
4.	Permanent (F)	303	264	87	39	13	0	0
5.	Other than Permanent (G)	220	202	92	18	8	0	0
6.	Total Workers (F+G)	523	466	89	57	11	0	0

## (b) Differently abled Employees and Workers:

Sr. No.	PARTICULARS	TOTAL (A)	MALE		FEMALE		OTHERS	
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (H)	% (H/A)
	<b>Differently Abled Employees</b>							
1.	Permanent (D)	7	6	86	1	14	0	0
2.	Other than Permanent (E)	0	0	0	0	0	0	0
3.	Total Differently Abled Employees (D+E)	7	6	86	1	14	0	0
	<b>Differently Abled Workers</b>							
4.	Permanent (F)	1	1	100	0	0	0	0
5.	Other than Permanent (G)	0	0	0	0	0	0	0
6.	Total Differently Abled Workers (F+G)	1	1	100	0	0	0	0

## 19. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% [B / A]
Board of Directors	11	1	9
Key Management Personnel	3	1	33

## 20. Turnover rate for permanent employees and workers

Particulars	FY 2022-23 (Turnover rate in current FY)				FY 2021-22 (Turnover rate in previous FY)				FY 2020-21 (Turnover rate in the year prior to the previous FY)			
	Male	Female	Others	Total	Male	Female	Others	Total	Male	Female	Others	Total
Permanent Employees	3%	1%	0	3%	3%	4%	0	3%	13%	9%	0	12%
Permanent Workers	15%	8%	0	14%	13%	8%	0	12%	24%	9%	0	23%

## V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

## 21. (a) Names of holding / subsidiary / associate companies / joint ventures:

Sr. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate / Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiative of the listed entity? (Yes/ No)
1.	AsianStar Co. Ltd - New York	Subsidiary	100%	No
2.	Asian Star DMCC – Dubai	Subsidiary	100%	No
3.	Asian Star Trading (Hong Kong) Ltd	Subsidiary	100%	No
4.	Shah Manufacturers	Associate	0	No
5.	Ratnanjali Infra LLP	Joint Venture	0	No

## VI. CSR DETAILS

## 22. CSR Details

Whether CSR is applicable as per section 135 of Companies Act, 2013	Yes
Turnover (in Rs.)	Rs. 342,702.09 Lakhs
Net worth (in Rs.)	Rs. 93,239.83 Lakhs

## VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	FY 2022-23			FY 2021-22		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	0	0	0	0	0	0
Investors (other than shareholders)	Investor grievances can be sent through email to the following designated email : whistleblower@asianstargroup.com	0	0	0	0	0	0
Shareholders		0	0	0	0	0	0
Employees and workers	Yes	0	0	0	0	0	0
Customers	Yes	0	0	0	0	0	0
Value Chain Partners	Yes	0	0	0	0	0	0

## Note:

**Communities** - All factories of the company are located in industrial areas. The factory managers regularly coordinate with the industrial representative bodies and local government bodies to address any grievances received from the local communities.

**Investors and Shareholders** - The Company has a dedicated address i.e. secretarial@asianstargroup.com on which the investors and shareholders can raise their grievances.

**Employees and Workers** - The Company has in place an Internal Complaints Committee at its offices and plants. Employees and Workers are encouraged to approach the HR Department at their respective locations to register their grievances. A Suggestion Box has been placed appropriately in all its offices and plants to register the employees' grievances without disclosing their identity.

24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Social responsibility towards society (social)	Opportunity	<p>Opportunity: Community involvement Company Culture &amp; Ethics Philanthropy</p> <p>Corporate Social Responsibility (CSR) has been a long-standing commitment at Asian Star.</p> <p>Our company's objective is to support meaningful socio-economic sustainable development and enable a larger number of people to participate and benefit in country's economic progress.</p> <p>This is done by supporting programmes aligned with our focus areas of sponsoring /contributing towards</p> <p>i) Education, stationery items, school uniforms and meals to under-privileged children. This aligns our company with SDG # 4 – Quality Education.</p> <p>ii) Computers, stationery, school bags and uniforms for the wellbeing of school children in Gujarat. This aligns our company with SDG # 1 – No Poverty &amp; SDG # 4 – Quality Education.</p> <p>iii) Cancer Research at Tata Memorial Hospital. This aligns our company with SDG # 3 – Good Health &amp; Wellbeing.</p> <p>iv) Maintenance of orphans during Covid – 19. This aligns our company with SDG # 3 – Good Health &amp; Wellbeing.</p> <p>v) Blankets to people under poverty line in rural area of Maharashtra - This aligns our company with SDG # 1 – No Poverty.</p> <p>vi) Animal wellness and rehabilitation in Maharashtra and Gujarat - This aligns our company with SDG # 15 – Life on Land.</p>	Not applicable	Positive: Supporting the CSR activities helps us to create a meaningful impact for the communities we interact with.

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Data Security & Customer Privacy	Risk	<p>Risk: Malware in data Data Leakage/Data Breach Data corruption</p> <p>Our Company places significant reliance on its technology infrastructure and also increases the Company's exposure to risks relating to cyber and information security.</p>	Risk Mitigation Approach: Our Company has a strong Cyber Risk Management framework wherein cyber risk and mitigation are monitored by the Information Technology & Security Committee and Risk Management Committee of the Company.	Negative: Reputational Damage Loss of Customer Trust Financial Loss
3.	Human Capital	Risk and Opportunity	<p>Risk: Complacency Higher Employee Turnover Occupational Fraud Catastrophic Workplace Events Negligent Hiring Retention</p> <p>Opportunity: Hiring right talent to increase productivity - qualitative and quantitative</p>	<p>The Company places great emphasis on carefully selecting and hiring the most suitable talent and investing in their growth and development, while also supporting their career advancement and performance</p> <p>A key objective of our people strategy is to enable alignment of employees with strategic business imperatives to facilitate seamless execution of strategy. We have a meritocratic, transparent and equal opportunity culture.</p> <p>The Company measures employee alignment and employee engagement at regular intervals to take corrective action.</p> <p>This aligns our company with SDG # 8 – Decent work and economic growth.</p> <p>The Company has implemented the following: 1. Enterprise risk management. 2. Proper benefits and compensation which are reviewed annually. 3. Code of Conduct Policy. 4. Fraud detection strategies. 5. Internal controls which are reviewed and improved regularly. 6. Safe Working conditions for all employees</p>	<p>Positive: Retention of key talent increases productivity.</p> <p>Negative: Increasing attrition leads to increase in cost of re-hiring, loss of productivity and wage inflation.</p>

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4.	Governance	Opportunity - Environment & Social	<p>Opportunity: Operational Cost saving / reduction Lower energy &amp; water consumption Reduce resource waste Innovation</p> <p>The Company ensures highest level of corporate governance and compliances with the statutory authorities</p> <p>This aligns our company with SDG # 8 - Decent work and economic growth &amp; SDG # 13 Climate action.</p>	Not Applicable	<p>Positive: Cost saving/ efficiency Increase in production Gain investor confidence Earn customer loyalty</p>
5.	Digitization	Opportunity - Environment & Social	<p>Opportunity: Lowers carbon footprint - Waste Management, Greener Workplace, Greener Ecosystem, Reduction in fuel consumption. Digital ERP driven business processes and inventory management.</p> <p>Enhances Transparency and Traceability.</p> <p>The Company has made investments in technology and established a strong digital infrastructure within the organization, with the aim of minimizing the use of paper-based transactions and communications, improving social development and governance, and improving sustainable development. Streamlines / improves organizational processes.</p> <p>This aligns our company with SDG # 8 - Decent work and economic growth &amp; SDG # 9 - Industry, Innovation &amp; Infrastructure.</p>	Not Applicable	<p>Positive Cost efficiency Simplifies business processes Better customer reach through digital operations Competitive edge.</p>

**SECTION B: MANAGEMENT AND PROCESS DISCLOSURES**

In terms of Regulation 34(2)(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Business Responsibility and Sustainability Report (BRSR) in the Annual Report is mandatory for the top 1000 listed companies, based on market capitalisation as on 31st March of every year. The BRSR is based on the format suggested by SEBI

P1.	Businesses should conduct and govern themselves with integrity, and in a manner that is ethical, transparent, and accountable
P2.	Businesses should provide goods and services in a manner that is sustainable and safe
P3.	Businesses should respect and promote the well-being of all employees, including those in their value chains
P4.	Businesses should respect the interests of and be responsive to all their stakeholders
P5.	Businesses should respect and promote human rights
P6.	Businesses should respect and make efforts to protect and restore the environment
P7.	Businesses when engaging in influencing public and regulatory policy should do so in a manner that is responsible and transparent
P8.	Businesses should promote inclusive growth and equitable development
P9.	Businesses should engage with and provide value to their consumers in a responsible manner

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy / policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes
c. Web Link of the Policies, if available	The Corporate policies of the Company can be viewed at web link <a href="https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/cg/246Business%20Responsibility%20Policy.pdf">https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/cg/246Business%20Responsibility%20Policy.pdf</a>								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	-	Yes	Yes
4. Name of the national and international codes / certifications / labels / standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	The Company is committed to providing a safe, healthy and harassment free work environment to all employees. The Company has adopted employee oriented policies covering areas such as Human Rights Policy, Diversity, Equity and Inclusion Policy, employee benefits and prevention of sexual harassment at workplace, which endeavours to provide an environment of care, nurturance and opportunity to accomplish professional aspirations. The Code of Conduct and Business Ethics ("the code") and other policies of the Company are in line with the general laws and regulations, sound ethical practices and professional standards followed nationally and internationally. The Company has Anti Bribery and Anti-Corruption Policy, Policy on Related Party Transactions, Anti Money Laundering and Combating Financing of Terrorism Policy (Asian Star Group) and the Whistle Blower Policy. The Whistle Blower policy confirms to the requirements as stipulated by the Companies Act, 2013 and the rules thereunder and of the applicable securities laws and regulations. The Company complies with regulations governing its products and services. The Company follows ISO 9001-2015 certification standard for the Quality Management System since 1998. The Company is certified for Responsible Jewellery Council (RJC), Best Practice Principles (BPP) and Forevermark (FM), an initiative of De Beers and carry their exclusive Site-holder status.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Asian Star Company Limited provides equal opportunity to employer with zero tolerance for discrimination based on gender, religion, caste or class. We have procedures in place to track key parameters like customer satisfaction surveys, employee satisfaction surveys, consumption of resources like water, paper, and electricity consumption. We uphold the culture of an inclusive environment and are committed to promoting the diversity of our workforce and also the Company is committed to adopt best in class environment-friendly practices for reducing energy consumption, conserving water and ensure responsible waste management to support the respective Sustainable Development Goals (SDGs) of United Nations.. Going forward, we shall increase the share of green energy in our overall								

	<p>energy consumption with renewable energy to support SDG 7 and work on reducing our greenhouse gas emissions (GHG) footprint to support SDG 13.</p> <p>We continue to focus on environment related initiatives which are based on the ethos of responsible consumption and recycling wherever possible. Our Company has implemented "Green energy" at major offices in Mumbai to reduce the GHG footprint. Additionally, we have appointed Growlity Private Limited as our ESG &amp; Sustainability partner for Carbon Footprint (CFP) framework set-up, verification and assurance. The aim is to disclose our CFP in BRSR in subsequent years and lay down a sustainable roadmap to achieve carbon neutrality and finally reach up to Net Zero.</p>
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Nil
<b>Governance, leadership and oversight</b>	
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	<p>Our Company firmly believes that good corporate governance is one of the essential requirements for long-term sustainable growth. We have a strong governance framework that ensures the highest standards of integrity, transparency, accountability, and ethics in all business matters.</p> <p>To ensure that all our stakeholders feel valued, respected, and supported, we have implemented various policies such as equal opportunity, risk management, prevention of sexual harassment (POSH), whistle-blower, and human rights. In the past year, we have taken various green initiatives such as switching to energy-efficient lighting and conducting tree plantation drives. As part of our efforts to reduce the use of single-use plastic, we provide metal water bottles, paper straws, and ceramic coffee cups to all our employees.</p> <p>We also prioritize the betterment of local communities, particularly in education and healthcare, through our CSR Policy. We acknowledge that climate change, growing energy demand, and employee retention are some of the key challenges faced by us.</p> <p>To address these challenges, we have established a "Risk Management Committee" that will create a framework for identifying internal and external risks, including ESG risks which will guide our long-term business strategy. Lastly, we believe that ESG considerations are critical to the success of our business, and we are committed to enhancing our performance in this area.</p>
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Name - Mr. Jaykant Rathod Designation - Compliance Coordinator
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes/No).	Mr. Vipul Shah, CEO and Managing Director (DIN: 00004746) oversees and periodically reviews Business Responsibility and Sustainability Initiatives of the Company.

10. Details of Review of NGRBCs by the Company									
Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee	<ul style="list-style-type: none"> <li>HR Department along with Senior Leaders review the Company's Business Responsibility and Sustainability Policies periodically. They assess the effectiveness of the policies, procedures and internal controls and implement necessary changes based on their evaluation.</li> <li>Policies wherever stated have been approved by the Board/ Committee of the Board/Senior Management of the Company or as required by extant regulations.</li> </ul>								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee	The Company has a well-defined process in place which ensures the Compliance status from each department. The summary of all compliances and statutory compliance updates on applicable laws is reported to Board every quarter.								
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	No. The Company has not conducted an independent assessment by external agencies. However, all Company's policies are regularly audited and reported by external agencies during annual ISO, BPP, RJC & FM audits to ensure the smooth functioning of the Company and thereafter approved by the Board wherever required by law. The summary of policies decisions is informed to the Board, if required.								
12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:									
Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

## PRINCIPLE 1

Businesses should conduct and govern themselves with Integrity, and in a manner that is Ethical, Transparent and Accountable.

## ESSENTIAL INDICATORS

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

Segment	Total number of training and awareness programmes held	Rationale for identifying the risk/opportunity	% age of persons in respective category covered by the awareness programmes
Board of Directors	7	1. Updates on SEBI (Listing Regulations & Disclosure Requirements) Regulations, 2015 2. Information of Business Structure 3. Company Policies	100
Key Managerial Personnel	21	1. Employee Engagement 2. Organizational Culture and Values 3. Statutory compliances and amendment in the acts, rules, and regulations of statutory authorities	100
Employees, Workers other than BoD and KMPs	9	1. Employee Engagement 2. Organizational Culture and Values 3. Organizational Performance 4. Customer Centricity 5. Customer Communication 6. Presentation Skills 7. Team Building 8. Fire Safety Mock Drills 9. Safety Training Programs	100

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

Monetary					
Principals	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	-	-	-	-	-
Settlement	-	-	-	-	-
Compounding fee	-	-	-	-	-

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

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

NA

4. Does the entity have an anti-corruption or anti-bribery policy?

Yes. The Company has the policy and it is made available at <https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/cg/23/BPP-RJC-Policy-March2023.pdf>

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

Particulars	FY 2022-23	FY 2021-22
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

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

Particulars	FY 2022-23		FY 2021-22	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	0	0	0
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	0	0	0

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest. Not Applicable

## LEADERSHIP INDICATORS

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

Yes, the company has implemented a Code of Ethics that applies to the Board of Directors, Key Managerial Personnel, and other members of Senior Management. This code provides clear guidelines for identifying, avoiding, and disclosing any actual or potential conflicts of interest that may arise with the company. To ensure transparency and compliance, the company obtains an annual declaration from the aforementioned individuals regarding their interests in other entities that could give rise to conflicts of interest. This allows the company to assess and address any potential conflicts in a timely manner. Furthermore, the company ensures that all necessary approvals required by applicable laws are obtained before engaging in transactions with any related entities. This proactive approach helps demonstrate the company's commitment to upholding legal and regulatory requirements while safeguarding the interests of its stakeholders.

## PRINCIPLE 2

Businesses should provide Goods and Services in a manner that is Sustainable and Safe.

## ESSENTIAL INDICATORS

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

Particulars	FY 2022-23	FY 2021-22	Details of improvements in environmental and social impacts
R & D	-	-	-
Capex	-	-	-

The Company is currently not maintaining this data separately for the reporting year. This data will be available in the subsequent years in future, once the company initiates to spend on R&D and Capital Expenditure investments in specific technologies to improve the environmental and social impact. However the Company has initiated collecting and recording the data for consumption of the fuel, CNG, water, electricity, gas, etc., and has also started collecting the data for the GHG Emission for Diesel Generator, Company Vehicles, Refrigerants, etc.

2. a. Does the entity have procedures in place for sustainable sourcing?

Yes. The company ethically sources natural rough diamonds from mines that are in compliance with strict law of land and environment regulations. The company sources natural rough diamonds from the companies where diamonds are mined, processed, and graded in environmentally responsible and socially conscious manner.

b. If yes, what percentage of inputs were sourced sustainably?

The Company sourced Diamonds - 70% from the Primary market i.e. Mines and balance 30% from the Secondary market i.e. traded. Moreover, the company ensures the integrity of natural rough diamonds for its origin.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for

- a. Plastics (including packaging)- As part of Extended Producer’s Responsibility (EPR), the Company has partnered with third party organizations for fulfillment of EPR Targets.
- b. E-waste- Sent to Authorized Recyclers
- c. Hazardous waste- Sent to Authorized Recyclers
- d. Other waste- Sent to Authorized Recyclers and some processed wastes are reused/recycled internally by the Company.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity’s activities (Yes / No).

Yes, EPR is applicable to the Company. The Company is registered with CPCB. The Company has initiated waste management with Third party vendors as a part of EPR, wherever applicable, to ensure safe disposal of waste.

**PRINCIPLE 3**

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

**ESSENTIAL INDICATORS**

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

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	487	48	10	487	100	NA	NA	NA	NA	NA	NA
Female	146	8	5	146	100	4	3	NA	NA	NA	NA
Total	633	56	9	633	100	4	1	NA	NA	NA	NA
Other than Permanent employees											
Male	34	11	32	34	100	NA	NA	NA	NA	NA	NA
Female	8	3	38	8	100	NIL	NIL	NA	NA	NIL	NIL
Total	42	14	33	42	100	NA	NA	NA	NA	NA	NA

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

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	264	229	87	264	100	NA	NA	NA	NA	NA	NA
Female	39	32	82	39	100	NIL	NIL	NA	NA	NIL	NIL
Total	303	261	86	303	100	NA	NA	NA	NA	NA	NA
Other than Permanent employees											
Male	202	88	44	202	100	NA	NA	NA	NA	NA	NA
Female	18	5	28	18	100	NIL	NIL	NA	NA	NIL	NIL
Total	220	93	42	220	100	NA	NA	NA	NA	NA	NA

2. Details of measures for the well-being of employees:

Benefits	FY 2022-23			FY 2021-22		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y / N / N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y / N / N.A.)
PF	97	98	Y	96	96	Y
Gratuity	100	100	NA	100	100	NA
ESI	28	29	Y	27	28	Y

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016?

Yes, the Company has an Equal Opportunity Policy in place which is also published on the Company’s website.

If so, provide a web-link to the policy.

<https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/cg/23/BPP-RJC-Policy-March2023.pdf>

The policy ensures fair hiring practices, prevents harassment or discrimination at work, and provides equal opportunities to all individuals irrespective of race, ethnicity, gender, age, disability, religion, or sexual orientation.

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

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

## 6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker?

Yes

Particulars	Yes / No (If Yes, then give details of the mechanism in brief)
Permanent Workers Other than Permanent Workers Permanent Employees Other than Permanent Employees	<p>The Company has implemented a Whistleblower Mechanism to facilitate the resolution of grievances and promote the reporting of unethical behavior, incidents, fraud, or violations.</p> <p>The Company also has established POSH committee and it's rigorous implementation. To enable direct communication with the POSH Committee, Chairman or Members of the POSH Committee, a dedicated email ID has been created for employees to use.</p> <p>Additionally, the Company adopts an open-door policy, allowing employees and workers to express their concerns to their immediate superiors or to the location wise Human Resource Department. This approach emphasizes the importance of effective communication and ensures that employees have multiple channels through which they can report any issues or grievances.</p> <p>Through these initiatives, the Company actively encourages transparency, accountability, and the prompt resolution of misconduct. By fostering an environment that values integrity, employees are empowered to come forward with their concerns, knowing that they will be addressed without fear of reprisal. A POSH Committee is set up and a Suggestion Box has been placed appropriately in all our offices and plants to register the employees' grievances without disclosing their identities.</p>

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

There is no such employee association that is officially recognized by the Company

Category	FY 2022-23			FY 2021-22		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	-	-	-	-	-	-
Males	-	-	-	-	-	-
Females	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total Permanent Workers	-	-	-	-	-	-
Males	-	-	-	-	-	-
Females	-	-	-	-	-	-
Others	-	-	-	-	-	-

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

Category	FY 2022-23					FY 2021-22				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		Number (B)	% (B / A)	Number (C)	% (C / A)		Number (E)	% (E / D)	Number (F)	% (F / D)
EMPLOYEES										
Male	521	521	100	26	5	505	505	100	45	9
Female	154	154	100	5	3	142	142	100	61	43
Others	0	0	0	0	0	0	0	0	0	0
Total	675	675	100	31	5	647	647	100	106	16
WORKERS										
Male	466	363	78	0	0	287	287	100	0	0
Female	57	57	100	0	0	132	132	100	0	0
Others	0	0	0	0	0	0	0	0	0	0
Total	523	435	83	0	0	419	419	100	0	0

## 9. Details of performance and career development reviews of employees and worker:

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
EMPLOYEES						
Male	490	435	89	480	410	85
Female	143	125	87	133	115	86
Others	-	-	-	-	-	-
Total	633	560	88	613	525	86
WORKERS						
Male	264	245	93	262	240	92
Female	39	34	87	25	21	84
Others	-	-	-	-	-	-
Total	303	279	92	287	261	91

## 10. Health and safety management system:

## a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No).

Yes, Company has recognized the importance of health and safety management and has established a Health & Safety Policy for its all employees. They are covered under health insurance, accidental insurance, etc...

The Company has several processes in place to identify work-related hazards and assess risks on a routine and non-routine basis, including:

- Fire Safety Guidelines that cover various rules, such as those related to fire-fighting equipment, emergency exits, fire drills, and other safety measures for maintaining office and plant facilities.
- Incident Reporting by employees: We have established a dedicated platform that caters to the physical, mental, emotional, and financial wellness needs of all its employees.
- We have a wellness calendar in place to promote employee and family health.
- We regularly conduct health checkups and mental health awareness sessions to address issues arising from a sedentary lifestyle and stress.

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

The Company has standard operating procedure to inspect and review the work and workplace of its employees periodically. The likely work related hazards are identified and risk assessment is analyzed and documented. Mitigation and control processes are adopted to ensure health and safety of employees.

The Company provides appropriate Safety instruments and PPE (Personal Protective Equipment) to all concerned workers.

## c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

The work related hazards can be reported verbally, in writing or electronically directly to the immediate supervisor or Health & Safety Officer / Committee.

The Company conducts Health & Safety Awareness Programs and provides and equips its workers with safety instruments and PPE (Personal Protective Equipment) wherever appropriate as a precautionary health and safety measure. However, there are no major work related hazards, and therefore removal of themselves from such risks is not applicable.

## d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes

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

Safety Incident / Number	Category	FY 2022-23	FY 2021-22
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

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

Creating a safe and healthy workplace has been a primary focus for our Company. We recognize the significance of ensuring safety, particularly within each of our manufacturing plant and office workplace. To achieve this, we have implemented various measures to address physical health and safety requirements, adhere to statutory regulations, and promote a strong safety culture. Some of the measures we have taken are as below:

**Establishing and Implementing Safety Policies:** The Company has developed and communicated clear safety policies that outline expectations, rules, and procedures for maintaining a safe work environment. These policies broadly cover areas such as hazard identification, emergency response protocols, and safety training requirements. The Company provides First Aid Kits in all its offices and plants. The Company has made provisions for a Doctor and an Ambulance at its Surat Factory as per The Factory Act, 1948.

**Conducting Risk Assessments:** The Company regularly assesses workplace hazards and risks to identify potential sources of harm or danger. This involves conducting thorough inspections, engaging employees in hazard identification, and utilizing risk assessment techniques. The findings are used to implement appropriate controls and mitigation measures.

**Providing Safety Training and Education:** The Company ensures that all employees receive proper safety training and education relevant to their roles and the specific hazards they may encounter. This includes training on safe work practices, proper equipment usage, emergency procedures, and any specific regulations or standards applicable to the industry. The Company also provides an annual refreshing training to its First Aiders.

**Maintaining Proper Safety Equipment and Facilities:** The Company maintains appropriate safety equipment, tools, and personal protective equipment (PPE) necessary for employees to perform their work safely. It also ensures that safety equipment is regularly inspected, maintained, and replaced when necessary. Additionally, the company strives to keep the workplace clean, organized, and free from potential hazards.

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

Particulars	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	0	0	0	0
Health & Safety	0	0	0	0	0	0

14. Assessments for the year:

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

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

Currently, no safety related incidents have occurred. However as a procedure, in order to address safety-related incidents, a thorough root cause analysis is conducted by a dedicated team. This analysis is closely monitored and reviewed by the central quality and safety team. Based on the identified root causes, appropriate corrective measures are implemented, such as eliminating man-machine interaction or improving inadequate guarding or improving handling procedure. To ensure that these corrective actions are effectively implemented across all manufacturing locations and office workplaces, a horizontal deployment approach is adopted. This means that the corrective measures and their implementation guidelines are shared horizontally with all manufacturing locations. This allows for a comprehensive assessment of the proposed actions and facilitates their implementation in a consistent manner throughout the organization. By employing this approach, the company aims to ensure that the identified safety issues are addressed effectively, promoting a safer working environment across all manufacturing locations.

**PRINCIPLE 4**

Businesses should respect the interests of and be responsive to all its Stakeholders.

**ESSENTIAL INDICATORS**

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

Asian Star Company Limited has broadly identified six groups covering both internal and external stakeholders as follows:

- Employees
- Local communities
- Regulatory authorities
- Customers
- Shareholders
- Dealers, Suppliers and other business partners

Asian Star Company Limited undertakes its CSR for overall betterment of the community with special emphasis on activities for the benefit of the poor and the needy segments of the society. Asian Star Company Limited has also initiated training programs for applicators to enhance their skills. Asian Star Company Limited endeavors to maintain a healthy stakeholder engagement, allow participation wherever possible and promote a collective decision-making process.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly / Quarterly / others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	Direct Contact, Social Intranet, Calls, E-mail, Team engagement	Periodically	- Cultural Event - Awareness & Training Program - Performance evaluation and recognition
Local Communities	Yes	Website	Ongoing	- Community development programmes through CSR initiatives
Regulatory Authorities	No	Meetings with key regulatory bodies, Written communications, Notifications, Industry associations. E-mails	Ongoing	- Compliance with rules and regulations - Timely reporting through various compliance-based forms
Customers	No	Interaction through digital Media; E-mail; website.	Ongoing	- Consistent supply as per latest market requirements - Easy access to products - Customer Feedback
Shareholders	No	Website, Email, Notices, Annual Report, News Paper, AGM	Quarterly/Annually	- Corporate Governance - Regulatory Compliances - Overall Company Performance, Key Business Decisions
Dealers, Suppliers and other Business partners	No	E-mail, Meetings	Ongoing	- Pricing and favorable terms of payment - Suppliers Engagements

**PRINCIPLE 5**

Businesses should respect and promote Human Rights

**ESSENTIAL INDICATORS**

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

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. of employees/workers covered (B)	% (B / A)	Total (C)	No. of employees/workers covered (B)	% (D / C)
Employees						
Permanent	633	633	100	613	613	100
Other than permanent	42	42	100	34	34	100
Total Employees	675	675	100	647	647	100
Workers						
Permanent	303	303	100	287	287	100
Other than permanent	220	220	100	132	132	100
Total Workers	523	523	100	419	419	100

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2022-23					FY 2021-22				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		Number (B)	% (B / A)	Number (C)	% (C / A)		Number (E)	% (E / D)	Number (F)	% (F / D)
<b>EMPLOYEES</b>										
Permanent	633	7	1	626	99	613	8	1	605	99
Male	487	7	1	480	99	480	4	1	476	99
Female	146	0	0	146	100	133	4	3	129	97
Others	0	0	0	0	0	0	0	0	0	0
Other than permanent	42	0	0	42	100	34	0	0	34	100
Male	34	0	0	34	100	25	0	0	25	100
Female	8	0	0	8	100	9	0	0	9	100
Others	0	0	0	0	0	0	0	0	0	0
<b>WORKERS</b>										
Permanent	303	0	0	303	100	287	14	5	273	95
Male	264	0	0	264	100	262	12	5	250	95
Female	39	0	0	39	100	25	2	8	23	92
Others	0	0	0	0	0	0	0	0	0	0
Other than permanent	220	27	12	193	88	132	29	22	103	78
Male	202	26	13	176	87	125	28	22	97	78
Female	18	1	6	17	94	7	1	14	6	86
Others	0	0	0	0	0	0	0	0	0	0

3. Details of remuneration/salary/wages, in the following format:

Particulars	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	10	70,000	1	30,000
*Key Managerial Personnel	0	-	0	-
Employees other than BoD and KMP	732	4,00,360	161	2,75,369

Note: \* During the year Mrs. Sujata D. Nadgouda Company Secretary has resigned from June 30, 2022. Mr. Sandeep R. Bhandari, Company Secretary was appointed on December 28, 2022 and resigned from February 29, 2023 and Ms. Pujadevi R. Chaurasia, Company Secretary & Compliance Officer has been appointed on March 13, 2023. (data is not comparable as none of them has worked for 12 months)

\*\* Considered only those employees who have worked for 12 months in the Company

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

The In-charge of Human Resources who is responsible for the human resources function shall oversee and address any issue arising from any human rights impacts or issues caused or contributed to by the business.

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

Any grievance regarding to human rights are reported through direct verbal communication or HR email ID. The HR Team validates the grievance and discusses with respective department for consideration of further action. Then HR Team and respective departments resolve the grievance within timeline as per the procedure in the Employment Policy.

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

Category	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	N.A.	0	0	N.A.
Discrimination at workplace	0	0	N.A.	0	0	N.A.
Child Labour	0	0	N.A.	0	0	N.A.
Forced Labour / Involuntary Labour	0	0	N.A.	0	0	N.A.
Wages	0	0	N.A.	0	0	N.A.
Other human rights related issues	0	0	N.A.	0	0	N.A.

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

The Company maintains a culture of open communication that fosters a respectful and harassment-free environment. The Whistleblower Policy serves as a guideline and mechanism for protecting individuals who raise complaints or act as whistleblowers. Any complaints or disclosures made by whistleblowers are thoroughly investigated, ensuring strict confidentiality and protection against retaliation.

The Company takes all necessary precautions to safeguard the identity of the complainant or whistleblower. This includes treating the investigation process with utmost confidentiality and implementing measures to withhold their identity. The Company provides necessary safeguards to whistleblowers, allowing them to make protected disclosures in good faith regarding various areas outlined in the Code of Conduct. In relation to sexual harassment, the Company strictly adheres to the principles of Prohibition, Prevention, and Redressal, as outlined in the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 (POSH) and the corresponding Rules. The Company ensures that the investigation procedure maintains strict confidentiality and safeguards the identity of the complainant. The Company has established a POSH committee in compliance with the provisions of the Act.

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

Yes

9. Assessments for the year:

Particulars	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100
Forced / involuntary labour	100
Sexual harassment	100
Discrimination at workplace	100
Wages	100
Others - please specify	100

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

No significant risks / concerns reported during the above assessments.

## PRINCIPLE 6

Businesses should respect and make efforts to protect and restore the environment.

### ESSENTIAL INDICATORS

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

The company is currently not initiating /maintaining the data separately. This data will be available / maintained in the subsequent years.

Parameter	Please specify unit	FY 2022-23	FY 2021-22
Total electricity consumption (A)	Joules or multiples	—	—
Total fuel consumption (B)	Joules or multiples	—	—
Energy consumption through other sources (C)	Joules or multiples	—	—
Total energy consumption (A+B+C)	Joules or multiples	—	—
Energy intensity per rupee of turnover (Total energy consumption/ turnover in Crore rupees)	Joules or multiples	—	—
Energy intensity (optional) - the relevant metric may be selected by the entity	Joules or multiples	—	—

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N)

Not Applicable

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

The company is currently not initiating /maintaining the data separately. This data will be available / maintained in the subsequent years.

Parameter	Please specify unit	FY 2022-23	FY 2021-22
Water withdrawal by source (in kilolitres)			
(i) Surface water	Kilolitres	—	—
(ii) Groundwater	Kilolitres	—	—
(iii) Third party water	Kilolitres	—	—
(iv) Seawater / desalinated water	Kilolitres	—	—
(v) Others	Kilolitres	—	—
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	Kilolitres	—	—
Total volume of water consumption (in kilolitres)	Kilolitres	—	—
Water intensity per rupee of turnover (Water consumed / Crore Rs. turnover)	Kilolitres	—	—
Water intensity (optional) - the relevant metric may be selected by the entity	Kilolitres	—	—

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N)

No

If yes, name of the external agency.

Not Applicable

4. Has the entity implemented a mechanism for Zero Liquid Discharge?

Yes. All the manufacturing facilities of the Company are Zero Liquid Discharge facilities. The effluents are treated through dedicated effluent treatment plants (ETP) installed within the facility premises. The treated effluents/water are reused in the facility wherever applicable.

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

The company is currently not initiating /maintaining the data separately. This data will be available / maintained in the subsequent years.

Parameter	Please specify unit	FY 2022-23	FY 2021-22
Nox	Micro Gram	—	—
Sox	Micro Gram	—	—
Particulate matter (PM)	Micro Gram	—	—
Persistent organic pollutants (POP)	Micro Gram	—	—
Volatile organic compounds (VOC)	Micro Gram	—	—
Hazardous air pollutants (HAP)	Micro Gram	—	—

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

The company has currently initiated the process of calculating. This data will be available / maintained in the subsequent years.

Parameter	Please specify unit	FY 2022-23	FY 2021-22
Total Scope 1 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	—	—
Total Scope 2 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	—	—
Total Scope 1 and Scope 2 emissions per Crore of turnover	tCO <sub>2</sub> e	—	—
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant metric may be selected by the entity	—	—	—

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No.

If yes, name of the external agency.

Not Applicable

7. Does the entity have any project related to reducing Green House Gas emission?

Yes, Company has taken the following projects as an effort to reduce Green House Gas (GHG) emissions:

- i. To reduce carbon footprint, the Company has initiated implementing various measures in its offices such as LED lighting, etc.
- ii. Also reduced paper usage as a part of their digital transformation efforts, and have taken steps to eliminate single-use plastics in their offices.
- iii. We have a wellness calenThe Company initiated installing Wind-mill for the renewable energy. dar in place to promote employee and family health.

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

The company is currently not initiating /maintaining the data separately. This data will be available / maintained in the subsequent years.

Parameter	Please specify unit	FY 2022-23	FY 2021-22
Total Waste generated (in metric tonnes)			
Plastic waste (A)	metric tonnes	—	—
E-waste (B)	metric tonnes	—	—
Bio-medical waste (C)	metric tonnes	—	—
Construction and demolition waste (D)	metric tonnes	—	—
Battery waste (E)	metric tonnes	—	—
Radioactive waste (F)	metric tonnes	—	—
Other Hazardous waste. Please specify, if any. (G)	metric tonnes	—	—
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	metric tonnes	—	—
Total (A+B + C + D + E + F + G + H)	metric tonnes	—	—
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)			

Parameter	Please specify unit	FY 2022-23	FY 2021-22
Category of waste			
(i) Recycled	metric tonnes	—	—
(ii) Re-used	metric tonnes	—	—
(iii) Other recovery operations	metric tonnes	—	—
Total	metric tonnes	—	—
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)			

Parameter	Please specify unit	FY 2022-23	FY 2021-22
Category of waste			
(i) Incineration	metric tonnes	—	—
(ii) Landfilling	metric tonnes	—	—
(iii) Other disposal operations	metric tonnes	—	—
Total	metric tonnes	—	—

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No.

If yes, name of the external agency.

Not Applicable

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

Waste management and reduction in our operations is one of the key areas of concerns for our organization. The Company has been making consistent efforts to reduce the quantity of waste produced through our operations, by following techniques to reuse and recycle generated waste in an environmentally friendly manner. Water harvesting system is in place wherever applicable.

Company has adopted several wastes management practices in its pan India offices:

- i. It has implemented an E-waste collection program across its branches throughout India and works with certified E-waste handlers to properly dispose of all the E-Waste.
- ii. The Company uses local vendors for the disposal of non-hazardous waste such as paper.
- iii. The Company has also reduced paper usage as a part of their digital transformation efforts, and have taken steps to eliminate single-use plastics in their offices by providing insulated bottles for their employees to use.
- iv. ETPs (Effluent Treatment Plants) are installed in our plants for hazardous and toxic chemicals wherever applicable.

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

Not Applicable

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Not Applicable

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N).

Yes

**PRINCIPLE 7**

Businesses, when engaging in influencing Public and Regulatory policy, should do so in a manner that is responsible and transparent.

**ESSENTIAL INDICATORS**

## 1. a. Number of affiliations with trade and industry chambers/ associations.

1. The Gem & Jewellery Export Promotion Council
2. Bharat Diamond Bourse
3. Responsible Jewellery Council
4. World Diamond Council

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

Sr No	Reach of trade and industry chambers/ associations (State/National)	Reach of trade and industry chambers/ associations (State/National)
1	The Gem & Jewellery Export Promotion Council	Mumbai, India
2	Bharat Diamond Bourse	Mumbai, India
3	Responsible Jewellery Council	London, UK

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

Not Applicable

**PRINCIPLE 8**

Businesses should promote inclusive growth and equitable development.

**ESSENTIAL INDICATORS**

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

Not Applicable

## 2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&amp;R) is being undertaken by your entity, in the following format:

Not Applicable

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

The Asian Star Company Ltd has a Whistle Blower policy to redress grievances of the community.

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

Parameter	FY 2022-23	FY 2021-22
Directly sourced from MSMEs/ small producers	9%	12%
Sourced directly from within the district and neighboring districts	32%	48%

**PRINCIPLE 9**

Businesses should engage with and provide value to their consumers in a responsible manner.

**ESSENTIAL INDICATORS**

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

The Asian Star Company Limited is a Quality Management System (ISO 9001 : 2015) certified organization. It has a robust mechanism and framework in place to track and respond to customer complaints by performing its root cause analysis.

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

Not Applicable

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

Category	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0	-	0	0	-
Advertising	0	0	-	0	0	-
Cyber-security	0	0	-	0	0	-
Delivery of essential services	0	0	-	0	0	-
Restrictive Trade Practices	0	0	-	0	0	-
Unfair Trade Practices	0	0	-	0	0	-
Other	0	0	-	0	0	-

## 4. Details of instances of product recalls on account of safety issues:

None

## 5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No)

Yes

If available, provide a web-link of the policy.

<https://www.asianstargroup.com/wp-content/themes/appway-child/pdfs/cg/246Business%20Responsibility%20Policy.pdf>

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

Not Applicable / None

# Financial Section



## INDEPENDENT AUDITORS' REPORT

TO

### THE MEMBERS OF ASIAN STAR COMPANY LIMITED

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

#### Opinion

We have audited the standalone Ind AS financial statements of Asian Star Company Limited ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss (including Other Comprehensive Income), Statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and profit & loss, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

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

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report

Sr. No.	Key Audit Matter	Auditors' Response
1.	<p>Gems &amp; Jewellery is highly working capital-intensive industry and Inventory is a major component of it. Inventory mainly consists of Rough Diamonds, Cut &amp; Polished diamonds, Jewellery, Gold and other precious metal and precious and semi-precious stones.</p> <p>Cut &amp; Polished Diamonds not being a standardized product requires specialized skill and knowledge for valuation. The assessment of its Net Realisable value is based on the assessment by the management and valuation done by the government approved valuer based on various parameters of diamonds and marketable conditions.</p> <p>We conclude the above reason for the purpose of Inventory to be as a key audit matter for our audit.</p>	<p>In view of the significance of the matter, we have applied the following audit procedures in this area, among other procedures to obtain sufficient audit evidence:</p> <ul style="list-style-type: none"> <li>- We assessed the appropriateness of the inventories accounting policies and its compliances with the applicable accounting standards.</li> <li>- We evaluated design and implementation of the effectiveness of the key controls with respect to the safeguarding and physical movement of inventory and its recording and reconciling physical verification of inventory. There are sufficient and effective controls in the IT systems recording movement from manufacturing to sales.</li> <li>- Inventory of cut &amp; polished diamonds is valued using Specific Identification method to the extent possible and where it is not possible, due to vast variety, quality and peculiarity of goods, the valuation is done using Retail Method.</li> <li>- We evaluated reasonableness of the management's assessment of net realizable value which is substantiated and supported by valuation from an independent government approved valuer.</li> <li>- We have also obtained a documentation of the verification of Inventory done by the company. The same has been assessed and effective control seems to be in place with regards to Inventory.</li> </ul>

### Responsibility of Management for Standalone Ind AS Financial Statements

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

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

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

### Auditors' Responsibilities for the Audit of Standalone Ind AS Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud and 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 one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. 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 control system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. 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 ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings 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.

### 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" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

- a. 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.
- b. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), statement of change in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- c. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- d. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- e. With respect to the adequacy of the internal financial control over the financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's Internal Financial Controls over financial reporting.
- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations which would impact its financial position in its standalone Ind AS financial statements - Refer Note 35 to the standalone Ind AS financial statements.
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, and as required on long-term contracts including derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For V. A. Parikh & Associates LLP  
Chartered Accountants  
FRNo. 112787W / W100073

Nirav R. Parikh  
Partner  
Membership No. - 121674  
UDIN: 23121674BGWCPM5268

Place : Mumbai  
Date: May 29, 2023

**ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT**

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of Asian Star Company Limited)

1. In respect of the Company's fixed assets:
  - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - b. All the fixed assets have not been physically verified by the management during the year but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. As informed to us, no material discrepancies have been noticed upon such verification.
  - c. The title deeds of immovable properties are held in the name of the company
  - d. During the year none of the Assets of the Company is revalued.
  - e. There have not been any proceeding initiated, or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
2.
  - a. The stocks of finished goods and raw-materials have been physically verified by the management at the end of the accounting year. In our opinion, the Company has maintained proper records of inventory. No material discrepancies were noticed on physical verification as compared to the book records.
  - b. The company is having working capital limits in excess of Five Crore Rupees in aggregate from Bank on the basis of security of assets; Quarterly statements filed by the Company are in agreement with the books of accounts of the Company.
3. During the year, the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured / unsecured, to Companies, firms, Limited Liability Partnership or any other parties, if so – Accordingly clauses a to e are not applicable.
4.
  - a. As per records provided to us, the investments made, guarantees provided, securities given and the terms and conditions of the grants of all loans and advances in the nature of loans and guarantees provided are not prejudicial in the interest of the company, details of Gurantee provided are as follows :

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year				
Subsidiaries	-	-	-	-
Joint Ventures	-	-	-	-
Associates	-	-	-	-
Others	-	-	-	-
Balance outstanding as at balance sheet date in respect of above cases				
Subsidiaries	-	-	-	-
Joint Ventures	-	-	-	-
Associates	-	-	-	-
Others	-	-	-	-

- b. In respect of loans and advances in the nature of loans, it is payable on demand. During the year there are no payable due which has not been paid.
- c. There are no overdue of the loans and advances during the year.
- d. From the records we have not observed any loan or advances in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- e. 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.

- f. No new guarantee has been given during FY 2022-23 to the Subsidiary. Hence, the amount of guarantee given at the end of the year to the subsidiary is Rs. 82.22 crore which was given in previous year.
5. In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction, which attract provisions of section 185 and 186, in respect of loans, investments, guarantees and securities.
6. The Company has not accepted any deposits from the public during the year.
7. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
8.
  - a. According to the records of the Company and as per information and explanation given to us, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, duty of customs, duty of excise, value added tax, and any other statutory dues applicable to it with appropriate authorities and there were no undisputed dues outstanding as on 31st March, 2023 for a period of more than six months from the date they become payable.
  - b. Details of statutory dues referred to in subclause (a) have not been deposited due to dispute are stated below:

Nature of the statute	Nature of dues	Forum where the dispute is pending	Period to which dispute relates	Amount in Rs. Crores	Remarks (if any)
The Income Tax Act, 1961	Income Tax	Commissioner of Income Tax (Appeals)	A. Y.2015-16, & A.Y. 2016-17	1.67	Rectification filed for Rs. 0.75 cr and Appeal filed for Rs. 0.92 cr
The Customs Tax Act, 1962	Custom Duty and Interest	Commissioner of Customs	December 2009 to September 2013	3.32	Demand is stayed by order of Gujarat High court

9. During the year under consideration the company does not have any transaction which have been surrendered or disclosed as non-recorded income during the year in the tax assessments under the Income Tax Act, 1961;
10.
  - a. In our opinion and according to the information and explanations given to us the Company has not defaulted in repayment of dues to Government, any Financial Institution or Bank or debenture holders.
  - b. To the extent of information provided to us by the Management, the Company has not been declared as Willful defaulter by any bank or financial institution during the year.
  - c. During the year the Company has not availed any term loan for the purpose of business.
  - d. From the records available we have not found any transaction where the funds raised for short term have been used for long term purposes.
  - e. The company has not taken any funds from the entity or person on account of or to meet the obligation of its subsidiaries, associates, or joint ventures.
  - f. The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
11.
  - a. To the best of our knowledge and belief and according to the information and explanations given to us, the Company has neither obtained any term loans nor has raised money by way of initial public offer or further public offer (including debt instruments).
  - b. The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
12.
  - a. In our opinion and according to the information and explanations given to us no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
  - b. There has been no report under sub-section (12) of section 143 of the Companies Act filed, by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- c. The Company has not received any whistle blower complaints during the year.
13. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
14. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the notes to accounts of the financial statements as required by the applicable accounting standards.
15. The company has an adequate internal audit system commensurate with the size and nature of its business. According to the information and explanations given to us and based on our examination of the internal Audit reports submitted by the Internal Auditors, it can be ascertained that the internal audit system exists and is functioning effectively.
16. In our opinion and according to the information and explanations given to us the Company has not entered into any non-cash transactions with the directors or persons connected with him.
17. a. The company is not required to obtain registration under section 45-IA of the Reserve Bank of India Act 1934.  
b. As per records available the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;  
c. The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India,
18. The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
19. There has been no resignation of the statutory auditors during the year. However, due to rules applicable under Companies (Audit and auditors) Rules, 2014 read with Section 139 of the Companies Act, 2013, the existing statutory auditor has been retired by rotation. There has been no issues, objections or concerns raised by the outgoing auditors and the same has been considered by us.
20. 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, the auditor's knowledge of the Board of Directors and management plans, the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.
21. With respect to CSR contribution under section 135 of the Act:
- a. According, to the information and explanations given to us and on the basis of our audit procedures, in respect of other than ongoing projects, there were no unspent amount that were required to be transferred to a Fund specified in Schedule VII in compliance with second proviso to sub-section 5 of section 135 of the Act.
- b. According, to the information and explanations given to us and on the basis of our audit procedures, in respect of ongoing projects there were unspent amount that were required to be transferred to special account in compliance with provision of sub section 6 of section 135 of the Act. The company has transferred the unspent amount to special account in compliance with provision of section 6 of Section 135 of the Act.

For V. A. Parikh & Associates LLP  
Chartered Accountants  
FRNo. 112787W / W100073

Nirav R. Parikh  
Partner  
Membership No. - 121674  
UDIN: 23121674BGWCPM5268

Place : Mumbai  
Date: May 29, 2023

## ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2(e) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Asian Star Company Limited of even date)

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

We have audited the internal financial controls over financial reporting of ASIAN STAR COMPANY LIMITED ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

#### Auditors' Responsibility

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

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

#### Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide a reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that: 1) pertain to 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 to 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, including the possibility of collusion or improper management override controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

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

For V. A. Parikh & Associates LLP  
Chartered Accountants  
FRNo. 112787W / W100073

Nirav R. Parikh  
Partner  
Membership No. - 121674  
UDIN: 23121674BGWCPM5268

Place : Mumbai  
Date: May 29, 2023

### BALANCE SHEET AS AT MARCH 31, 2023

(Rs. in lakhs)

PARTICULARS	NOTE	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
a Property, Plant & Equipment	1	16,270.91	17,203.04
Intangible Assets	1	76.80	1.30
Capital Work in Progress	1	54.20	-
b Investment Property		4,993.10	4,993.10
<b>c Financial Assets</b>			
Non Current Investments	2	3,006.32	4,588.57
d Non-Current Tax Assets (Net)	3	112.51	159.04
e Other Non-Current Assets	4	302.52	302.74
		24,816.36	27,247.79
<b>Current Assets</b>			
a Inventories	5	69,446.96	53,615.27
<b>b Financial Assets</b>			
i) Current Investments	6	3,692.77	4,020.58
ii) Trade Receivables	7	72,910.39	81,158.53
iii) Cash and Cash Equivalents	8	13,468.44	11,320.34
iv) Other Bank Balances	9	11467.07	10,509.79
v) Loans & Advances	10	6,546.13	6,261.28
vi) Other Financial Assets	11	5.89	112.65
		1,77,537.65	1,66,998.44
<b>TOTAL</b>		<b>2,02,354.01</b>	<b>1,94,246.23</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
a Equity Share Capital	12	1,600.68	1,600.68
b Other Equity	13	91,639.15	86,141.02
		93,239.83	87,741.70
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
<b>a Financial Liabilities</b>			
Long-Term Borrowings	14	5,107.98	4,989.37
b Deferred Tax Liabilities (Net)	15	2,851.08	3,148.93
c Long-Term Provisions	16	1,211.81	1,066.02
d Other Non Current Tax Liabilities	17	746.79	675.48
		9,917.66	9,879.80
<b>Current Liabilities</b>			
<b>a Financial Liabilities</b>			
i) Short-Term Borrowings	18	57,513.26	57,881.84
ii) Trade Payables	19	40,447.09	37,667.97
iii) Other Financial Liabilities	20	-	2.18
b Other Current Liabilities	21	1,236.17	1,072.74
		99,196.52	96,624.73
<b>TOTAL</b>		<b>2,02,354.01</b>	<b>1,94,246.23</b>
Significant Accounting Policies			
Notes on Financial Statements	1 to 61		

As per our report of even date

**FOR V A PARIKH & ASSOCIATES LLP**  
Chartered Accountants  
FRNo: 112787W/W100073

**NIRAV R. PARIKH**  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPM5268

For and on behalf of the Board

**PUJADEVI R. CHAURASIA**  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

**ARVIND T. SHAH**  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720  
Place : Mumbai  
Dated: May 29, 2023

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN - 00004746

Place : Singapore  
Dated: May 29, 2023

## PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

(Rs. in lakhs)

PARTICULARS	NOTE	2022 - 2023	2021 - 2022
<b>INCOME</b>			
Revenue From Operations	22	3,42,702.09	3,03,424.84
Other Income	23	(793.67)	1,025.68
<b>Total Income</b>		3,41,908.42	3,04,450.52
<b>EXPENSES</b>			
Cost of Materials Consumed	24	2,35,841.07	1,70,017.39
Purchases of Stock-In-Trade		68,802.14	86,352.71
Changes in Inventories of	25	(21,169.81)	(7,552.25)
Work-In-Progress & Finished Goods			
Employee Benefits Expense	26	5,942.77	5,268.63
Finance Costs (Net)	27	1,757.99	404.66
Depreciation and Amortization Expense		1,043.40	1,210.81
Other Expenses	28	41,742.53	40,508.66
<b>Total Expenses</b>		3,33,960.09	2,96,210.61
<b>Profit Before Exceptional Items &amp; Tax</b>		7,948.33	8,239.91
Exceptional Items Income/(Loss)		(81.12)	(530.24)
<b>Profit Before Tax</b>		7,867.21	7,709.67
Tax expense			
Current Tax		2,433.65	2,232.08
Deferred Tax		(297.85)	(351.35)
<b>Profit After Tax</b>		5,731.41	5,828.94
Other Comprehensive Income/(Loss)		6.82	(41.85)
<b>Total Comprehensive Income</b>		5,738.23	5,787.09
Earnings Per Equity Share:			
Basic and Diluted (In Rs.)		35.81	36.42
Significant Accounting Policies			
Notes on Financial Statements	1 to 61		

As per our report of even date

FOR V A PARIKH &amp; ASSOCIATES LLP

Chartered Accountants

FRNo: 112787W/W100073

NIRAV R. PARIKH

Partner

Membership No. 121674

Place : Mumbai

Dated: May 29, 2023

UDIN: 23121674BGWCPM5268

For and on behalf of the Board

ARVIND T. SHAH

Chairman, CFO &amp;

Whole Time Director

DIN - 00004720

Place : Mumbai

Dated: May 29, 2023

VIPUL P. SHAH

CEO &amp; Managing Director

DIN - 00004746

Place : Singapore

Dated: May 29, 2023

## CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2023

(Rs. in lakhs)

PARTICULARS	2022-2023	2021-2022
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax & Extraordinary Items	7,867.21	7,709.67
Adjustment for		
- Depreciation	1,043.40	1,210.81
- Finance Costs (Net)	1,757.99	404.66
- Unrealised Foreign Exchange (Gain) / Loss	(219.60)	(693.45)
- Dividend Received	(265.01)	(277.41)
- (Profit)/Loss on sale of Fixed Assets	69.03	526.11
- (Profit)/Loss on sale of Investments (Net)	491.92	25.87
- Fair Value (Gain) / loss on Investments	507.33	(852.57)
<b>Operating Profit Before Working Capital Changes</b>	<b>11,252.27</b>	<b>8,053.69</b>
Adjustment for		
- Receivables	8,351.85	(18,824.60)
- Inventories	(15,831.69)	(12,274.42)
- Loans & Advances	(177.88)	(1,066.63)
- Current and Non Current Liabilities	3,403.12	10,512.27
<b>Cash generated from / (used in) Operations</b>	<b>6,997.67</b>	<b>(13,599.69)</b>
- Taxation	(2,387.11)	(2,574.64)
Cash Flow before Extraordinary Items	4,610.56	(16,174.33)
<b>Net cash from / (used in) Operating Activities</b>	<b>4,610.56</b>	<b>(16,174.33)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
- Purchase of Fixed Assets	(460.27)	(467.16)
- Capital Work in Progress	(54.20)	-
- Sale of Fixed Assets	204.47	1,065.04
- (Purchase) / Sale of Investments (Net)	910.80	989.22
- Dividend Received	265.01	277.41
<b>Net Cash from / (used in) Investing Activities</b>	<b>865.81</b>	<b>1,864.51</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
- Long Term Borrowings	118.61	(134.12)
- Short Term Borrowings	(491.51)	13,337.71
- Finance Costs (Net)	(1,757.99)	(404.66)
- Dividend Paid	(240.10)	(240.10)
<b>Net Cash from / (used in) Financing Activities</b>	<b>(2,370.99)</b>	<b>12,558.83</b>
<b>Net increase / (decrease) in Cash &amp; Cash Equivalents</b>	<b>3,105.38</b>	<b>(1,750.99)</b>
Cash & Cash Equivalents as at 1st April (Opening)-*	21,830.13	23,581.12
Cash & Cash Equivalents as at 31st March (Closing)-*	24,935.51	21,830.13

\* Includes Fixed deposits of Rs.16,732.98 lakhs (FY 21-22 Rs.17,775.37 lakhs) pledged as collateral securities with banks for facilities obtained / kept as margin money against Bank Guarantee. This includes fixed deposits of Rs.11,467.07 lakhs (FY 21-22 Rs 10,509.79 lakhs) maturing after 3 months.

As per our report of even date

FOR V A PARIKH &amp; ASSOCIATES LLP

Chartered Accountants

FRNo: 112787W/W100073

NIRAV R. PARIKH

Partner

Membership No. 121674

Place : Mumbai

Dated: May 29, 2023

UDIN: 23121674BGWCPM5268

For and on behalf of the Board

PUJADEVI R. CHAURASIA

Company Secretary

Place : Mumbai

Dated: May 29, 2023

ARVIND T. SHAH

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Whole Time Director

DIN - 00004720

Place : Mumbai

Dated: May 29, 2023

VIPUL P. SHAH

CEO &amp; Managing Director

DIN - 00004746

Place : Singapore

Dated: May 29, 2023

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023****A. EQUITY SHARE CAPITAL**

(Rs. in lakhs)

PARTICULARS	BALANCE AT THE BEGINNING OF THE PERIOD APRIL 1, 2021	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR 2021-22	BALANCE AT THE END OF THE REPORTING PERIOD MARCH 31, 2022	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR 2022-23	BALANCE AT THE END OF THE REPORTING PERIOD MARCH 31, 2023
Equity Share Capital	1,600.68	-	1,600.68	-	1,600.68

**B. OTHER EQUITY**

(Rs. in lakhs)

PARTICULARS	RESERVES AND SURPLUS					TOTAL
	CAPITAL RESERVE	CAPITAL REDEMPTION RESERVE	GENERAL RESERVE	SURPLUS ACCOUNT	OTHER COMPREHENSIVE INCOME	
<b>AS ON MARCH 31, 2022</b>						
Balance at the beginning of the reporting period i.e. April 1, 2021	298.16	1,986.44	16,963.68	61,857.12	(548.88)	80,556.52
Total Income for the year	-	-	-	5,828.94	41.84	5,870.78
Dividend	-	-	-	(240.10)	-	(240.10)
Termination of Corporate Guarantee to Subsidiary	-	-	-	(46.18)	-	(46.18)
Balance at the end of the reporting period i.e. March 31, 2022	298.16	1,986.44	16,963.68	67,399.78	(507.04)	86,141.02
<b>AS ON MARCH 31, 2023</b>						
Balance at the beginning of the reporting period i.e. April 1, 2022	298.16	1,986.44	16,963.68	67,399.78	(507.04)	86,141.02
Total Income for the year	-	-	-	5,731.41	6.83	5,738.24
Dividend	-	-	-	(240.10)	-	(240.10)
Balance at the end of the reporting period i.e. March 31, 2023	298.16	1,986.44	16,963.68	72,891.09	(500.21)	91,639.16

As per our report of even date

**FOR V A PARIKH & ASSOCIATES LLP**  
Chartered Accountants  
FRNo: 112787W/W100073

**NIRAV R. PARIKH**  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPM5268

For and on behalf of the Board

**PUJADEVI R. CHAURASIA**  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

**ARVIND T. SHAH**  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720

Place : Mumbai  
Dated: May 29, 2023

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN - 00004746

Place : Singapore  
Dated: May 29, 2023

**A. CORPORATE INFORMATION**

Asian Star Company Limited (The Company) is a public limited company domiciled and incorporated in India. Its shares are listed on the Bombay stock exchange in India.

The Company is one of the world's leading diamantaires primarily engaged in the business of diamond cutting and polishing, jewellery manufacturing and retailing. The Company is also engaged in generation of electricity through wind power in India.

**B. SIGNIFICANT ACCOUNTING POLICIES****1. Basis of Preparation**

These financial statements of the Company have been prepared in accordance with IFRS converged Indian Accounting Standards (IndAS) notified under the Companies (Indian Accounting Standards) Rules, 2015 ("IndAS").

The standalone Ind AS financial statements have been prepared on a historical cost basis except for certain financial assets and financial liabilities (including financial instruments) which have been measured at fair value at the end of each reporting period as explained in the accounting policies stated below. All the assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of business operations, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

**2. Statement of Compliance**

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

**3. Accounting policies requiring management judgement and key sources of estimation uncertainty**

The accounting policies which have the most significant effect on the figures disclosed in these financial statements are mentioned below and these should be read in conjunction with the disclosure of the significant IndAS accounting policies provided below:

**a. Revenue Recognition**

Revenue recognition requires management judgement of deciding the most appropriate basis for presenting revenue or costs of revenue after reviewing both the legal form and substance of the agreement. Determining the amount of revenue to be recognized for multiple element arrangements also requires management judgement.

**b. Useful life of Property, Plant and Equipment**

The assessment of the useful life of each asset by considering the historical experience and expectations regarding future operations and expected usage, estimated technical obsolescence, residual value, physical wear and tear and the operating environment in which the asset is located needs significant judgement by the management.

**c. Income Taxes**

The calculation of income taxes requires judgment in interpreting tax rules and regulations. Management judgment is used to determine the amounts of deferred tax assets and liabilities and future tax liabilities to be recognized.

**d. Fair Value**

Certain financial instruments, such as investments in equity securities, derivative financial instruments and certain elements of borrowings, are carried in the financial statements at fair value, with changes in fair value reflected in the income statements. Fair values are estimated by reference to published price quotations or by using other valuation techniques that may include inputs that are not based on observable market data, such as discounted cash flows analysis.

**e. Inventory Valuation**

Valuation of Inventory of Cut & Polished diamonds is a technical subject requires technical skill, knowledge and judgment. Its valuation is derived based on assessment by the Management and valuation carried out by the Independent Government approved valuer based on physical verification of goods.

**4. Summary of Significant Accounting Policies****a. Use of Estimates**

Preparation of these financial statements in accordance with IndAS requires management to make judgments on the basis of certain estimates and assumptions. In addition, the application of accounting policies requires management judgment. Estimates are based on the managements view on past events and future development and strategies. Management reviews the estimates and assumptions on a continuous basis, by reference to past experiences and other factors that can reasonably be used to assess the book values of assets and liabilities.

**b. Presentation of True and Fair View**

These financial Statements have been prepared by applying IndAS principles and necessary disclosures have been made which present a true and fair view of the financial position, financial performance and cash flows of the Company.

**c. Going Concern**

These financial statements have been prepared on a going concern basis and it is assumed that the company will continue in operation in the foreseeable future and neither there is an intention nor need to materially curtail the scale of operations.

**d. Accrual Basis**

These financial statements, except for cash flow information, have been prepared using the accrual basis of accounting.

**e. Materiality**

Each material class of similar items has been presented separately in these financial Statements.

**f. Basis of Measurement**

These financial statements have been prepared on an accrual basis, except for certain properties and financial instruments that have been measured at fair values or revalued amounts as required by the relevant IndAS.

**g. Offsetting**

In preparation of these financial Statements, the Company has not offset assets and liabilities or income and expenses, unless required or permitted by Ind AS except for interest expenses which is net of interest received.

**h. Current v/s Non Current Classification**

The Company presents assets and liabilities in the balance sheet based on current/ noncurrent classification. An asset is treated as current when it is:

- i. Expected to be realized or intended to be sold or consumed in normal operating cycle:
- ii. Held primarily for the purpose of trading:
- iii. Expected to be realized within twelve months after the reporting period, or
- iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- i. It is expected to be settled in normal operating cycle:

- ii. It is held primarily for the purpose of trading:
- iii. It is due to be settled within twelve months after the reporting period, or
- iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified 12 months as its operating cycle.

**i. Functional and Presentation Currency**

IndAS 21 requires that functional currency and presentation currency be determined. Functional currency is the currency of the primary economic environment in which the entity operates. Presentation currency is the currency in which the financial statements are presented.

These financial statements are presented in Indian Rupee, which is the functional currency and presentation currency of the Company.

**j. Foreign Currency Transactions**

All foreign currency transactions are expressed in the functional currency using the exchange rate at the transaction date.

Foreign currency balances representing cash or amounts to be received or paid in cash (monetary items) are retranslated at the end of the year using the exchange rate on that date. Exchange differences on such monetary items are recognized as income or expense for the year.

Non-monetary balances that are not remeasured at fair value and are denominated in a foreign currency are expressed in the functional currency using the exchange rate at the transaction date. Where a non-monetary item is remeasured at fair value in the financial statements, the exchange rate at the date when fair value was determined is used.

**k. Property, Plant & Equipment****Presentation**

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs of a qualifying asset, if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All repair and maintenance costs are recognised in profit or loss as incurred.

In the first year of Transition to IND AS, the Company has revalued its various items of PPE where the revaluation is available and in other cases carrying amount of assets have been considered as 'Deemed Cost' in accordance with IND AS 101.

Capital work in progress (CWIP) comprises of cost of acquisition of assets, duties, levies and any cost directly attributable to bringing the asset to its working condition for the intended use. Expenditure incurred on project under implementation is treated as incidental expenditure incurred during construction and is pending allocation to the assets which will be allocated / apportioned on completion of the project.

**Derecognition**

Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized

### Depreciation on Property, Plant and Equipment

Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

The depreciable amount of PPE (being the gross carrying value less the estimated residual value) is depreciated over its useful life as prescribed in Schedule II to the companies Act, 2013 on straight line basis. Depreciation on recognition is provided on pro-rata basis from the date of such additions. Depreciation on de-recognition or disposal of the same is provided on pro-rata basis till the date of such derecognition or disposal.

The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

Residual value is taken at the rate of 5% which notified under Schedule II of Companies Act 2013. Class of tangible fixed assets and their estimated useful life is as under:

Asset	Useful Life
Office Premises	60 Years
Factory Building	30 Years
Plant & Machinery	15 Years
Furniture and Fixtures	10 Years
Computer / Laptop	3 Years
Office Equipments	5 Years

### l. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Cost comprises the acquisition price, development cost and any attributable / allocable incidental cost of bringing the asset to its working condition for its intended use. The useful life of intangible assets is assessed as either finite or indefinite. All finite lived intangible assets, are accounted for using the cost model whereby intangible assets are stated at cost less accumulated amortization and impairment losses, if any. Intangible assets are amortized over the estimated useful economic life. Residual values and useful lives are reviewed at each reporting date.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss within 'other income' or 'other expenses' respectively

### m. Investment Property

Investment property is property held to earn rentals or for capital appreciation or both, rather than for use in the production or supply of goods or services or for administrative purposes or sale in the ordinary course of business. The accounting policy adopted by the Company for measuring this property is the cost model as prescribed in IndAS 40. The Company measures investment property using cost based measurement.

### n. Loans & Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan

arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the Company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

### Derecognition of financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

### o. Borrowing Costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Interest expense is calculated using the effective interest method as described in Ind AS 109. Borrowing costs are expensed in the period in which they occur.

### p. Inventories

Stock of raw materials, i.e. Rough diamonds – is valued using specific identification method or net realizable value whichever is lower & Gold - is stated at weighted average cost or net realizable value whichever is lower. Stock of polished diamonds (for jewellery operations) is valued at using 'Specific Identification' method, where such 'specific identification' of cost is not possible, it is valued at technically evaluated cost or net realizable value whichever is lower. Specific items of cost are allocated and assigned to inventory wherever practicable.

Work in Process is valued at technically evaluated cost. Finished goods i.e. mainly cut & polished diamonds and diamond studded jewellery are valued at cost or net realizable value whichever is lower.

Finished goods, i.e. Inventory of cut & polished diamonds, where 'specific identification' is possible is valued using 'Specific Identification' method. In case of inventory of cut & polished diamonds where such 'specific identification' of cost is not possible, valuation is done using 'retail' method. Cost includes cost of material and related conversion cost.

Consumables are valued at cost.

Valuation of Diamonds and Jewellery is a technical subject requiring specialized knowledge and skills. Valuation is derived based on assessment by the management and valuations carried on by Government Approved Valuer.

### q. Revenue Recognition

#### Operating Revenue

##### Revenue arising from Sale of Goods

Revenue from sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. Any discount or rebate in any form, including cash discounts is recorded as a reduction from revenues.

##### Revenue arising from Sale of Services

Revenue from rendering of services is recognized when the performance of agreed contractual task has been completed.

### Revenue arising from Non-operating Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis.

In case of sale of Investments difference between the sale price and fair value of investment as determined at the end of the previous year is recognized as profit or loss on sale / redemption of investment on trade date of transaction.

#### r. Government Grants

Grants from government are recognized at their fair value where reasonable assurance that the grant will be received and the company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

#### s. Retirement and other Employee Benefits

##### a. Short Term Employee Benefits

Short term employee benefits such as salaries, wages, short term compensated absences, expected cost of bonus, ex-gratia and performance-linked rewards falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are recognized in the period during which the service has been rendered.

##### b. Post Employment benefits

###### Defined Contribution Plans

Benefits under Provident Fund Act, Family Pension Fund & Employees State Insurance Scheme.

As per Provident Fund Act, 1952 all employees of the Company are entitled to receive benefits under the provident fund & family pension fund which is a defined contribution plan. These contributions are made to the fund administrated and managed by the Government of India. In addition some employees of the Company are covered under Employees State Insurance Scheme Act, 1948, which are also defined contribution schemes recognized and administered by Government of India.

The Company's contributions to these schemes are recognized as expense in Profit and Loss Statement during the period in which the employee renders the related services. The Company has no further obligation under this plan beyond its monthly contributions.

The cost of defined contribution plans is the contribution payable by the employer for that accounting period.

###### Defined Benefit Plans

The Company provides for gratuity obligation through a Defined Benefit Retirement Plan ('The Gratuity Plan') covering its employees. The present value of the obligation under such Defined plan is determined based on actuarial valuation. The liability or asset recognized in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. Actuarial gains and losses are recognized in Profit & Loss Statement as and when determined. The Company makes annual contribution to LIC for the Gratuity plan in respect of employees.

Remeasurement gains and losses comprise actuarial gains and losses, return on plan assets (comprise amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability or asset). Remeasurements are recognized in other comprehensive income.

#### t. Taxes on Income

The tax expenses for the period comprises of current tax and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income. In which case, the tax is also recognised in Other Comprehensive Income.

##### Current Tax

Current tax expense is based on the taxable and deductible amounts to be used for the computation of the taxable income for the current year. A liability is recognized in the balance sheet in respect of current tax expense for the current and prior periods to the extent unpaid. An asset is recognized if current tax has been overpaid.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

##### Deferred Tax

Deferred tax is provided in full for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

A deferred tax asset is recognized for deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

Current and deferred tax is recognized in profit or loss for the period, unless the tax arises from a business combination or a transaction or event that is recognized outside profit or loss, either in other comprehensive income or directly in equity in the same or different period.

#### u. Earnings Per Share

Basic EPS is calculated by dividing the profit or loss for the period attributable to the equity holders of the parent company by the weighted average number of ordinary shares outstanding (including adjustments for bonus and rights issues).

Diluted EPS is calculated by adjusting the profit or loss and the weighted average number of ordinary shares by taking into account the conversion of any dilutive potential ordinary shares.

Basic and diluted EPS are presented in the statement of profit and loss for each class of ordinary shares in accordance with IndAS 33.

#### v. Provisions, Contingent Liabilities and Contingent Assets

Company recognizes provision, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. For long-term provisions, management performs an exercise at each balance sheet date to identify the best estimate of the expenditure required to settle the present obligation at the balance sheet date, discounted at an appropriate rate. The increase in provision due to the passage of time (that is a consequence of the discount rate) is recognized as borrowing cost.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

As per IndAS 37, Contingent liabilities, if any, are not recognized but are disclosed and described in the notes to the financial statements, including an estimate of their potential financial effect and uncertainties relating to the amount or timing of any outflow, unless the possibility of settlement is remote.

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

#### w. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the cash flow statement comprise cash at bank and in hand and short-term investments with a maturity of three months or less.

#### x. Cash Flow Statement

Cash flows are reported using the indirect method where by the profit before tax is adjusted for the effect of the transaction of non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items 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.

In the cash flow statement, cash and cash equivalents includes cash on hand, deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

#### y. Related Party Disclosures

All disclosures as specified under IndAS 24 are made in these financial Statements in respect of the company's transactions with related parties.

#### z. Dividend

Dividends proposed or declared after the reporting period but before the financial statements are approved for issue, are not recognized as a liability at the end of the reporting period because no obligation exists at that time. The company recognizes the dividend to Equity Shareholders as a liability and deducts the same from Shareholder's equity only in the period in which the dividends are approved by the equity shareholders in the general meeting.

#### aa. Financial Instruments

Financial assets and financial liabilities are recognized on the Company Balance Sheet when the Company becomes a party to the contractual provisions of the instrument.

##### Financial Assets - Trade Receivables

Trade receivables are non-interest-bearing and are recognized initially at fair value, and subsequently at amortized cost using the effective interest rate method, less provision for impairment, if any.

##### Impairment of Trade Receivables

At each balance sheet date, the Company reviews the carrying amounts of its trade receivables to determine whether there is any indication of impairment loss. If there is objective evidence that an impairment loss has been incurred, the Company uses the Expected Credit Loss (ECL) model to assess the impairment loss.

##### Financial Assets - Investments

Investments consist of investments in equity shares, mutual funds & bonds and are recognized at fair value through profit & loss. Gains and losses arising from changes in fair value are recognized in profit or loss. Dividends, if any, on equity instruments are recognized in profit or loss when it is received. Investment in subsidiary and Joint Venture are accounted at cost using equity method of accounting.

##### Financial Assets - Loans and Advances to Staff

Loans and advances are given to staff which are either adjusted against salary or received on completion of the agreed period. The amount of loan and advances given being not material are carried at cost.

##### Impairment of Loans and Advances to Staff

At each balance sheet date, the Company reviews the carrying amounts of its loans and advances to determine whether there is any indication that those assets have suffered an impairment loss. The Company has not observed any impairment loss to the carrying value of loans and advances to staff.

##### Financial Liabilities - Interest-Bearing Borrowings

Interest-bearing bank loans and overdrafts are initially recorded at fair value, net of attributable transaction costs. Subsequent to initial recognition, interest bearing borrowings are stated at amortized cost with any difference between proceeds and redemption value being recognized in the Income Statement over the period of the borrowings on an effective interest basis.

##### Financial Liabilities - Trade Payables

Trade payables are non-interest bearing and are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

##### Financial Liabilities - Derivative Financial Instruments

Derivative transactions are entered into by the Company in the form of Forward/Option Contracts to mitigate the risk of changes in the exchange rates on foreign currency exposures and changes in gold prices. The counterparty of these contracts is bank, financial institutions and commodity exchange. These contracts are generally entered against the underlying assets such as receivables, payables and inventory and orders received/issued from/to customers/suppliers. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. These derivatives constitute hedge from an economic perspective and are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to sales / purchase in statement of Profit and Loss.

##### Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet only when there is a current legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

## 1. PROPERTY, PLANT &amp; EQUIPMENT

(Rs. in lakhs)

Description of Assets	GROSS BLOCK (AT COST)			DEPRECIATION				NET BLOCK		
	As at April 1, 2022	Additions	Deductions	As at March 31, 2023	As at April 1, 2022	For the Year	Deductions	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
<b>Tangible Assets</b>										
Land	5,794.15	-	30.00	5,764.15	-	-	-	-	5,764.15	5,794.15
Office Premises	1,481.64	-	-	1,481.64	309.08	46.55	-	355.63	1,126.01	1,172.56
Factory Premises	6,177.12	12.03	-	6,189.15	1,252.73	142.15	-	1,394.88	4,794.27	4,924.39
Plant & Machinery	10,514.46	95.22	1,238.66	9,371.02	6,126.74	590.51	1,006.37	5,710.88	3,660.14	4,387.72
Vehicles	944.96	123.47	145.00	923.43	588.61	82.34	133.79	537.16	386.27	356.35
Furniture & Fixtures	1,242.79	32.83	-	1,275.62	1,101.18	46.96	-	1,148.14	127.48	141.61
Office Equipments	2,232.43	65.07	1.59	2,295.91	1,866.48	96.15	1.59	1,961.04	334.87	365.95
Computer	903.28	54.11	9.98	947.41	842.97	36.70	9.98	869.69	77.72	60.31
<b>A</b>	<b>29,290.83</b>	<b>382.73</b>	<b>1,425.23</b>	<b>28,248.33</b>	<b>12,087.79</b>	<b>1,041.36</b>	<b>1,151.73</b>	<b>11,977.42</b>	<b>16,270.91</b>	<b>17,203.04</b>
<b>Intangible Assets</b>										
Computer Software	19.86	77.54	-	97.40	18.56	2.04	-	20.60	76.80	1.30
<b>B</b>	<b>19.86</b>	<b>77.54</b>	<b>-</b>	<b>97.40</b>	<b>18.56</b>	<b>2.04</b>	<b>-</b>	<b>20.60</b>	<b>76.80</b>	<b>1.30</b>
<b>CURRENT YEAR</b>										
<b>A + B</b>	<b>29,310.69</b>	<b>460.27</b>	<b>1,425.23</b>	<b>28,345.73</b>	<b>12,106.35</b>	<b>1,043.40</b>	<b>1,151.73</b>	<b>11,998.02</b>	<b>16,347.71</b>	<b>17,204.34</b>
<b>PREVIOUS YEAR</b>	<b>32,935.29</b>	<b>467.16</b>	<b>4,091.76</b>	<b>29,310.69</b>	<b>13,396.12</b>	<b>1,210.81</b>	<b>2,500.58</b>	<b>12,106.35</b>	<b>17,204.34</b>	<b>19,539.17</b>

## CAPITAL WORK IN PROGRESS

(Rs. in lakhs)

WIP	AMOUNT IN CWIP FOR A PERIOD OF				TOTAL
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	54.20	-	-	-	54.20
Projects temporarily suspended	-	-	-	-	-

## 2. NON CURRENT INVESTMENTS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Unquoted, Equity Instruments</b>		
<b>a) In Wholly Owned Subsidiary Companies at cost (all fully paid)</b>		
Asian Star Co.Ltd., USA 5 (5) Shares of US\$ 1,00,000 each	178.75	178.75
Asian Star DMCC 200 (200) Shares of AED 1,000 each	62.23	62.23
Asian Star Trading ( Hongkong) Ltd 10,000 (10,000) Shares of HK\$ 100 each	57.40	57.40
<b>b) In Other Companies at Fair Market value:- (all fully paid)</b>		
Indian Commodity Exchange Ltd. 1,67,50,000 (1,67,50,000) Shares of Rs. 5 each	1,093.27	1,675.00
Utkarsh Coreinvest Ltd. 90,000 (90,000) Shares of Rs. 10 each	157.50	117.00
Arohan Financial Services Ltd : 100,000 (100,000) Shares of Rs. 10 each	175.00	220.17
<b>Other Investments</b>		
Ratnanjali Infra LLP (Partnership Firm)	1,282.17	2,278.02
<b>Total</b>	<b>3,006.32</b>	<b>4,588.57</b>

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Aggregate amount of unquoted investments of (b) above - Cost	2,347.17	2,347.17
Aggregate amount of unquoted investments of (b) above - Fair value	1,425.77	2,012.17
Aggregate amount of impairment in value of investments of (b) above	-	-

## 3. NON CURRENT TAX ASSETS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Taxation (Net)	112.51	159.04
<b>Total</b>	<b>112.51</b>	<b>159.04</b>

## 4. OTHER NON CURRENT ASSETS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Security Deposit	302.52	302.61
Preliminary Expenditure (to the extent not written off)	-	0.13
<b>Total</b>	<b>302.52</b>	<b>302.74</b>

## 5. INVENTORIES

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Raw Materials	21,575.07	26,907.35
Work In Progress	5,073.44	6,133.86
Finished Goods	42,707.78	20,477.55
Consumables	90.67	96.51
<b>Total</b>	<b>69,446.96</b>	<b>53,615.27</b>

## 6. CURRENT INVESTMENTS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023		AS AT MARCH 31, 2022	
Investments carried at Fair Value through profit & loss (FVTPL)				
Investments in Bond				
Sovereign Gold Bond Scheme 800 (800) Units	46.71		23.31	
<b>A</b>		<b>46.71</b>		<b>23.31</b>
Investments in Equity				
Quoted, fully paid up				
Aarti Industries Ltd 161 (1,525) Shares of Rs.5 each	0.44		14.58	
Amber Enterprises India Ltd 5,400 (5,400) Shares of Rs.10 each	98.74		195.08	
APL Apollo Tubes Ltd 30,319 (1,631) Shares of Rs.2 each	363.89		14.91	

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Apollo Tricoat Tubes Ltd Nil (31,000) Shares of Rs.2 each	-	270.44
Aavas Financiers Ltd Nil (467) Shares of Rs.10 each	-	11.99
Affle India Limited 380 (380) Shares of Rs.2 each	3.75	4.78
Astral Poly Technik Ltd 292 (219) Shares of Re.1 each	3.90	4.43
Au Small Finance Bank Ltd 2,261 (1,170) Shares of Rs.10 each	13.09	14.58
Avenue Supermarkets Ltd 135 (135) Shares of Rs.10 each	4.59	5.40
Ador Welding Ltd 9,400 (Nil) Shares of Rs.10 each	87.14	-
Ambuja Cements Ltd 656 (Nil) Shares of Rs.2 each	2.40	-
Bajaj Auto Ltd Nil (1,489) Shares of Rs.10 each	-	54.39
Bajaj Finance Ltd 4,606 (5,173) Shares of Rs.2 each	258.92	378.48
Bajaj Finserve Ltd 1,150 (111) Shares of Re.1 each	14.56	18.93
Berger Paints India Ltd 1,183 (1183) Shares of Re.1 each	6.88	8.28
Bharti Airtel Ltd 2,037 (Nil) Shares of Rs.5 each	11.01	-
Dalmia Bharat Ltd 232 (232) Shares of Rs.2 each	4.56	3.47
Deepak Nitrate Ltd Nil (5,900) Shares of Rs.2 each	-	135.53
Dixon Technologies (I) Ltd 144 (289) Shares of Rs.2 each	4.12	12.46
Easy Trip Planners Ltd 2,44,000 (38,300) shares of Re.1 each	97.36	131.37
Divis Laboratories Ltd 201 (1,693) shares of Rs.2 each	5.68	74.56
Dabur India Ltd Nil (372) Shares of Rs.2 each	-	2.00
Gujarat Gas Ltd 1,296 (1,296) Shares of Rs.2 each	5.96	6.51
Gland Pharma Ltd Nil (4,100) Shares of Re.1 each	-	136.33
HIL Ltd Nil (1,425) Shares of Rs.10 each	-	57.52

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
HDFC Bank Ltd 309 (Nil) Shares of Re.1 each	8.12	-
Havells India Ltd 496 (496) Shares of Re.1 each	5.89	5.72
Healthcare Global Enterprise Ltd 25,000 (Nil) Shares of Rs.10 each	67.38	-
INFO Edge (India) Ltd 1,931 (3,796) Shares of Rs.10 each	71.98	171.25
ICICI Lombard General Ins.Co.Ltd Nil (574) Shares of Rs.10 each	-	7.63
ICICI Bank Ltd 17,300 (Nil) Shares of Rs.2 each	147.22	-
Indusind Bank Ltd 796 (Nil) Shares of Rs.10 each	8.50	-
Infosys Ltd 622 (Nil) Shares of Rs.10 each	8.88	-
Indiamart InterMesh Ltd Nil (188) Shares of Rs.10 each	-	8.13
J.B.Chem & Pharma Ltd 5,500 (Nil) Shares of Rs.2 each	107.51	-
Jubilant Ingrevia Ltd 20,000 (Nil) Shares of Re.1 each	71.90	-
KEI Industries Ltd 15,172 (14,925) Shares of Rs.2 each	258.16	188.80
L & T Technology Services Ltd 1,900 (3,400) Shares of Rs.2 each	63.79	174.00
Ltimindtree Ltd 1,400 (Nil) Shares of Re.1 each	64.69	-
Laurus Labs Ltd Nil (26,363) Shares of Rs.2 each	-	156.98
Larsen & Turbo Ltd 3,790 (Nil) Shares of Rs.2 each	82.04	-
MAS Fin Serv Ltd Nil (232) Shares of Rs.10 each	-	1.24
Metropolis Healthcare Ltd Nil (178) Shares of Rs.2 each	-	3.63
Mphasis Ltd Nil (5800) Shares of Rs.10 each	-	193.19
Navin Fluorine Intl Ltd 2,516 (5,029) Shares of Rs. 2 each	105.83	203.76
Page Industries Ltd 25 (27) Shares of Rs.10 each	9.48	11.66
PI Ind Ltd 165 (165) Shares of Rs.10 each	4.99	4.65

[Rs. in lakhs]

PARTICULARS	AS AT MARCH 31, 2023		AS AT MARCH 31, 2022	
Polycab India Ltd Nil (179) Shares of Rs.10 Each	-		4.23	
Power Mech Projects Ltd 5,500 (Nil) Shares of Rs.10 Each	131.83		-	
Persistent Systems Ltd 2,360 (Nil) Shares of Rs.10 Each	108.78		-	
Patanjali Foods Ltd 1,252 (Nil) Shares of Rs.10 Each	12.13		-	
Polycab India Lrd 156 (Nil) Shares of Rs.10 Each	4.49		-	
Radico Kaitan Ltd 480 (539) Shares of Rs.2 each	5.73		4.78	
Reliance Communications Ltd 100,000 (100,000) Shares of Rs.5 each	1.20		2.89	
Relaxo Footware Ltd Nil (321) Shares of Re.1 each	-		3.42	
Reliance Ind. Ltd 4,030 (2,866) Shares of Rs.10 each	93.94		75.49	
Shakti Pumps (Ind) Ltd Nil (10,000) Shares of Rs.10 each	-		48.06	
Stove Kraft Ltd Nil (12,500) Shares of Rs.10 each	-		77.13	
Shree Cement Ltd Nil (20) Shares of Rs.10 each	-		4.80	
SRF Ltd 370 (370) Shares of Rs.10 each	8.90		9.91	
Solar Industries Ltd 269 (462) Shares of Rs.2 each	10.00		12.95	
Sona BLW Precision Forgings Ltd 9,160 (Nil) Shares of Rs.10 each	37.84		-	
Syngene International Ltd Ltd 8,844 (Nil) Shares of Rs.10 each	52.58		-	
Teamlease Servies Ltd Nil (85) Shares of Rs.10 each	-		3.68	
Titan Company Limited 9,418 (4,001) Shares of Re.1 each	229.20		101.47	
Tata Consultancy Service Ltd Nil (2,315) Shares of Re.1 each	-		86.55	
Tata Elexi Ltd 1,598 (2,642) Shares of Rs.10 each	95.26		233.56	
TVS Motor Co Ltd 7,588 (Nil) Shares of Re.1 each	81.75		-	

[Rs. in lakhs]

PARTICULARS	AS AT MARCH 31, 2023		AS AT MARCH 31, 2022	
United Spirits Ltd 9,489 (9,489) Shares of Rs.2 each	71.77		84.23	
Varun Beverages Ltd 11,538 (12,498) Shares of Rs.10 each	160.06		117.61	
Vaibhav Global Ltd Nil (1,596) Shares of Rs.2 each	-		5.97	
Kalyan Jewellers India Ltd 44,456 (44,456) Shares of Rs.10 each	48.95		27.47	
<b>B</b>		<b>3,227.49</b>		<b>3,590.86</b>
<b>Investments in Mutual Fund</b>				
AXIS Blue Chip Direct- Growth 1,64,759 (1,64,759) Units	112.58		120.37	
HDFC Small Cap Fund Direct Growth Plan 1,55,122 (1,55,122) Units	137.64		121.49	
Kotak Select Focus Fund Direct Plan Growth 2,15,853 (2,15,853) Units	126.38		122.74	
Mirae Asset Midcap Fund Direct Plan 1,95,112 (1,95,112) Units	41.96		41.80	
Reliance Liquid Fund -Div Reinvestment 0.01 (0.01) Units	0.01		0.01	
<b>C</b>		<b>418.57</b>		<b>406.41</b>
<b>Total</b>	<b>A+B+C</b>	<b>3,692.77</b>		<b>4,020.58</b>
Aggregate amount of quoted investments - At Cost		2,354.51		2,057.14
Aggregate amount of quoted investments - At Market value		3,692.77		4,020.58
Aggregate amount of impairment in value of investments		-		-

**7. TRADE RECEIVABLES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Unsecured</b>		
Undisputed, Considered good	73,320.27	81,355.46
Undisputed, Considered doubtful	-	-
Disputed, Considered good	-	-
Disputed, Considered doubtful	-	-
Less: Allowance for expected credit loss	(409.88)	(196.93)
<b>Total</b>	<b>72,910.39</b>	<b>81,158.53</b>

Trade receivables ageing for following periods from due date of payment for the year ended March 31, 2023:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Unsecured</b>						
Undisputed, Considered good	68,715.53	4,241.15	17.68	47.51	298.40	73,320.27
Undisputed, Considered doubtful	-	-	-	-	-	-
Disputed, Considered good	-	-	-	-	-	-
Disputed, Considered doubtful	-	-	-	-	-	-
Less: Allowance for expected credit loss						(409.88)
<b>Total</b>	<b>68,715.53</b>	<b>4,241.15</b>	<b>17.68</b>	<b>47.51</b>	<b>298.40</b>	<b>72,910.39</b>

Trade receivables ageing for following periods from due date of payment for the year ended March 31, 2022:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Unsecured</b>						
Undisputed, Considered good	73,160.50	7,949.78	72.33	172.85	-	81,355.46
Undisputed, Considered doubtful	-	-	-	-	-	-
Disputed, Considered good	-	-	-	-	-	-
Disputed, Considered doubtful	-	-	-	-	-	-
Less: Allowance for expected credit loss						(196.93)
<b>Total</b>	<b>73,160.50</b>	<b>7,949.78</b>	<b>72.33</b>	<b>172.85</b>	<b>-</b>	<b>81,158.53</b>

**8. CASH AND CASH EQUIVALENTS**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Balances with Banks	5,253.05	4,020.28
Fixed Deposits with Banks	8,206.60	7,292.74
Cash on hand	8.79	7.32
<b>Total</b>	<b>13,468.44</b>	<b>11,320.34</b>

- Balance with banks include unclaimed Dividend of Rs. 0.16 lakhs (For F.Y. 2021-22 it was Rs. 0.16 lakhs)

- Fixed Deposits with banks includes deposits of Rs 7,555.04 lakhs (For F.Y. 2021-22 it was Rs. 7,229.22 lakhs) pledged as collateral securities with the bank as security for facilities obtained.

- Fixed Deposits with banks includes deposits of Rs. 38.11 lakhs (For F.Y. 2021-22 it was Rs. 36.36 lakhs) kept as margin money against bank guarantees.

**9. OTHER BANK BALANCES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Fixed Deposits with Banks	11,467.07	10,509.79
<b>Total</b>	<b>11,467.07</b>	<b>10,509.79</b>

- Fixed Deposits with banks include deposits of Rs. 1,246.06 lakhs (For FY 2021-22 it was Rs. 1,005.53 lakhs) with maturity of more than 12 months.

- Fixed Deposits with banks includes deposits of Rs. 8,509.80 lakhs (For F.Y. 2021-22 it was Rs. 9,853.47 lakhs) pledged as collateral securities with the bank as security for facilities obtained.

- Fixed Deposits with banks includes deposits of Rs. 630.03 lakhs (For F.Y. 2021-22 it was Rs. 656.32 lakhs) kept as margin money against bank guarantees.

**10. LOANS AND ADVANCES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Loans &amp; Advances Others *</b>		
Unsecured, considered good	6,546.13	6,261.28
<b>Total</b>	<b>6,546.13</b>	<b>6,261.28</b>

\* includes advance interest paid on loan, advances to supplier, prepaid expenses, staff loans, etc.,

**11. OTHER FINANCIAL ASSETS**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Derivatives - Foreign Exchange Contracts	5.89	112.65
<b>Total</b>	<b>5.89</b>	<b>112.65</b>

**12. EQUITY SHARE CAPITAL**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Authorised</b>		
2,50,00,000 (2,50,00,000) Equity Shares of Rs.10 each	2,500.00	2,500.00
4,00,00,000 (4,00,00,000) Redeemable Cumulative Preference Shares of Rs.10 each	4,000.00	4,000.00
	<b>6,500.00</b>	<b>6,500.00</b>
<b>Issued, Subscribed and Paid-up</b>		
1,60,06,800 (1,60,06,800) Equity Shares of Rs. 10 each	1,600.68	1,600.68
<b>Total</b>	<b>1,600.68</b>	<b>1,600.68</b>

### 12.1 THE DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% OF THE AGGREGATE SHARES IN THE COMPANY

NAME OF THE SHAREHOLDERS	AS AT MARCH 31, 2023		AS AT MARCH 31, 2022	
	NO. OF SHARES HELD	% OF HOLDING	NO. OF SHARES HELD	% OF HOLDING
Vipul Prabodh Shah	40,00,050	24.99	40,00,050	24.99
Dharmesh Dinesh Shah	33,50,050	20.93	21,50,050	13.43
Arvind Tarachand Shah	15,84,450	9.90	15,84,450	9.90
Priyanshu Arvind Shah	12,15,450	7.59	12,15,450	7.59
Rasila Arvind Shah	12,00,000	7.50	12,00,000	7.50
Nirmala Dinesh Shah	6,00,000	3.75	18,00,000	11.25
<b>Total</b>	<b>1,19,50,000</b>	<b>74.66</b>	<b>1,19,50,000</b>	<b>74.66</b>

### 12.2 THE RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW:

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Equity shares at the beginning of the year	1,60,06,800	1,60,06,800
Add: Addition during the year	-	-
Equity shares at the end of the year	1,60,06,800	1,60,06,800

Terms / Rights attached to shares :

The company has only one class of issued shares having par value at 10/- Per share. Each holder of equity shares is entitled to one vote per share and carries identical rights as to dividend. These shares are not subject to any restrictions.

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 members of equity shares held by the Share holders.

### 12.3 SHARES HELD BY PROMOTERS AS ON 31.3.23

NAME OF PROMOTERS	NO. OF SHARES HELD	% OF HOLDING	% CHANGES DURING THE YEAR INCREASE / (DECREASE)
Vipul Prabodh Shah	40,00,050	24.99	-
Dharmesh Dinesh Shah	33,50,050	20.93	3.39*
Arvind Tarachand Shah	15,84,450	9.90	-
Priyanshu Arvind Shah	12,15,450	7.59	-
Rasila Arvind Shah	12,00,000	7.50	-
Nirmala Dinesh Shah	6,00,000	3.75	(3.39)*
<b>Total</b>	<b>1,19,50,000</b>	<b>74.66</b>	<b>-</b>

\* changes on account of transmission on death of Mrs. Nirmala D. Shah

### 12.4 SHARES HELD BY PROMOTERS AS ON 31.3.22

NAME OF PROMOTERS	NO. OF SHARES HELD	% OF HOLDING	% CHANGES DURING THE YEAR INCREASE / (DECREASE)
Vipul Prabodh Shah	40,00,050	24.99	-
Dharmesh Dinesh Shah	21,50,050	13.43	6.25*
Nirmala Dinesh Shah	18,00,000	11.25	-
Arvind Tarachand Shah	15,84,450	9.90	-
Priyanshu Arvind Shah	12,15,450	7.59	-
Rasila Arvind Shah	12,00,000	7.50	-
Dinesh Tarachand Shah	-	-	(6.25)*
<b>Total</b>	<b>1,19,50,000</b>	<b>74.66</b>	<b>-</b>

\* changes on account of transmission on death of Mr. Dinesh T. Shah

### 13. OTHER EQUITY

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023		AS AT MARCH 31, 2022	
<b>Capital Reserves</b>				
As per Last Balance Sheet		298.16		298.16
<b>Capital Redemption Reserve</b>				
As per Last Balance Sheet		1,986.44		1,986.44
<b>General Reserves</b>				
As per Last Balance Sheet		16,963.68		16,963.68
Other Comprehensive Income		(500.22)		(507.04)
<b>Surplus Account</b>				
As per last Balance Sheet	67,399.78		61,857.12	
Add: Profit for the Year	5,731.41		5,828.94	
	73,131.19		67,686.06	
Less: Appropriations				
Dividend on Equity Shares (Dividend per Share Rs.1.50) (Previous Year Dividend per Share Rs.1.50)	240.10		240.10	
Termination of Corporate Guarantee to Subsidiary	-		46.18	
	240.10		286.28	
		72,891.09		67,399.78
<b>Total</b>		<b>91,639.15</b>		<b>86,141.02</b>

### 14. LONG TERM BORROWINGS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Unsecured Loans</b>		
Loan from Related Party- Directors	5,107.98	4,989.37
<b>Total</b>	<b>5,107.98</b>	<b>4,989.37</b>

### 15. DEFERRED TAX LIABILITY

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Deferred Tax Liability on account of :</b>		
Property, Plant & Equipment	2,991.96	3,134.92
Investments	69.45	210.40
Others	2.69	2.69
<b>A</b>	<b>3,064.10</b>	<b>3,348.01</b>
<b>Deferred Tax Asset on account of :</b>		
Provision for Doubtful Debts	53.61	-
Gratuity Liability	159.41	199.08
<b>B</b>	<b>213.02</b>	<b>199.08</b>
<b>Deferred Tax Liability (Net)</b>	<b>A-B</b>	<b>2,851.08</b>
		<b>3,148.93</b>

## 16. LONG TERM PROVISIONS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Provision for Employee Benefits		
Provision for Gratuity (unfunded)	1,211.81	1,066.02
<b>Total</b>	<b>1,211.81</b>	<b>1,066.02</b>

## 17. OTHER NON-CURRENT LIABILITIES

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Deferred Income (Liability)	746.79	675.48
<b>Total</b>	<b>746.79</b>	<b>675.48</b>

## 18. SHORT TERM BORROWINGS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Secured Loans</b>		
Working Capital Loan from Banks	49,748.52	50,889.29
Secured by		
a. Fixed Deposit		
b. Hypothecation of Stock in Trade and Book Debts		
c. Mortgage of Premises at Mumbai & Surat		
d. Guaranteed by some of the Directors in their personal capacity		
<b>A</b>	<b>49,748.52</b>	<b>50,889.29</b>
<b>Unsecured Loans</b>		
Loan from Related Party- Directors	7,764.74	6,992.55
<b>B</b>	<b>7,764.74</b>	<b>6,992.55</b>
<b>Total</b>	<b>57,513.26</b>	<b>57,881.84</b>

## 19. TRADE PAYABLES

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Creditors for Goods</b>		
Undisputed - MSME	639.18	611.49
Undisputed - Others	37,013.70	34,836.19
Disputed - MSME	-	-
Disputed - Others	-	-
<b>A</b>	<b>37,652.88</b>	<b>35,447.68</b>
<b>Creditors for Processing</b>		
Undisputed - MSME	1,701.21	755.71
Undisputed - Others	1,093.00	1,464.58
Disputed - MSME	-	-
Disputed - Others	-	-
<b>B</b>	<b>2,794.21</b>	<b>2,220.29</b>
<b>Total</b>	<b>40,447.09</b>	<b>37,667.97</b>

Trade payables ageing for following periods from due date of payment for the year ended March 31, 2023:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Creditors for Goods</b>						
Undisputed - MSME	639.18	-	-	-	-	639.18
Undisputed - Others	37,013.70	-	-	-	-	37,013.70
Disputed - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>A</b>	<b>37,652.88</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,652.88</b>
<b>Creditors for Processing</b>						
Undisputed - MSME	1,701.21	-	-	-	-	1,701.21
Undisputed - Others	1,093.00	-	-	-	-	1,093.00
Disputed - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>B</b>	<b>2,794.21</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,794.21</b>
<b>Total</b>	<b>40,447.09</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>40,447.09</b>

Trade payables ageing for following periods from due date of payment for the year ended March 31, 2022:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Creditors for Goods</b>						
Undisputed - MSME	611.49	-	-	-	-	611.49
Undisputed - Others	34,394.07	402.82	39.30	-	-	34,836.19
Disputed - MSME	-	-	-	-	-	-
Disputed - MSME	-	-	-	-	-	-
<b>A</b>	<b>35,005.56</b>	<b>402.82</b>	<b>39.30</b>	<b>-</b>	<b>-</b>	<b>35,447.68</b>
<b>Creditors for Processing</b>						
Undisputed - MSME	755.71	-	-	-	-	755.71
Undisputed - Others	1,464.58	-	-	-	-	1,464.58
Disputed - MSME	-	-	-	-	-	-
Disputed - MSME	-	-	-	-	-	-
<b>B</b>	<b>2,220.29</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,220.29</b>
<b>Total</b>	<b>37,225.85</b>	<b>402.82</b>	<b>39.30</b>	<b>-</b>	<b>-</b>	<b>37,667.97</b>

**20. OTHER FINANCIAL LIABILITIES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Derivatives - Foreign Exchange Contracts	-	2.18
<b>Total</b>	<b>-</b>	<b>2.18</b>

**21. OTHER CURRENT LIABILITIES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Unclaimed Dividend	0.17	0.17
Other Payables*	1,236.00	1,072.57
<b>Total</b>	<b>1,236.17</b>	<b>1,072.74</b>

\* Includes statutory dues and payable for expenses /services.

**22. REVENUE FROM OPERATIONS**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Sale of Products	3,42,427.90	3,02,936.62
Sale of Services	274.19	488.22
<b>Total</b>	<b>3,42,702.09</b>	<b>3,03,424.84</b>

Note: The above includes net gain / (loss) on exchange fluctuation, as mentioned in note no. 55

**22.1 PARTICULARS OF SALE OF PRODUCTS**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Diamonds	2,69,955.46	2,29,661.21
Jewellery	72,243.08	72,787.41
Power- Windmill	229.36	488.00
<b>Total</b>	<b>3,42,427.90</b>	<b>3,02,936.62</b>

**23. OTHER INCOME**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Dividend Income	265.01	277.41
Duty Benefit on import of Machinery	45.96	45.96
Miscellaneous Receipts	4.14	6.32
Fair Value Gain / (loss) on Investments	(507.33)	852.57
Other Interest Income	3.64	0.61
Net gain/(loss) on sale of Investments	(491.92)	(25.87)
Share of profit / (loss) from Partnership firm	44.53	42.46
Net Gain/(loss) on foreign currency transactions and translation	(198.83)	(211.82)
Financial Guarantee Commission	41.13	38.04
<b>Total</b>	<b>(793.67)</b>	<b>1,025.68</b>

**24. COST OF MATERIALS CONSUMED**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Stock at the Commencement	26,907.35	22,115.16
Purchases during the year	2,30,508.79	1,74,809.58
	2,57,416.14	1,96,924.74
Less : Stock at the Close	21,575.07	26,907.35
<b>Total</b>	<b>2,35,841.07</b>	<b>1,07,079.39</b>

**25. CHANGES IN INVENTORIES OF WORK-IN-PROGRESS & FINISHED GOODS**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
<b>Variation in Stock of Work-In-Progress</b>		
Stock at the Commencement	6,133.86	6,547.97
Less: Stock at the Close	5,073.44	6,133.86
	<b>A</b>	<b>414.11</b>
<b>Variation in Stock of Finished Goods</b>		
Stock at the Commencement	20,477.55	12,511.19
Less: Stock at the Close	42,707.78	20,477.55
	<b>B</b>	<b>(7,966.36)</b>
<b>Total</b>	<b>(21,169.81)</b>	<b>(7,552.25)</b>

**26. EMPLOYEE BENEFITS EXPENSE**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Salary & Bonus	3,608.10	3,307.97
Director's Remuneration	375.00	150.00
Wages	1,143.54	1,148.60
Gratuity	156.08	159.87
Ex Gratia & Leave Encashment	234.51	157.11
Labour Welfare Fund Expenses	0.48	0.50
Contribution to Provident Fund	206.38	207.15
Group Health Insurance Premium	34.66	63.59
Contribution to E.S.I.C.	15.83	23.51
Staff Welfare Expenses	168.19	50.33
<b>Total</b>	<b>5,942.77</b>	<b>5,268.63</b>

**27. FINANCE COSTS (Net)**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Interest Expense ( Net of Interest Received Rs. 1,034.76 lakhs ( P.Y. Rs. 877.09 lakhs ) )	1,371.27	197.90
Other Borrowing Costs	386.72	206.76
<b>Total</b>	<b>1,757.99</b>	<b>404.66</b>

## 28. OTHER EXPENSES

(Rs. in lakhs)

PARTICULARS	2022 - 2023		2021 - 2022	
<b>Manufacturing Expenses</b>				
Processing Expenses	34,812.46		33,529.82	
Electricity, Power & Fuel	414.22		388.07	
Promotion Fund Expenses on Import	30.28		21.19	
Consumables	565.38		586.89	
Factory Expenses	125.05		153.73	
		35,947.39		34,679.70
<b>Administrative / Selling &amp; Distribution Expenses</b>				
Bank Commission & Charges	237.33		250.11	
Electrical Charges	42.48		40.58	
Telephone, Internet and Fax Charges	73.55		66.58	
Local Travelling and Conveyance	65.94		69.64	
Legal & Professional fees	763.52		670.57	
Audit Fees	11.00		9.00	
Printing & Stationery	58.17		40.28	
Repairs & Maintenance (Other)	120.47		107.86	
Repairs & Maintenance (Building)	20.87		32.38	
Repairs & Maintenance (Plant & Machinery)	81.65		73.26	
Repairs & Maintenance (Windmill)	104.62		249.14	
Postage and Courier	67.99		49.43	
Motor Car Expenses	69.12		59.78	
Provision as per expected credit loss model (on Receivables)	213.01		186.64	
Bad Debts* (Net of Recovery)	-		190.39	
Insurance Premium	80.02		84.13	
Rent, Maintenance & Taxes	142.02		123.04	
Donation	9.41		3.23	
CSR Expenditure	34.50		93.20	
Office Canteen Expenses	67.75		71.36	
Office Expenses	53.29		47.10	
Director's Sitting Fees	3.45		2.75	
Sundry Expenses	41.48		33.87	
Security Charges	65.31		55.22	
Membership and Subscription	38.52		306.17	
Advertisement	10.41		10.09	
Sales & Marketing Expenses	1,889.57		1,826.76	
Foreign Travelling	310.10		77.73	
Commission on Sales	462.30		467.22	
Re-Assortment Charges	35.98		26.79	
Freight & Clearing Charges	444.50		354.05	
Agency Charges	16.60		16.82	
E.C.G.C. Premium	101.47		79.25	
Preliminary Expenses Written off	0.13		0.03	
Packing Expenses	58.61		54.51	
		5,795.14		5,828.96
<b>Total</b>		<b>41,742.53</b>		<b>40,508.66</b>

\* Bad Debts is net of recovery of Rs. Nil ( PY Rs. 2.20 lakhs )

## 29. DURING THE YEAR, COMPANY HAS RECOGNIZED THE FOLLOWING AMOUNTS IN THE FINANCIAL STATEMENTS

## a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognized as expenses for the year are as under:

PARTICULARS	(Rs. in lakhs)
Employers Contribution to Provident Fund & Family Pension Fund	206.38
Employers Contribution to Employees State Insurance Scheme	15.83
Employers Contribution to Labour Welfare Fund	0.48

## b) Defined Benefit Plan:

Defined benefits plan as per actuarial valuation as on 31st March, 2023 and recognized in the financial statement in respect of Employee Benefits Scheme:

(Rs. in lakhs)

DISCLOSURE STATEMENT AS PER IND AS 19	GRATUITY (FUNDED)
<b>I) Assumptions</b>	(%)
a) Expected Return on Plan Assets	7.50
b) Rate of Discounting	7.50
c) Rate of Salary Increase	5.00
d) Rate of Employee Turnover	2.00
<b>II) Change in Present value of Projected Benefit Obligation</b>	
a) Present value of benefit obligation at beginning of the year	1,404.02
b) Current Service Cost	78.58
c) Interest Cost	102.07
d) Benefit Paid from the fund	(121.41)
e) Actuarial (gain)/loss on obligation	(14.48)
f) Present value of obligation as at end of the year	1,448.78
<b>III) Change in fair value of Plan Assets</b>	
a) Fair value of the Plan Assets at the beginning of the year	338.00
b) Interest Income	24.57
c) Contributions by the Employer	3.46
d) Benefit Paid from the fund	(121.41)
e) Return on Plan Assets, Excluding Interest Income	(7.66)
f) Fair value of Plan Assets at the end of the year	236.96
<b>IV) Amount Recognized in the Balance Sheet</b>	
a) Present value of benefit obligation at the end of the year	(1,448.78)
b) Fair Value of Plan Assets at the end of the year	236.96
c) Funded Status (Surplus/ (Deficit))	(1,211.82)
d) Net (Liability)/Asset Recognized in the Balance Sheet	(1,211.82)
<b>V) Expenses Recognized in the Statement of Profit &amp; Loss</b>	
a) Net Interest Cost	77.50
b) Current Service Cost	78.58
c) Expenses recognized in Profit & Loss Statement	156.08
<b>VI) Expenses Recognized in the Other Comprehensive Income (OCI) for Current period</b>	
a) Actuarial (Gains)/Losses on Obligation for the Period	(14.48)
b) Return on Plan Assets, excluding Interest Income	7.66
c) Net (Income)/Expense for the Period Recognized in OCI	(6.82)

(Rs. in lakhs)

DISCLOSURE STATEMENT AS PER IND AS 19	GRATUITY (FUNDED)
<b>VII) Sensivity Analysis</b>	
a) Projected Benefit Obligation on Current Assumptions	1,448.78
b) Delta effect of +1% change in rate of Discounting	(115.82)
c) Delta effect of -1% change in rate of Discounting	132.93
d) Delta effect of +1% change in rate of Salary Increase	118.86
e) Delta effect of -1% change in rate of Salary Increase	(106.17)
f) Delta effect of +1% change in rate of Employee Turnover	27.47
g) Delta effect of -1% change in rate of Employee Turnover	(30.55)

**EMPLOYEES BENEFIT OBLIGATION :**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31,2023	AS AT MARCH 31,2022
Current	258.77	242.87
Non Current	953.04	823.15

**30. EVENTS AFTER THE REPORTING PERIOD**

The Board of Directors have recommended dividend of Rs. 1.50 per fully paid up equity share of Rs. 10/- each, aggregating to Rs. 240.10 lakhs for the financial year 2022-23, which is based on relevant share capital as on March 31, 2023. The actual dividend amount will be dependent on the relevant share capital outstanding on the record date / book closure.

**31. TAXATION**

Income tax recognized in statement of profit and loss

(Rs. in lakhs)

PARTICULARS	2022-2023	2021-2022
Current tax	2,433.65	2,232.08
Deferred tax	(297.85)	(351.35)
<b>Income tax expense recognised in statement of profit and loss</b>	<b>2,135.80</b>	<b>1,880.73</b>

The income tax expenses for the year can be reconciled to the accounting profit as follows:

(Rs. in lakhs)

PARTICULARS	2022-2023	2021-2022
<b>Current Tax</b>		
Profit before tax	7,867.21	7,709.67
Applicable tax rate	25.168 %	25.170%
<b>Computed Tax Expense</b>	<b>1,980.02</b>	<b>1,940.52</b>
<b>Tax effect of:</b>		
Exempted income	(11.21)	(10.69)
Income taxable at differential rate	28.22	(172.62)
Expenses disallowed	436.62	474.87
<b>Current Tax Provision</b> <b>A</b>	<b>2,433.65</b>	<b>2,232.08</b>
<b>Deferred Tax</b>		
Incremental / (Decremental) Deferred tax Liability on account of Tangible Assets	(142.96)	(474.60)
Incremental / (Decremental) Deferred tax Liability on account of other items	(154.89)	123.25
<b>Deferred Tax Provision</b> <b>B</b>	<b>(297.85)</b>	<b>(351.35)</b>
<b>Tax Expenses recognised in Statement of Profit and Loss</b> <b>A + B</b>	<b>2,135.80</b>	<b>1,880.73</b>
Effective Tax Rate	27.15%	24.39%

**32. RELATED PARTY DISCLOSURE FOR THE YEAR ENDED 31ST MARCH, 2023**

(i) List of Related Parties and relationships:

A Particulars of Enterprises controlled by the Company	Relationship
<b>Name of Related Party</b> Asian Star Company Ltd. - (U.S.A.)	Wholly owned Subsidiary
Asian Star DMCC	Wholly owned Subsidiary
Asian Star Trading (Hong Kong) Ltd.	Wholly owned Subsidiary
B Particulars of Key Management Personnel	Relationship
<b>Name of Related Party</b> Arvind T. Shah	Chairman, CFO & Whole Time Director
Vipul P. Shah	CEO & Managing Director
Dharmesh D. Shah	Non - Executive Director
Priyanshu A. Shah	Non - Executive Director
Rahil V. Shah	Executive Director
C Particulars of Enterprises Under Common control of the Key Management Personnel	
Jewel Art	
Asian Star Diamonds International Pvt. Ltd.	
Shah Manufacturers	
Rahil Agencies	
A'Star Exports	
D Particulars of Relatives of Key Management Personnel where there are transactions	
Dhwani R. Shah	
Pooja P. Shah	
Sujata V. Shah	
Mihir Kothari	
Rasila A. Shah	
Riya H. Shah	
Sweta D. Shah	
Nishant D. Shah	
Gemasia B.V. (Relative of director has a significant influence)	
A M Exports (Relative of director has a significant influence)	

## (ii) Transactions during the year with Related Parties:

(Rs. in lakhs)

Particulars	Name of the Party	2022-2023		2021-2022	
		Volume	Amount Outstanding as on 31.03.2023	Volume	Amount Outstanding as on 31.03.2022
Sale of Polished Diamonds	Asian Star Co. Ltd. - (U.S.A.)	13,321.79	2,150.34	14,102.51	4,358.05
	Jewel Art	896.30	507.68	1,391.70	489.62
	Gemasia B.V.	9,176.37	4,803.15	13,923.69	6,624.44
	A. M. Exports	-	-	5.40	-
Sale of Rough Diamonds	Gemasia B.V.	19,319.04	-	915.67	915.67
Purchase of Rough Diamonds	Asian Star DMCC	38,819.76	7,896.99	19,850.99	4,142.61
Purchase of Polished Diamonds	A. M. Exports	7,205.15	-	4,311.40	-
	Mihir R. Kothari	-	-	1,587.18	-
	Asian Star Co. Ltd. - (U.S.A.)	-	-	20.26	-
	Gemasia B.V.	-	-	297.90	-
	Jewel Art	17.92	16.66	86.12	34.39
Dividend Received	Asian Star DMCC	247.65	-	260.49	-
Investment in Subsidiary *Reduction on account of termination of corporate guarantee	Asian Star Co. Ltd. (USA)	-	178.75	-	178.75
	Asian Star Trading (Hong Kong) Ltd.	-	57.40	*(46.18)	57.40
	Asian Star DMCC	-	62.23	-	62.23
Corporate Guarantee given *The difference in value as on 31 March is due to change in exchange rate	Asian Star DMCC	-	8,221.69	-	7,607.00
Corporate Guarantee Commission Received	Asian Star DMCC	41.13	-	38.04	-
Directors' Remuneration	Arvind T. Shah	125.00	-	31.25	-
	Vipul P. Shah	175.00	-	43.75	-
	Rahil V. Shah	75.00	-	75.00	-
Rent Paid	Dinesh T. Shah	-	-	0.48	-
	Arvind T. Shah	0.96	-	0.96	-
	Dharmesh D. Shah	1.68	-	1.20	-
	Vipul P. Shah	0.96	-	0.96	-
Amount Outstanding Shown under Deposits for Office Premises	Dinesh T. Shah	-	-	(30.00)	-
	Arvind T. Shah	-	30.00	-	30.00
	Dharmesh D. Shah	-	50.00	30.00	50.00
	Vipul P. Shah	-	30.00	-	30.00
Unsecured Loans Taken/(Repaid) -(Net) Note: - *On Death of Dinesh T. Shah during the F.Y. 2021-22, his outstanding loan transferred to his heir Dharmesh D. Shah - Outstanding balance includes interest on Director's Loan	Dinesh T. Shah*	-	-	(6,317.02)	-*
	Arvind T. Shah	316.50	1,540.68	251.00	1,224.18
	Dharmesh D. Shah*	1.16	7,068.39	6,271.78	7,030.08*
	Vipul P. Shah	637.50	3,995.13	(468.07)	3,349.56
	Priyanshu A. Shah	-	599.23	(25.00)	599.23
	Rahil V. Shah	-	25.00	(25.00)	25.00

(Rs. in lakhs)

Particulars	Name of the Party	2022-2023		2021-2022	
		Volume	Amount Outstanding as on 31.03.2023	Volume	Amount Outstanding as on 31.03.2022
Interest on Director's Loan	Dinesh T. Shah	-	-	43.04	-
	Vipul P. Shah	8.97	-	67.50	-
	Dharmesh D. Shah	46.90	-	22.96	-
Contract for Processing of Diamonds	Shah Manufacturers	4,352.92	509.16	4,301.18	366.04
Sale of Jewellery / Gold & Silver Jewellery / Sale of Services / Rubber Moulds / Colour Stones/ Alloy/ Platinum/ Silver / Diamonds/RPT/Etc.	Dhwani R. Shah	-	-	0.06	-
	Rasila A. Shah	-	-	1.01	-
	Arvind T. Shah	-	-	0.27	-
	Sujata V. Shah	5.17	-	23.72	-
	Riya H. Shah	-	-	166.58	171.58
	Vipul P. Shah	-	-	39.45	-
	Pooja P. Shah	-	-	3.32	-
	Priyanshu A. Shah	-	-	0.37	-
	Sweta D. Shah	0.47	-	0.38	-
	Rahil V. Shah	1.81	-	-	-
	Asian Star Co. Ltd. - (U.S.A.)	-	-	15.20	-
Jewel Art	10.44	10.20	50.62	8.48	
A'star Exports	183.31	15.70	-	-	
Purchase of Gold, Silver, Ceramics, Findings, Color Stone and Other Materials	Jewel Art	8.31	-	3.12	0.60
Salary	Nishant D. Shah	6.00	-	-	-
Commission on Sales	Mihir Kothari	0.69	0.29	-	-

Note: Volume above is excluding GST

**33.** A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint ventures. Joint control is the contractually agreed sharing of control of an arrangement, which exist only when decisions about the relevant activities required unanimous consent of parties sharing control. Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor.

The Company has invested in Joint venture, Ratnanjali Infra LLP. The Company's interest in the said LLP is of 45 % share in Profit / Loss of the LLP. The Company has only right over the net assets of the Entity. The net asset is calculated using Equity method of accounting. Joint venture entity of the company is individually not material.

Analysis of the Company's Investment in Joint Venture:

PARTICULARS	AMOUNT (Rs. in lakhs)
Investments as on 01-04-2022	2,278.02
Addition / (Withdrawal) during the year	(1,114.19)
Interest on Capital received	73.81
Share of Profit / (loss) ( to the extent of Company's share in the joint venture)	44.53
Balance as on 31-03-2023	1,282.17

The joint ventures have no significant contingent liabilities to which the Company is exposed to, and the Company has no significant contingent liabilities in relation to its interest in the joint ventures. The risks associated with the Company's interest in joint ventures are the same as those identified for the Company.

**34. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

(Rs. in lakhs)

SR. NO.	PARTICULARS	2022-2023	2021-2022
1	Amount required to be spent by the Company during the year	94.45	*93.20
2	Amount of expenditure incurred on: i) Construction / acquisition of any asset ii) On purposes other than (i) above	- 34.50	- 93.20
3	{Shortfall} / Surplus at the end of the year	{59.95}	-
4	Total of previous years shortfall	-	-
5	Reason for shortfall	Company has during the year transferred Rs. 60 lakhs to unspent Corporate Social Responsibility Account opened in compliance with provision of Section 135(6) of the Companies Act, 2023	-
6	Nature of CSR activities	Eradication of hunger and malnutrition, promoting education, healthcare, COVID-19 relief.	
7	Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard.	-	-

\* After setting off Rs. 0.51 lakhs against the excess of Rs. 2.43 lakhs of F.Y 2020-21

**35. CONTINGENT LIABILITY**

- The Company has given Corporate guarantee of Rs. 82.22 crores (For F.Y. 2021-22 it was Rs. 76.07 crores) to Banks for facilities availed by its subsidiary company.
- The Company has disputed liability of Rs. 3.32 crores (For F.Y. 2021-22 it was Rs. 3.32 crores) in respect of Customs duty raised by Commissioner of Customs. In respect of the demand raised by Commissioner of Customs, the Company is of the opinion that the demand is not tenable and has made appropriate submission to the department. The Company has received stay order from Gujarat High Court against the demand of Custom Duty.
- The Company has disputed Income tax liability of Rs. 1.19 crores for A.Y. 2015-16 & Rs. 0.48 crores for A.Y. 2016-17. Out Of Rs. 1.19 crores for A.Y. 2015-16, demand for Rs. 0.75 crores is on account of errors in tax calculations by the Income Tax Department which will be rectified in due course. The Company is of the opinion that the remaining demands are not tenable and has filed appeal against them with Commissioner of Income Tax (appeals). An appeal filed in Bombay High Court by the Income Tax Department for AY 2012-13 against the order of ITAT passed in favour of the Company for restoring penalty of Rs.1.50 crores is pending. The penalty was levied at assessment level and reversed by CIT Appeals. Decision of CIT appeal was upheld by ITAT.

The above demands i.e. (b) & (c) shall be charged to Profit & Loss statement, if required, on disposal of the matter.

**36.** Bank loan funds obtained during the year are not used for the purpose other than that mentioned in the sanction letter.

**37.** The books of accounts are in agreement with the periodical statements submitted to the banks during the F.Y. 2022-23.

**38.** The title deeds of all the immovable properties are held in the name of the Company.

**39.** No loans or advances are granted to the promoters, directors, KMP and related parties during the F.Y. 2022-23.

**40.** No proceedings are initiated or pending against the company for holding any benami property.

**41.** The Company is not declared as willful defaulter by any bank or financial institution or other lender during the F.Y. 2022-23.

**42.** The Company has not done any transaction with struck off companies during the F.Y. 2022-23.

**43.** No charges are pending to be registered with ROC beyond the statutory period.

**44.** The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding party") with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (ultimate beneficiaries); or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

**45.** The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), based on the information available with the Company are as under:

(Rs. in lakhs)

SR. NO.	PARTICULARS	AS AT 31ST MARCH, 2023	AS AT 31ST MARCH, 2022
1	Principal amount due and remaining unpaid	-	-
2	Interest due on (1) above and the unpaid interest	-	-
3	Interest paid on all delayed payments under the MSMED Act.	-	-
4	Payment made beyond the appointed day during the year	-	-
5	Interest due and payable for the period of delay other than (3) above	-	-
6	Interest accrued and remaining unpaid	-	-

**46. PAYMENT TO AUDITORS**

(Rs. in lakhs)

PARTICULARS	2022-2023	2021-2022
Statutory Audit	11.00	9.00
Others	6.00	Nil
<b>TOTAL</b>	<b>17.00</b>	<b>9.00</b>

**47. EARNING PER SHARE**

PARTICULARS	2022-2023	2021-2022
Profit After Tax (Rs. in lakhs)	5,731.41	5,828.94
Number Of Equity Shares	1,60,06,800	1,60,06,800
Nominal Value Per Equity Share (Rs.)	10	10
Earning Per Share (Basic) (Rs.)	35.81	36.42

(Rs. in lakhs)			
SR. NO.	PARTICULARS	2022-2023	2021-2022
48.	<b>Value of imported and indigenous consumption - Raw Material</b>		
	• Imported Raw material	1,98,551.98	1,30,404.72
		84.19%	76.70%
	• Indigenous Raw material	37,289.08	39,612.68
		15.81%	23.30%
	<b>Total</b>	<b>2,35,841.06</b>	<b>1,70,017.40</b>
49.	Interest received during the year that is net off against the Finance Cost charged to Profit & Loss Statement	1,034.76	877.09
50.	Value of Import on CIF Basis Raw Materials	1,88,494.78	1,34,041.58
51.	<b>Expenditure in Foreign Currency</b>		
	Foreign Travelling	78.86	10.06
	Membership & Subscription	21.44	26.19
	Consumables	8.32	3.16
	Legal & Professional fees	4.84	16.86
	Sales & Marketing Expenses	5.87	74.72
	Export Packing Charges	0.45	4.21
52.	<b>Earning in Foreign Exchanges</b>		
	FOB value of Exports	1,95,651.24	1,70,882.09
	Dividend Received	247.65	260.49
53.	Net Gain/(Loss) on Exchange Fluctuation as included in total Revenue from operations & purchases reflected in the Profit & Loss Statement:		
	- Revenue from operations	6,334.10	3,083.06
	- Purchases	(6,911.47)	(302.51)
54.	Breakup of remuneration paid to Managing / Whole time Directors		
	a. Salary	375.00	150.00
	b. Contribution to Provident & Other Fund	Nil	Nil
	The Company has been advised that the computation of net profit pursuant to section 198 of the Companies Act, 2013 need not be enumerated since no commission has been paid to directors.		

## 55. FINANCIAL INSTRUMENTS DISCLOSURE

## FINANCIAL ASSETS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31,2023	AS AT MARCH 31,2022
<b>NON-CURRENT</b>		
<b>Investments - At cost (refer note 2)</b>		
<b>a. Unquoted, fully paid up In Equity Shares of wholly Owned Subsidiary Companies</b>		
Asian Star Co. Ltd. - USA	178.75	178.75
Asian Star DMCC	62.23	62.23
Asian Star Trading (Hongkong) Ltd.	57.40	57.40
<b>Aggregate fair value</b>	<b>298.38</b>	<b>298.38</b>
<b>Aggregate book value</b>	<b>248.16</b>	<b>248.16</b>
Gain / (Loss) on fair value recognised in Retained Earnings	50.22	50.22
<b>b. Unquoted, fully paid up In Equity Shares of Other Companies Shares at Fair Value through Profit and loss</b>		
Indian Commodity Exchange Ltd.	1,093.27	1,675.00
Utkarsh Coreinvest Ltd.	157.50	117.00
Arohan Financial Services Ltd	175.00	220.17
<b>Other Investments</b>		
Ratnanjali Infra LLP (Partnership Firm)	1,282.17	2,278.02
<b>Aggregate fair value</b>	<b>2,707.94</b>	<b>4,290.19</b>
<b>Aggregate book value</b>	<b>3,294.34</b>	<b>4,625.19</b>
Gain / (Loss) on fair value recognised in P&L	(586.40)	(335.00)
<b>CURRENT</b>		
<b>i) Investments (refer note 6)</b>		
<b>at Fair Value through Profit and loss</b>		
<b>a. Quoted, fully paid up In bonds At Fair Value through Profit and loss</b>		
Sovereign Gold Bond Scheme	46.71	23.31
<b>Aggregate fair value</b>	<b>46.71</b>	<b>23.31</b>
<b>Aggregate book value</b>	<b>23.31</b>	<b>23.31</b>
Gain / (Loss) on fair value recognised in P&L	23.40	-
<b>b. Quoted, fully paid up In Equity &amp; Mutual fund n At Fair Value through Profit and loss</b>		
Aarti Industries Ltd	0.44	14.58
Amber Enterprises India Ltd	98.47	195.08
APL Apollo Tubes Ltd	363.89	14.91
Appollo Tricoat Tubes Ltd	-	270.44
Aavas Financers Ltd	-	11.98
Affle India Limited	3.75	4.78
Astral Poly Technik Ltd	3.90	4.43
Au Small Finance Bank	13.09	14.58
Avenue Supermarkets Ltd	4.59	5.40
Ador Welding Ltd	87.14	-
Ambuja Cements Ltd.	2.40	-
Bajaj Auto Ltd	-	54.39
Bajaj Finance Ltd	258.92	378.48
Bajaj Finserve Ltd	14.56	18.93
Berger Paints India Ltd	6.88	8.28
Bharti Airtel Ltd	11.01	-
Dabur India Ltd	-	2.00
Dalmia Bharat Ltd	4.56	3.47
Deepak Nitrate Ltd	-	135.53
Divis laboratories Ltd	5.68	74.56
Dixon Technologies (I) Ltd	4.12	12.46

PARTICULARS	(Rs. in lakhs)	
	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Easy My Trip	97.36	131.37
Gujarat Gas Ltd	5.96	6.51
Gland Pharma Ltd	-	136.33
HIL Ltd.	-	57.52
HDFC Bank Ltd	8.12	-
Havells India Ltd	5.89	5.72
Healthcare Global Enterprise Ltd	67.38	-
INFO Edge (India) Ltd	71.98	171.25
ICICI Lombard General Ins Co. Ltd	-	7.63
ICICI Bank Ltd	147.22	-
Indusind Bank Ltd	8.50	-
Infosys Ltd	8.88	-
Indiamart Intermesh Ltd	-	8.13
J.B. Chem & Pharma	107.51	-
Jubliant Ingrevia Ltd	71.90	-
KEI Industries Ltd	258.16	188.80
Kalyan Jewelers India Ltd	48.95	27.47
L & T Technology Services Ltd	63.79	174.00
L T Mindtree Ltd	64.69	-
Laurus Labs Ltd	-	156.98
Lasren & Toubro Ltd	82.04	-
MAS Fin Serve Ltd	-	1.24
Metropolis Healthcare Ltd	-	3.63
Mphasis Ltd	-	193.19
Navin Fluorine Intl Ltd	105.83	203.76
Page Industries Ltd	9.48	11.66
P I Industries Ltd	4.99	4.65
Polycab India Ltd	4.49	4.23
Power Mech Projects Ltd	131.83	-
Persistent Systems Ltd	108.78	-
Patanajali Foods Ltd	12.13	-
Radico Khaitan Ltd	5.73	4.78
Reliance Industries Ltd	75.49	75.49
Reliance Communications Ltd	1.20	2.89
Relaxo Footware Ltd	-	3.42
Reliance Ind. Ltd	93.94	-
Shakti Pumps (Ind) Ltd	-	48.06
Stove Kraft Ltd	-	77.13
Shree Cements Ltd	-	4.80
SRF Ltd	8.90	9.91
Solar Industries Ltd	10.00	12.95
Sona BLW Precision Forgings Ltd	37.84	-
Syngene International Ltd	52.58	-
Teamlease Services Ltd	-	3.68
Tata Elexi Ltd	95.26	233.56
Tata Consultancy Service Ltd	-	86.55
Titan Company Limited	229.20	101.47
TVS Motor Co. Ltd	81.75	-
United Spirits Ltd	71.77	84.23
Vaibhav Global Ltd	-	5.97
Varun Beverages Ltd	160.06	117.61
Axis Blue Chip Direct - Growth	112.58	120.37
HDFC Small Cap Fund Direct Growth Plan	137.64	121.49

PARTICULARS	(Rs. in lakhs)	
	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Kotak Select Focus Fund Direct Plan Growth	126.38	122.74
Mirae Asset Midcap Fund Direct Plan	41.96	41.80
Reliance Liquid Fund- Dividend Reinvestment	0.01	0.01
Aggregate fair value of quoted investments	3,646.06	3,997.27
Aggregate book value of quoted investments	3,566.99	2,809.70
Gain / (Loss) on fair value recognised in P&L	79.07	1,187.57
<b>ii) Trade Receivables - At amortised cost</b>	<b>72,910.39</b>	<b>81,158.53</b>
<b>iii) Cash and Cash Equivalents (refer note 8)</b>		
Balances with Banks in Current accounts	5,253.05	4,020.28
Fixed Deposits with Banks	8,206.60	7,292.74
Cash on hand	8.79	7.32
<b>iv) Other Bank Balances (refer note 9)</b>	<b>11,467.07</b>	<b>10,509.79</b>
<b>v) Loans &amp; Advances (refer note 10)</b>		
Loans (Considered good unless otherwise stated)		
At Amortised Cost		
Unsecured, considered good - At amortised cost	6,546.13	6,261.28
<b>vi) Other Financial Assets (refer note 11)</b>		
Derivatives - Foreign Exchange Contracts -At FVTPL	5.89	112.65
<b>Total Financial Assets</b>	<b>1,11,097.01</b>	<b>1,17,971.74</b>

## FINANCIAL LIABILITIES

PARTICULARS	(Rs. in lakhs)	
	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>NON-CURRENT</b>		
<b>Borrowings (refer note 14)</b>		
At Amortised cost		
Loans from related parties-directors	5,107.98	4,989.37
<b>CURRENT</b>		
<b>i) Borrowings (refer note 18)</b>		
At Amortised cost		
Secured working Capital Loan from Banks	49,748.52	50,889.29
Loans from related parties-directors	7,764.74	6,992.55
<b>ii) Trade Payables (refer note 19)</b>		
At Amortised Cost		
Creditors for Goods	37,652.88	35,447.68
Creditors for Processing	2,794.21	2,220.29
<b>iii) Other Financial Liabilities- At FVTPL (refer note 21)</b>		
Derivatives Foreign Exchange contracts	-	2.18
<b>Total Financial Liabilities</b>	<b>1,03,068.33</b>	<b>1,00,541.36</b>

## FINANCIAL INSTRUMENTS BY CATEGORY

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023			AS AT MARCH 31, 2022		
	FVTPL	FVOCI	AMORTISED COST	FVTPL	FVOCI	AMORTISED COST
<b>FINANCIAL ASSETS</b>						
<b>Non-Current</b>						
Investments	2,707.94	298.38	-	4,290.19	298.38	-
<b>Current</b>						
Investments	3,692.77	-	-	4,020.58	-	-
Trade Receivables	-	-	72,910.39	-	-	81,158.53
Cash and Cash Equivalents	13,468.44	-	-	11,320.34	-	-
Other Bank balances	11,467.07	-	-	10,509.79	-	-
Loans & Advances	-	-	6,546.13	-	-	6,261.28
Derivatives - Foreign Exchange Contracts	5.89	-	-	112.65	-	-
<b>FINANCIAL LIABILITIES</b>						
<b>Non-Current</b>						
Borrowings	-	-	5,107.98	-	-	4,989.37
<b>Current</b>						
Borrowings	-	-	57,513.26	-	-	57,881.84
Trade Payables	-	-	40,447.09	-	-	37,667.97
Derivatives - Foreign Exchange Contracts	-	-	-	2.18	-	-

Note: For financial assets and financial liabilities that are measured at Fair Value, the carrying amounts are equal to their fair values.

## FAIR VALUE RELATED DISCLOSURES

## Fair Value Measurement

Fair value related disclosures for financial instruments and non-financial assets that are measured at fair value or where fair values are disclosed are summarized in the following notes.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or market for the asset or liability the principal in the most advantageous market must be accessible by Company.

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

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

## Valuation Techniques and Inputs used

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long-term receivables/borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses, if any, of these receivables.

ii. The fair values of the quoted equity shares are based on price quotations at the reporting date (Level 1 inputs).

iii. The Company enters into derivative financial instruments in the form of Foreign exchange Forwards & Options contracts. The counterparties of these contracts are Banks. These derivatives constitute hedge from an economic perspective and are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly in the revenue from Sale of products or purchases in the Statement of Profit and Loss. Foreign exchange forward and Option contracts are valued using valuation techniques, which employ the use of market observable inputs. The valuation technique applied is the use of "quoted prices in active markets".

iv. The fair values of the Group's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period.

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

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

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

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

## Comparison by class of the carrying amounts and fair value of Financial Instruments

The management assessed that for all Financial Assets and Financial Liabilities, the carrying amounts are equal to the fair value.

**FAIR VALUE HIERARCHY**

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:

(Rs. in lakhs)

Particulars	Date of Valuation	Total	Fair Value measurement using			
			Quoted Prices in the active market (Level1)	Significant observable inputs (Level2)	Significant observable input (Level3)	Amortised Cost
<b>Assets measured at fair value (Note No. 2,6,8,9,11)</b>						
Investments						
Non-Current	31.03.23	3,006.32	-	3,066.32	-	-
Current	31.03.23	3,692.77	3,692.77	-	-	-
Derivatives - Foreign Exchange	31.03.23	5.89	-	-	-	5.89
Cash and Cash Equivalents	31.03.23	13,468.44	-	-	-	-
Other Bank Balances	31.03.23	11,467.07	-	-	-	-
<b>Assets for which fair values are disclosed (Note No. 7 &amp; 10)</b>						
Loans & Advances	31.03.23	6,546.13	-	-	-	6,546.13
Trade Receivables	31.03.23	72,910.39	-	-	-	72,910.39
<b>Liabilities measured at fair value (Note No. 21)</b>						
Derivatives - Foreign Exchange Contracts	31.03.23	-	-	-	-	-
<b>Liabilities for which fair values are disclosed (Note No. 14,18,19)</b>						
Borrowings						
Non-Current	31.03.23	5,107.98	-	5,107.98	-	-
Current	31.03.23	57,513.26	-	57,513.26	-	-
Trade Payables	31.03.23	40,447.09	-	-	-	40,447.09

(Rs. in lakhs)

Particulars	Date of Valuation	Total	Fair Value measurement using			
			Quoted Prices in the active market (Level1)	Significant observable inputs (Level2)	Significant observable input (Level3)	Amortised Cost
<b>Assets measured at fair value (Note No. 2,6,8,9,11)</b>						
Investments						
Non-Current	31.03.22	4,588.57	-	4,588.57	-	-
Current	31.03.22	4,020.58	4,020.58	-	-	-
Derivatives - Foreign Exchange	31.03.22	112.65	-	-	-	112.65
Cash and Cash Equivalents	31.03.22	11,320.34	-	-	-	-
Other Bank Balances	31.03.22	10,509.79	-	-	-	-
<b>Assets for which fair values are disclosed (Note No. 7 &amp; 10)</b>						
Loans & Advances	31.03.22	6,261.28	-	-	-	6,261.28
Trade Receivables	31.03.22	81,158.53	-	-	-	81,158.53
<b>Liabilities measured at fair value (Note No. 21)</b>						
Derivatives - Foreign Exchange Contracts	31.03.22	2.18	-	-	-	2.18
<b>Liabilities for which fair values are disclosed (Note No. 14,18,19)</b>						
Borrowings						
Non-Current	31.03.22	4,989.37	-	4,989.37	-	-
Current	31.03.22	57,881.84	-	57,881.84	-	-
Trade Payables	31.03.22	37,667.97	-	-	-	37,667.97

**OTHER FAIR VALUE RELATED DISCLOSURES****Recurring / non-recurring classification of fair value**

All fair value measurements for the period ended 31/03/2023 are recurring in nature and there are no Non-recurring fair value measurements of assets or liabilities in these periods.

**Level 3 inputs related disclosure**

There are no recurring fair value measurements using significant unobservable inputs (Level 3) in the reporting periods and hence there is no effect of the measurements on profit or loss or other comprehensive income for the period.

**Transfers between Level 1 and Level 2**

There have been no transfers between Level 1 and Level 2 of the fair value hierarchy for all assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

**Change in Valuation Techniques, if any**

There has been no change in the valuation techniques in the reporting periods.

## FINANCIAL RISK FACTORS

The Company is exposed to a variety of financial risks such as credit risk, liquidity risk and market risk.

Financial risk management is carried out by a finance committee under policies approved and delegated by the Board of Directors. The Board provides written principles for risk management.

The following table outlines the sources and exposure to risks and how the company manages these risks:

Risk	Exposure Arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade and other receivables, loans and advances, customer deposits, financial instruments and deposits with banks and financial institutions	Ageing Analysis, Calculation of ECL, Concentration of credit	Ageing Analysis, Credit Ratings, Provision Matrix
Liquidity Risk	Borrowings, interest thereon, trade and other payables	Cash flows measurement	Short Term and Long Term Cash forecasts
Market Risk-Interest rate risk	Variable and Fixed rate borrowings	Sensitivity Analysis	Monitoring of Interest rates
Market Risk- foreign currency risk	Foreign currency transactions	Sensitivity Analysis	Hedging by derivative contracts

### Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for credit losses and impairment that represents its estimate of expected losses in respect of trade and other receivables and investments.

The Company periodically assesses the financial reliability of customers / corporate taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable and loans receivable. These include customers / corporate, which have high credit-ratings assigned by international and domestic credit-rating agencies. Individual risk limits are set accordingly.

On account of adoption of Ind AS 109, the Company uses Expected Credit Loss (ECL) model for assessing the impairment loss. For this purpose, the Company uses a provision matrix to compute the expected credit loss amount for trade receivables. The provision matrix takes into account external and internal credit risk factors and historical data of credit losses from various customers.

None of the Company's cash equivalents, including term deposits with banks, were past due or impaired as at 31 March, 2023. Of the total trade receivables, Rs. 68,715.53 lakhs as at March 31, 2023 and Rs. 73,161 lakhs as at March 31, 2022 consisted of customer balances that were neither past due nor impaired. The Company's Credit risk management policies include categorizing the loans and trade receivables based on estimates of Probability of Default and calculation of Expected Credit Losses (ECL).

Loans and advances include loans given to staff Rs. 156.76 lakhs as at March 31, 2023 and Rs. 148.86 lakhs as at March 31, 2022 which the company perceives no impairment loss to be provided for.

### Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company finances its operations by a combination of retained profits, disposals of assets, bank borrowings, etc. Liquidity risk is managed by short-term and long-term cash flow forecasts.

The table below provides details regarding the contractual maturities of significant financial liabilities:

### Maturity analysis for Derivative & Non-Derivative Financial liabilities as on 31.03.2023

(Rs. in lakhs)

Contractual undiscounted cash flows	Overdue	< Month	1 to 4 months	5 to 6 months	> 6 months
<b>Maturity analysis for Non-Derivative Financial liabilities:</b>					
Borrowings	-	5,659.56	46,281.43	5,572.26	5,107.98
Trade payables	206.21	9,457.61	23,117.59	7,665.68	-
<b>Maturity analysis for Derivative Financial Assets &amp; liabilities:</b>					
Net settled derivative contracts - Financial Assets	-	-	-	-	5.89

### Maturity analysis for Derivative & Non-Derivative Financial liabilities as on 31.03.2022

(Rs. in lakhs)

Contractual undiscounted cash flows	Overdue	< Month	1 to 4 months	5 to 6 months	> 6 months
<b>Maturity analysis for Non-Derivative Financial liabilities:</b>					
Borrowings	-	4,712.24	44,407.33	8,762.27	4,989.37
Trade payables	442.12	7,257.83	27,781.31	2,186.71	-
<b>Maturity analysis for Derivative Financial Assets &amp; liabilities:</b>					
Net settled derivative contracts - Financial Assets	-	-	22.78	-	89.87
Net settled derivative contracts - Financial Liabilities	-	-	-	-	2.18

### Market Risk

Market risks include Interest Rate Risk and foreign Currency Risk. There are no identifiable Commodity Price Risks or Equity Price Risks foreseen in the current reporting period.

### Interest Rate Risk

The Company is mainly exposed to the interest rate risk due to its variable and fixed rate domestic and foreign borrowings. The interest rate risk arises due to uncertainties about the future market interest rate on these borrowings.

### Foreign Exchange Risk

The Company is exposed to foreign exchange risk principally via:

- Transactional exposure that arises from the sales / receivables / contracts entered based on orders denominated in a currency other than the functional currency of the Company
- Transactional exposure that arises from the cost of goods sold / payables / contracts entered based on orders denominated in a currency other than the functional currency of the Company.
- Foreign currency exposure that arises from foreign currency working Capital loans (including interest payable) denominated in a currency other than the functional currency of the Company.

### Commodity Risk

The Company is exposed to the commodity rate risk due to uncertainties in availability of Gold for its jewellery operations. Forward contracts for Gold entered into by the company and outstanding as on 31st March, 2023 covers 8 Kgs. for purchase of Gold (For F.Y. 2021-2022 it was Nil Kgs.). Sensitivity analysis for commodity risk is not done as it is not material.

### SENSITIVITY ANALYSIS

The sensitivity analysis reflects the impact on income and equity due to financial instruments held at the balance sheet date. It does not reflect any change in sales or costs that may result from changing interest or exchange rates.

### Interest Rate Risk

Exposure of borrowings related to interest rate changes:

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Variable rate borrowings</b>		
Foreign currency Loan (\$ in million)	59.18	66.90
Rs. loan from bank (Rs. in lakh)	-	-

### Interest Rate Risk Sensivity

This indicates the sensitivity to a reasonably possible change in interest rate borrowings:

(Rs. in lakhs)

IMPACT ON PROFIT & LOSS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>For \$ Borrowings</b>		
Increase in Interest rate - 50 basis points p.a.	(244)	(254)
Decrease in Interest rate - 50 basis points p.a.	244	254
<b>For Rs. Borrowings</b>		
Increase in Interest rate - 50 basis points p.a.	(7)	-
Decrease in Interest rate - 50 basis points p.a.	7	-

### Foreign Currency Risk

Following table shows foreign currency exposure in US \$ at the end of the reporting period:

(\$ in Million)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Financial Assets</b>		
Trade Receivables	73.37	91.66
Cash and Cash Equivalents	1.48	1.33
<b>Financial Liabilities</b>		
Borrowings	59.18	66.90
Trade payables	43.35	41.70
Derivatives Forward contracts (Net)	10.27	18.60

### Foreign Currency Risk Sensivity

1% increase or decrease in foreign exchange rates will have the following impact on profit before tax:

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
USD		
USD-INR Increase by 1%	(313)	(260)
USD-INR decrease by 1%	313	260

### 56. CAPITAL MANAGEMENT

The Company's objectives when managing capital (defined as net debt plus equity) are to safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and benefits for other stakeholders, while protecting and strengthening the balance sheet through the appropriate balance of debt and equity funding. The Company manages its capital structure and makes adjustments to it, in light of changes to economic conditions and the strategic objectives of the Company. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, buy back shares and cancel them, or issue new shares. The Company finances its operations by a combination of retained profit, bank borrowings, disposals of property assets, etc. The Company borrows uses borrowing facilities to meet the Company's business requirements.

The Company monitors capital using gearing ratio, which is total debt divided by total capital plus debt.

The capital gearing ratio as on 31st March, 2023 and 31st March, 2022 was 40% and 42%, respectively.

### 57. CAPITAL COMMITMENTS

The Company has not made any Capital commitments as at March 31, 2023 and March 31, 2022 for purchase of Capital asset or any Investment.

### 58. COLLATERALS

The Company has obtained working capital loan from banks which are secured by:

- Fixed deposits - Value Rs. 16,065 lakhs
- Hypothecation of Stock in trade and Trade receivables - Value Rs. 1,42,357 lakhs.
- Mortgage of premises at Mumbai & Surat - at Market Value Rs. 16,168 lakhs.

Defaults

For loans payable recognised at the end of the reporting period, there have been no defaults of non-payment of loan by the company.

### 59. INVESTMENT PROPERTY

As on 31/3/2017, the Company had transferred one property from "owner-occupied property" to investment property in accordance with IndAS 40. The accounting policy adopted by the Company for measuring this property is the cost model as prescribed in IndAS 40. There are no direct operating expenses or rental income from this property in the current reporting period. There are no restrictions on the realisability of this property or the remittance of income and proceeds of disposal nor any contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements.

Though the Company measures investment property using cost based measurement, the fair value of investment property as on 31.3.17 was Rs. 5,084 lakhs. Fair values was determined based on evaluation performed by applying a valuation model by an accredited external independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued. However, no significant change in the market value is observed, and management has decided to keep the fair valuation same as of 31.3.17.

**60. RATIOS**

The following are analytical ratios for the year ended March 31, 2023 and March 31, 2022:

PARTICULARS	NUMERATOR	DENOMINATOR	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022	VARIANCE
Current Ratio (in times)	Current Assets	Current Liabilities	1.79	1.73	{3.46} %
Debt Equity Ratio (in times)	Debt	Equity	0.67	0.72	6.94%
Debt Service Coverage Ratio (in times)	Net Profit After taxes + Non-Cash Operating Expenses + Finance Cost – Exceptional Items	Debt Service	6.39	20.06	*{68.15}%
Return on equity (ROE)	Net profit after taxes	Average shareholders equity	6.33%	6.86%	{7.73}%
Inventory Turnover Ratio (in times)	Cost of Goods Sold	Average Inventory	8.94	15.06	# {40.64}%
Trade receivables turnover ratio (in times)	Credit sales	Average accounts receivables	4.45	4.26	4.46%
Trade payables turnover ratio (in times)	Credit purchase	Average accounts payables	6.69	7.65	{12.55}%
Net capital turnover ratio (in times)	Net annual Sales	Working Capital	4.37	4.31	1.39%
Net profit ratio	Net Profit (Excluding other income & Exceptional Items)	Turnover	1.93%	1.76%	9.66 %
Return on Capital employed (ROCE)	Earnings Before Interest and Tax	Capital Employed = Tangible Networth + Debt + Deferred Tax Liability	6.12%	5.62%	8.90%
Return on Investments (ROI)	Return on Investments	Time Weighted Average Investment	{9.95}%	10.58%	@{211.15}%

\* Better ratio last year due to higher other income in previous year.

# Demand has slowed down in second half of the year leading slowing down of sales and slower inventory turnaround.

@ Due to MTM losses of investments in equities on account of global economic slowdown.

**61.** The figures of previous year have been regrouped / reclassified wherever necessary and possible so as to confirm with the figures of the current year.

As per our report of even date

**FOR V A PARIKH & ASSOCIATES LLP**

Chartered Accountants  
FRNo: 112787W/W100073

**NIRAV R. PARIKH**  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPM5268

**For and on behalf of the Board**

**PUJADEVI R. CHAURASIA**  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

**ARVIND T. SHAH**  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720  
Place : Mumbai  
Dated: May 29, 2023

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN - 00004746  
Place : Singapore  
Dated: May 29, 2023

## INDEPENDENT AUDITORS' REPORT

### TO

### THE MEMBERS OF ASIAN STAR COMPANY LIMITED

### Report on the Audit of the Consolidated Ind AS Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of ASIAN STAR COMPANY LIMITED (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities, which comprise the consolidated Balance Sheet as at March 31, 2023, and the consolidated statement of Profit and Loss, the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their consolidated state of affairs of the Company as at March 31, 2023, of consolidated profit/loss, the consolidated statement of changes in equity and its consolidated cash flows for the year then ended.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditors' Response
1.	<p>Gems &amp; Jewellery is highly working capital-intensive industry and Inventory is a major component of it. Inventory mainly consists of Rough Diamonds, Cut &amp; Polished diamonds, Jewellery, Gold and other precious metal and precious and semi-precious stones.</p> <p>Cut &amp; Polished Diamonds not being a standardized product requires specialized skill and knowledge for valuation. The assessment of its Net Realisable value is based on the assessment by the management and valuation done by the government approved valuer based on various parameters of diamonds and marketable conditions.</p> <p>We conclude the above reason for the purpose of Inventory to be as a key audit matter for our audit.</p>	<p>In view of the significance of the matter, we have applied the following audit procedures in this area, among other procedures to obtain sufficient audit evidence:</p> <ul style="list-style-type: none"> <li>- We assessed the appropriateness of the inventories accounting policies and its compliances with the applicable accounting standards.</li> <li>- We evaluated design and implementation of the effectiveness of the key controls with respect to the safeguarding and physical movement of inventory and its recording and reconciling physical verification of inventory. There are sufficient and effective controls in the IT systems recording movement from manufacturing to sales.</li> <li>- Inventory of cut &amp; polished diamonds is valued using Specific Identification method to the extent possible and where it is not possible, due to vast variety, quality and peculiarity of goods, the valuation is done using Retail Method.</li> <li>- We evaluated reasonableness of the management's assessment of net realizable value which is substantiated and supported by valuation from an independent government approved valuer.</li> </ul>

Sr. No.	Key Audit Matter	Auditors' Response
		<ul style="list-style-type: none"> <li>- We have also obtained a documentation of the verification of Inventory done by the company. The same has been assessed and effective control seems to be in place with regards to Inventory.</li> </ul>

#### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates and Jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and of its associates and jointly controlled entities 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.

#### Auditors' Responsibilities for the Audit of consolidated Ind AS Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud and 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 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 control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence

obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings 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 communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

### Other Matters

The consolidated financial results include the audited Financial Results of 3 subsidiaries whose financial statements reflect group's share of total assets of Rs. 57,896 lakhs as at March 31, 2023, total revenue of Rs. 2,06,230 lakhs and net cash out flow of Rs. 2,245 lakhs for the year ended on that date. These financial statements of subsidiaries have been audited/reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors. The Consolidated financial results also include the Group's share of net profit/(loss) of Rs. 45 lakhs in respect of 1 joint venture, whose financial statements have not been audited by us. It also includes results of 1 Joint Controlled Entity, which has been audited by us. In case of 1 Joint venture entity, financial statement has been reviewed by other auditors and management, however report is in process to be furnished to us. We are of the view that the results of 1 joint venture entity is not material to the overall results of the entity.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

### Report on Other Legal and Regulatory Requirements

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The consolidated Balance Sheet, the consolidated Statement of Profit and Loss and the consolidated Cash Flow Statement

dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

- d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies and jointly controlled companies incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.
- g. In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, associates and joint ventures incorporated in India, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Holding Company, its subsidiaries, associates and joint ventures incorporated in India to their directors in accordance with the provisions of Section 197 read with Schedule V to the Act;
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities – Refer Note 35 to the consolidated financial statements.
  - ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts in respect of such items as it relates to the Group, its associates and jointly controlled entities and (b) the Group's share of net profit/loss in respect of its associates.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and associate companies incorporated in India.

For V. A. Parikh & Associates LLP  
Chartered Accountants  
FRNo. 112787W / W100073

CA Nirav Parikh  
Partner

Membership No. - 121674  
UDIN: 23121674BGWCPN4897

Place : Mumbai  
Date: May 29, 2023

## ANNEXURE 'A' TO THE CONSOLIDATED INDEPENDENT AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting ASIAN STAR COMPANY LIMITED ("The Company"), as of 31st March, 2023 in conjunction with our audit of consolidated financial statements of the company for the year ended on that date.

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

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

#### Auditors' Responsibility

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

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

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

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

A company's internal financial control over financial reporting includes those policies and procedures

that: 1) pertain to 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, including the possibility of collusion or

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

#### Opinion

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

#### Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to associate companies incorporated in India, the same have been audited and our opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of the Group is not affected as its not material to the Group.

For V. A. Parikh & Associates LLP  
Chartered Accountants  
FRNo. 112787W / W100073

CA Nirav Parikh  
Partner

Membership No. - 121674  
UDIN: 23121674BGWCPN4897

Place : Mumbai  
Date: May 29, 2023

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2023

(Rs. in lakhs)

PARTICULARS	NOTE	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
a Property, Plant & Equipment	1	16,701.97	17,793.32
Intangible Assets	1	76.79	1.30
Capital Work in Progress	1	54.20	-
b Investment Property		4,993.10	4,993.10
c Financial Assets			
Non Current Investments	2	2707.94	4,290.19
d Non-Current Tax Assets (Net)	3	216.91	290.93
e Other Non-Current Assets	4	321.78	322.34
		25,072.69	27,691.18
<b>Current Assets</b>			
a Inventories	5	76,693.73	56,465.27
b Financial Assets			
i) Current Investments	6	3,692.77	4,020.58
ii) Trade Receivables	7	1,04,936.66	1,04,801.46
iii) Cash and Cash Equivalents	8	19,153.08	19,276.30
iv) Other Bank Balances	9	12,708.87	11,263.89
v) Loans & Advances	10	8,464.20	19,673.88
vi) Other Financial Assets	11	5.89	112.65
		2,25,655.20	2,15,614.03
<b>TOTAL</b>		<b>2,50,727.89</b>	<b>2,43,305.21</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
a Share Capital	12	1,600.68	1,600.68
b Other Equity	13	1,41,754.43	1,29,739.48
		1,43,355.11	1,31,340.16
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
a Financial Liabilities			
Long-Term Borrowings	14	5,307.98	4,989.37
b Deferred Tax Liabilities (Net)	15	2,851.40	3,149.27
c Long-Term Provisions	16	1,486.32	1,360.44
d Other Non-Current Liabilities	17	746.79	675.48
		10,392.49	10,174.56
<b>Current Liabilities</b>			
a Financial Liabilities			
i) Short-Term Borrowings	18	57,513.26	64,129.87
ii) Trade Payables	19	37,058.93	35,360.97
iii) Other Financial Liabilities	20	-	2.18
b Other Current Liabilities	21	2,408.10	2,297.47
		96,980.29	1,01,790.49
<b>TOTAL</b>		<b>2,50,727.89</b>	<b>2,43,305.21</b>
Significant Accounting Policies Notes on Financial Statements	1 to 57		

As per our report of even date

**FOR V A PARIKH & ASSOCIATES LLP**  
Chartered Accountants  
FRNo: 112787W/W100073

**NIRAV R. PARIKH**  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPN4897

For and on behalf of the Board

**PUJADEVI R. CHAURASIA**  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

**ARVIND T. SHAH**  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720

Place : Mumbai  
Dated: May 29, 2023

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN - 00004746

Place : Singapore  
Dated: May 29, 2023

## CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

(Rs. in lakhs)

PARTICULARS	NOTE	2022 - 2023	2021 - 2022
<b>INCOME</b>			
Revenue From Operations	22	4,47,825.15	4,42,260.74
Other Income	23	(1,033.05)	779.29
<b>Total Revenue</b>		<b>4,46,792.10</b>	<b>4,43,040.03</b>
<b>EXPENSES</b>			
Cost of Materials Consumed	24	2,35,841.06	1,70,017.40
Purchases of Stock-In-Trade		1,72,578.97	2,14,419.04
Changes in Inventories of Finished Goods, Work-In-Progress & Stock-in-Trade	25	(25,566.58)	(3,216.09)
Employee Benefits Expense	26	7,654.95	6,988.29
Finance Costs (Net)	27	1,989.25	527.44
Depreciation and Amortization Expense		1,242.54	1,404.73
Other Expenses	28	42,489.36	41,055.20
<b>Total Expenses</b>		<b>4,36,229.55</b>	<b>4,31,196.01</b>
<b>Profit Before Exceptional Items &amp; Tax</b>		<b>10,562.55</b>	<b>11,844.02</b>
Exceptional Items Income/(Loss)		(81.12)	(530.24)
<b>Profit Before Tax</b>		<b>10,481.43</b>	<b>11,313.78</b>
Tax Expense			
Current Tax		2,480.04	2,260.57
Deferred Tax		(297.87)	(351.21)
Minority Interest		35.37	21.66
<b>Profit After Tax</b>		<b>8,263.89</b>	<b>9,382.76</b>
Other Comprehensive Income		(393.17)	(148.24)
<b>Total Comprehensive Income</b>		<b>7,870.72</b>	<b>9,234.52</b>
Earnings Per Equity Share:			
Basic and Diluted (In Rs.)		51.63	58.62
Significant Accounting Policies Notes on Financial Statements	1 to 57		

As per our report of even date

**FOR V A PARIKH & ASSOCIATES LLP**  
Chartered Accountants  
FRNo: 112787W/W100073

**NIRAV R. PARIKH**  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPN4897

For and on behalf of the Board

**PUJADEVI R. CHAURASIA**  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

**ARVIND T. SHAH**  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720

Place : Mumbai  
Dated: May 29, 2023

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN - 00004746

Place : Singapore  
Dated: May 29, 2023

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

(Rs. in lakhs)

PARTICULARS	2022-2023	2021-2022
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit Before Tax & Extraordinary Items	10,841.43	11,313.78
Adjustment for		
- Depreciation	1,242.54	1,404.73
- Finance Costs (Net)	1,989.25	527.44
- Unrealised Foreign Exchange (Gain) / Loss	(216.90)	(693.45)
- Dividend Received	(15.31)	(16.91)
- (Profit)/Loss on Sale of Fixed Assets	69.03	526.11
- (Profit)/Loss on Sale of Investments (Net)	491.92	25.87
- Fair Value (Gain) / Loss on Investments	507.33	(852.57)
- OCI on Conversion	3,988.36	1,009.42
Operating Profit Before Working Capital Changes	18,535.13	13,244.42
Adjustment for		
- Receivables	(31.49)	(23,202.42)
- Inventories	(20,228.47)	(7,938.27)
- Loans & Advances	11,317.02	(11,633.77)
- Current and Non Current Liabilities	2,242.43	14,504.66
Cash generated from / (used in) Operations	11,834.62	(15,025.38)
- Taxation	(2,394.90)	(2,582.76)
Cash Flow before Extraordinary Items	9,439.72	(17,608.14)
Net cash from / (used in) Operating Activities	9,439.72	(17,608.14)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
- Purchase of Fixed Assets	(500.18)	(531.36)
- Capital Work in Progress	(54.20)	-
- Sale of Fixed Assets	204.47	1,115.38
- (Purchase) / Sale of Investments (Net)	910.80	989.22
- Dividend Received	15.13	16.91
Net Cash from / (used in) Investing Activities	576.02	1,590.15
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
- Long Term Borrowings	318.61	(134.12)
- Short Term Borrowings	(6,739.54)	14,094.06
- Increase in Minority Interest due to Introduction / (Withdrawal) of Capital	(43.70)	(22.54)
- Finance Costs (Net)	(1,989.25)	(527.44)
- Dividend Paid	(240.10)	(240.10)
Net Cash From / (used in) Financing Activities	(8,693.98)	13,169.86
Net Increase / (Decrease) in Cash & Cash Equivalents	1,321.76	(2,848.13)
Cash & Cash Equivalents as at 1st April (Opening)-*	30,540.19	33,388.32
Cash & Cash Equivalents as at 31st March (Closing)-*	31,861.95	30,540.19

\*Includes fixed deposits of Rs. 17,974.77 lakhs (FY 21-22 Rs.18,529.47 lakhs) pledged as collateral securities with banks for facilities obtained / kept as margin money against Bank Guarantee. This includes fixed deposits of Rs. 12,708.86 lakhs (FY 21-22 Rs 11,263.89 lakhs) maturing after 3 months.

As per our report of even date

FOR V A PARIKH & ASSOCIATES LLP  
Chartered Accountants  
FRNo: 112787W/W100073

NIRAV R. PARIKH  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPN4897

For and on behalf of the Board

PUJADEVI R. CHAURASIA  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

ARVIND T. SHAH  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720

Place : Mumbai  
Dated: May 29, 2023

VIPUL P. SHAH  
CEO & Managing Director  
DIN - 00004746

Place : Singapore  
Dated: May 29, 2023

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023

## A. EQUITY SHARE CAPITAL

(Rs. in lakhs)

PARTICULARS	BALANCE AT THE BEGINNING OF THE PERIOD APRIL 1, 2021	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR 2021-22	BALANCE AT THE END OF THE REPORTING PERIOD MARCH 31, 2022	CHANGES IN EQUITY SHARE CAPITAL DURING THE YEAR 2022-23	BALANCE AT THE END OF THE REPORTING PERIOD MARCH 31, 2023
Equity Share Capital	1,600.68	-	1,600.68	-	1,600.68

## B. OTHER EQUITY

(Rs. in lakhs)

PARTICULARS	RESERVES AND SURPLUS						TOTAL
	CAPITAL RESERVE	CAPITAL REDEMPTION RESERVE	GENERAL RESERVE	SURPLUS ACCOUNT	MINORITY INTEREST INCOME	OTHER COMPREHENSIVE INCOME	
<b>AS ON MARCH 31, 2022</b>							
Balance at the beginning of the reporting period i.e. April 1, 2021	294.50	1,986.44	14,413.37	1,00,255.16	(184.46)	2,823.52	1,19,588.53
Total Income for the year	-	-	-	9,382.76	-	-	9,382.76
Dividend	-	-	-	(240.10)	-	-	(240.10)
Other Comprehensive Income adjustments	-	-	-	-	-	1,009.42	1,009.42
Minority Interest Adjustments	-	-	-	-	(1.13)	-	(1.13)
Balance at the end of the reporting period i.e. March 31, 2022	294.50	1,986.44	14,413.37	1,09,397.82	(185.59)	3,832.94	1,29,739.48
<b>AS ON MARCH 31, 2023</b>							
Balance at the beginning of the reporting period i.e. April 1, 2022	294.50	1,986.44	14,413.37	1,09,397.82	(185.59)	3,832.94	1,29,739.48
Total Income for the year	-	-	-	8,263.89	-	-	8,263.89
Dividend	-	-	-	(240.10)	-	-	(240.10)
Other Comprehensive Income adjustments	-	-	-	-	-	3,988.34	3,988.34
Minority Interest Adjustments	-	-	-	-	2.82	-	2.82
Balance at the end of the reporting period i.e. March 31, 2023	294.50	1,986.44	14,413.37	1,17,421.61	(182.77)	7,821.28	1,41,754.43

As per our report of even date

FOR V A PARIKH & ASSOCIATES LLP  
Chartered Accountants  
FRNo: 112787W/W100073

NIRAV R. PARIKH  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPN4897

For and on behalf of the Board

PUJADEVI R. CHAURASIA  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

ARVIND T. SHAH  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720

Place : Mumbai  
Dated: May 29, 2023

VIPUL P. SHAH  
CEO & Managing Director  
DIN - 00004746

Place : Singapore  
Dated: May 29, 2023

## A. CORPORATE INFORMATION

Asian Star Company Limited is a public limited company domiciled and incorporated in India. Its shares are listed on the Bombay Stock Exchange in India. The Parent Company and its subsidiaries and jointly controlled associate are referred to as "Company" for the purpose of these Consolidated Financial Statements.

Established in 1971 and headquartered in Mumbai, Asian Star Company Limited is one of the world's leading integrated diamondaires. The Company straddles the entire value chain and has a formidable presence in diamond manufacturing, jewellery manufacturing and retailing.

The Parent Company has three wholly owned foreign subsidiaries - Asian Star DMCC, Asian Star Co. Ltd (USA) and Asian Star Trading (Hong Kong) Ltd. & one jointly controlled associate Partnership Firm in India - Shah Manufacturers. The Parent Company, its subsidiaries and jointly controlled associate are engaged in the business of diamond cutting and polishing, jewellery manufacturing and retailing. The Parent Company is also engaged in the ownership, operation and maintenance of wind turbines for generation of electricity through wind power in India.

## B. SIGNIFICANT ACCOUNTING POLICIES

### 1. Basis of Preparation

These financial statements of the Company have been prepared in accordance with IFRS converged Indian Accounting Standards (IndAS) notified under the Companies (Indian Accounting Standards) Rules, 2015 ("IndAS").

The consolidated Ind AS financial statements have been prepared on a historical cost basis except for certain financial assets and financial liabilities (including financial instruments) which have been measured at fair value at the end of each reporting period as explained in the accounting policies stated below. All the assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of business operations, the Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

### 2. Statement of Compliance

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

### 3. Accounting policies requiring management judgement and key sources of estimation uncertainty

The accounting policies which have the most significant effect on the figures disclosed in these financial statements are mentioned below and these should be read in conjunction with the disclosure of the significant IndAS accounting policies provided below:

#### a. Revenue Recognition

Revenue recognition requires management judgement of deciding the most appropriate basis for presenting revenue or costs of revenue after reviewing both the legal form and substance of the agreement. Determining the amount of revenue to be recognized for multiple element arrangements also requires management judgement.

#### b. Useful Life of Property, Plant and Equipment

The assessment of the useful life of each asset by considering the historical experience and expectations regarding future operations and expected usage, estimated technical obsolescence, residual value, physical wear and tear and the operating environment in which the asset is located needs significant judgement by the management.

#### c. Income Taxes

The calculation of income taxes requires judgment in interpreting tax rules and regulations. Management judgment is used to determine the amounts of deferred tax assets and liabilities and future tax liabilities to be recognized.

#### d. Fair Value

Certain financial instruments, such as investments in equity securities, derivative financial instruments and certain elements

of borrowings, are carried in the financial statements at fair value, with changes in fair value reflected in the income statements. Fair values are estimated by reference to published price quotations or by using other valuation techniques that may include inputs that are not based on observable market data, such as discounted cash flows analysis.

#### e. Inventory Valuation

Valuation of Inventory of Cut & Polished diamonds is a technical subject requires technical skill, knowledge and judgment. Its valuation is derived based on assessment by the Management and valuation carried out by the Independent Government approved valuer based on physical verification of goods.

## 4. Summary of Significant Accounting Policies

### a. Use of Estimates

Preparation of these financial statements in accordance with IndAS requires management to make judgments on the basis of certain estimates and assumptions. In addition, the application of accounting policies requires management judgment. Estimates are based on the managements view on past events and future development and strategies. Management reviews the estimates and assumptions on a continuous basis, by reference to past experiences and other factors that can reasonably be used to assess the book values of assets and liabilities.

### b. Presentation of True and Fair View

These financial Statements have been prepared by applying IndAS principles and necessary disclosures have been made which present a true and fair view of the financial position, financial performance and cash flows of the Company.

### c. Going Concern

These financial statements have been prepared on a going concern basis and it is assumed that the company will continue in operation in the foreseeable future and neither there is an intention nor need to materially curtail the scale of operations.

### d. Accrual Basis

These financial statements, except for cash flow information, have been prepared using the accrual basis of accounting.

### e. Materiality

Each material class of similar items has been presented separately in these financial Statements.

### f. Basis of Measurement

These financial statements have been prepared on an accrual basis, except for certain properties and financial instruments that have been measured at fair values or revalued amounts as required by the relevant IndAS.

### g. Offsetting

In preparation of these financial Statements, the Company has not offset assets and liabilities or income and expenses, unless required or permitted by Ind AS except for interest expenses which is net of interest received.

### h. Current v/s Non Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ noncurrent classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle:
- Held primarily for the purpose of trading:
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle:

- ii. It is held primarily for the purpose of trading;
- iii. It is due to be settled within twelve months after the reporting period, or
- iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified 12 months as its operating cycle.

#### i. Functional and Presentation Currency

IndAS 21 requires that functional currency and presentation currency be determined. Functional currency is the currency of the primary economic environment in which the entity operates. Presentation currency is the currency in which the financial statements are presented.

These financial statements are presented in Indian Rupee, which is the functional currency and presentation currency of the parent Company.

In case of Foreign subsidiaries, where functional currency and presentation currency are different, Assets and liabilities are translated from the functional currency to the presentation currency at the closing rate at the end of the reporting period. The income statement is translated at exchange rates at the dates of the transactions or at the average rate if that approximates the actual rates. All resulting exchange differences are recognized in other comprehensive income.

#### j. Foreign Currency Transactions

All foreign currency transactions are expressed in the functional currency using the exchange rate at the transaction date.

Foreign currency balances representing cash or amounts to be received or paid in cash (monetary items) are retranslated at the end of the year using the exchange rate on that date. Exchange differences on such monetary items are recognized as income or expense for the year.

Non-monetary balances that are not remeasured at fair value and are denominated in a foreign currency are expressed in the functional currency using the exchange rate at the transaction date. Where a non-monetary item is remeasured at fair value in the financial statements, the exchange rate at the date when fair value was determined is used.

#### k. Property, Plant & Equipment

##### Presentation

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs of a qualifying asset, if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All repair and maintenance costs are recognised in profit or loss as incurred.

In the first year of Transition to IND AS, the Company has revalued its various items of PPE where the revaluation is available and in other cases carrying amount of assets have been considered as 'Deemed Cost' in accordance with IND AS 101.

Capital work in progress (CWIP) comprises of cost of acquisition of assets, duties, levies and any cost directly attributable to bringing the asset to its working condition for the intended use. Expenditure incurred on project under implementation is treated as incidental expenditure incurred during construction and is pending allocation to the assets which will be allocated / apportioned on completion of the project.

##### Derecognition

Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

#### Depreciation on Property, Plant and Equipment

Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

The depreciable amount of PPE (being the gross carrying value less the estimated residual value) is depreciated over its useful life on straight line basis. Depreciation of Asian Star Co. Ltd., New York, Asian Star DMCC, Dubai and Asian Star Trading (Hong Kong) Ltd. has been provided on straight line basis and depreciation of M/s. Shah Manufacturers is provided on written down value basis. Depreciation on recognition is provided on pro-rata basis from the date of such additions. Depreciation on de-recognition or disposal of the same is provided on pro-rata basis till the date of such derecognition or disposal.

The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

Residual value is taken at the rate of 5%.

#### l. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Cost comprises the acquisition price, development cost and any attributable / allocable incidental cost of bringing the asset to its working condition for its intended use. The useful life of intangible assets is assessed as either finite or indefinite. All finite lived intangible assets, are accounted for using the cost model whereby intangible assets are stated at cost less accumulated amortization and impairment losses, if any. Intangible assets are amortized over the estimated useful economic life. Residual values and useful lives are reviewed at each reporting date.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss within 'other income' or 'other expenses' respectively.

#### m. Investment Property

Investment property is property held to earn rentals or for capital appreciation or both, rather than for use in the production or supply of goods or services or for administrative purposes or sale in the ordinary course of business. The accounting policy adopted by the Company for measuring this property is the cost model as prescribed in IndAS 40. The Company measures investment property using cost based measurement.

#### n. Loans & Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the Company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

#### Derecognition of financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

**o. Borrowing Costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Interest expense is calculated using the effective interest method as described in Ind AS 109. Borrowing costs are expensed in the period in which they occur.

**p. Inventories**

Stock of raw materials, i.e. Rough diamonds – is valued using specific identification method or net realizable value whichever is lower & Gold - is stated at weighted average cost or net realizable value whichever is lower. Stock of polished diamonds (for jewellery operations) is valued at using 'Specific Identification' method, where such 'Specific Identification' of cost is not possible, it is valued at technically evaluated cost or net realizable value whichever is lower. Specific items of cost are allocated and assigned to inventory wherever practicable.

Work in Process is valued at technically evaluated cost. Finished goods i.e. mainly cut & polished diamonds and diamond studded jewellery are valued at cost or net realizable value whichever is lower.

Finished goods i.e. Inventory of cut & polished diamonds, where 'specific identification' is possible is valued using 'Specific Identification' method. In case of inventory of cut & polished diamonds where such 'specific identification' of cost is not possible, valuation is done using 'retail' method. Cost includes cost of material and related conversion cost.

Consumables are valued at cost.

Valuation of Diamonds and Jewellery is a technical subject requiring specialized knowledge and skills. Valuation is derived based on assessment by the management and valuations carried on by Government Approved Valuer.

**q. Revenue Recognition****Revenue arising from Sale of Goods**

Revenue from sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. Any discount or rebate in any form, including cash discounts is recorded as a reduction from revenues.

**Revenue arising from Sale of Services**

Revenue from rendering of services is recognized when the performance of agreed contractual task has been completed.

**Revenue arising from Other non-operating Income**

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis.

In case of sale of Investments difference between the sale price and fair value of investment as determined at the end of the previous year is recognized as profit or loss on sale / redemption of investment on trade date of transaction.

**r. Government Grants**

Grants from government are recognized at their fair value where reasonable assurance that the grant will be received and the company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

**s. Retirement and other Employee Benefits****a. Short Term Employee Benefits**

Short term employee benefits such as salaries, wages, short term compensated absences, expected cost of bonus, ex-gratia and performance-linked rewards falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are recognized in the period during which the service has been rendered.

**b. Post Employment benefits****Defined Contribution Plans**

Benefits under Provident Fund Act, Family Pension Fund & Employees State Insurance Scheme.

As per Provident Fund Act, 1952 all employees of Asian Star Company Ltd. & M/s. Shah Manufacturers are entitled to receive benefits under the provident fund & family pension fund which is a defined contribution plan. These contributions are made to the fund administrated and managed by the Government of India. In addition some employees of the Company are covered under Employees State Insurance Scheme Act, 1948, which are also defined contribution schemes recognized and administered by Government of India.

The Company's contributions to these schemes are recognized as expense in Profit and Loss Statement during the period in which the employee renders the related services. The Company has no further obligation under this plan beyond its monthly contributions.

The cost of defined contribution plans is the contribution payable by the employer for that accounting period.

**Defined Benefit Plans**

Asian Star Company Ltd. provides for gratuity obligation through a Defined Benefit Retirement Plan ('The Gratuity Plan') covering its employees. The present value of the obligation under such Defined plan is determined based on actuarial valuation. The liability or asset recognized in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets, if any. Actuarial gains and losses are recognized in Profit & Loss Statement as and when determined. Asian Star Co. Ltd. makes annual contribution to LIC for the Gratuity plan in respect of employees.

Remeasurement gains and losses comprise actuarial gains and losses, return on plan assets (comprise amounts included in net interest on the net defined benefit liability or asset) and any change in the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability or asset). Remeasurements are recognized in other comprehensive income.

**t. Taxes on Income**

The tax expenses for the period comprises of current tax and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income. In which case, the tax is also recognised in Other Comprehensive Income.

**Current Tax**

Current tax expense is based on the taxable and deductible amounts to be used for the computation of the taxable income for the current year. A liability is recognized in the balance sheet in respect of current tax expense for the current and prior periods to the extent unpaid. An asset is recognized if current tax has been overpaid.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

### Deferred Tax

Deferred tax is provided in full for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

A deferred tax asset is recognized for deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

Current and deferred tax is recognized in profit or loss for the period, unless the tax arises from a business combination or a transaction or event that is recognized outside profit or loss, either in other comprehensive income or directly in equity in the same or different period.

### u. Earnings Per Share

Basic EPS is calculated by dividing the profit or loss for the period attributable to the equity holders of the parent company by the weighted average number of ordinary shares outstanding (including adjustments for bonus and rights issues).

Diluted EPS is calculated by adjusting the profit or loss and the weighted average number of ordinary shares by taking into account the conversion of any dilutive potential ordinary shares.

Basic and diluted EPS are presented in the statement of profit and loss for each class of ordinary shares in accordance with IndAS 33.

### v. Provisions, Contingent Liabilities and Contingent Assets

Company recognizes provision, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. For long-term provisions, management performs an exercise at each balance sheet date to identify the best estimate of the expenditure required to settle the present obligation at the balance sheet date, discounted at an appropriate rate. The increase in provision due to the passage of time (that is a consequence of the discount rate) is recognized as borrowing cost.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made.

Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

As per IndAS 37, Contingent liabilities, if any, are not recognized but are disclosed and described in the notes to the financial statements, including an estimate of their potential financial effect and uncertainties relating to the amount or timing of any outflow, unless the possibility of settlement is remote.

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

### w. Cash and Cash Equivalents & Other Bank Balances

Cash and cash equivalents for the purpose of the cash flow statement comprise cash at bank and in hand and short-term investments with a maturity of three months or less.

### x. Cash Flow Statement

Cash flows are reported using the indirect method where by the profit before tax is adjusted for the effect of the transaction of non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items 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.

In the cash flow statement, cash and cash equivalents includes cash on hand, deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

### y. Related Party Disclosures

All disclosures as specified under IndAS 24 are made in these financial Statements in respect of the company's transactions with related parties.

### z. Preliminary Expenses

Preliminary expenses and expenses incurred on the issue of shares are amortized over a period of five years, from the year in which the Company starts its operations.

### aa. Dividend

Dividends proposed or declared after the reporting period but before the financial statements are approved for issue, are not recognized as a liability at the end of the reporting period because no obligation exists at that time. The company recognizes the dividend to Equity Shareholders as a liability and deducts the same from Shareholder's equity only in the period in which the dividends are approved by the equity shareholders in the general meeting.

bb. i. In order to comply with Indian Accounting Standards (IndAS) issued by Institute of Chartered Accountants of India, the Company has prepared the accompanying consolidated financial statements, which include the financial statements of the Company along with its subsidiaries and jointly controlled associate which are as under:

Sr. No.	Name	Country of Incorporation	Percentage of ownership (Previous Year)
1.	Asian Star Co. Ltd.	USA	100 (100)
2.	Asian Star DMCC	UAE	100 (100)
3.	Asian Star Trading (Hongkong) Ltd.	Hongkong	100 (100)
4.	Shah Manufacturers (Partnership firm)	India	

ii. The consolidated financial statements of the group have been based on a line by line consolidation of profit & loss statement and Balance Sheet of the Company and its subsidiaries.

iii. The difference between the cost of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognized in the financial statement as Goodwill or Capital Reserve as the case may be.

iv. The effects of inter-company transactions between consolidated companies are eliminated in consolidation.

### cc. Segment Reporting

#### Identification of Segments

The Company's operating businesses are organized and managed separately according to the nature of services provided with each segment representing strategic business unit that offers different services. The Company recognizes two

reportable business segments viz. diamonds and jewellery. The business which is not reportable during the year has been grouped under 'Others' Segment, this comprises wind energy generation.

Detailed disclosure for each of these reporting segments is given in the consolidated financial statements in accordance with paragraph 4 of IndAS 108.

#### dd. Financial Instruments

Financial assets and financial liabilities are recognized on the Company Balance Sheet when the Company becomes a party to the contractual provisions of the instrument.

##### Financial Assets - Trade Receivables

Trade receivables are non-interest-bearing and are recognized initially at fair value, and subsequently at amortized cost using the effective interest rate method, less provision for impairment, if any.

##### Impairment of Trade Receivables

At each balance sheet date, the Company reviews the carrying amounts of its trade receivables to determine whether there is any indication of impairment loss. If there is objective evidence that an impairment loss might have been incurred, the Company uses the Expected Credit Loss (ECL) model to assess the impairment loss.

##### Financial Assets - Investments

Investments consist of investments in equity shares, mutual funds & bonds and are recognized at fair value through profit & loss. Gains and losses arising from changes in fair value are recognized in profit or loss. Dividends, if any, on equity instruments are recognized in profit or loss when it is received. Investment in subsidiary and Joint venture are accounted at cost using equity method of accounting.

##### Financial Assets - Loans and advances to staff

Loans and advances are given to staff which are either adjusted against salary or received on completion of the agreed period. The amount of loan and advances given being not material are carried at cost.

##### Impairment of Loans and advances to staff

At each balance sheet date, the Company reviews the carrying amounts of its loans and advances to determine whether there is any indication that those assets have suffered an impairment loss. The Company has not observed any impairment loss to the carrying value of loans and advances to staff.

##### Financial Liabilities - Interest-bearing borrowings

Interest-bearing bank loans and overdrafts are initially recorded at fair value, net of attributable transaction costs. Subsequent to initial recognition, interest bearing borrowings are stated at amortized cost with any difference between proceeds and redemption value being recognized in the Income Statement over the period of the borrowings on an effective interest basis.

##### Financial Liabilities - Trade payables

Trade payables are non-interest bearing and are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

##### Financial Liabilities - Derivative Financial Instruments

Derivative transactions are entered into by the Company in the form of Forward / Option Contracts to mitigate the risk of changes in the exchange rates on foreign currency exposures and changes in gold prices. The counterparty of these contracts are banks, financial institutions and commodity exchange. These contracts are generally entered against the underlying assets such as receivables, payables, inventory and orders received/issued from/to customers/suppliers. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered

into and are also subsequently measured at fair value. These derivatives constitute hedge from an economic perspective and are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Sales / Purchase in Statement of Profit and Loss.

##### Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet only when there is a current legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

## 1. PROPERTY, PLANT &amp; EQUIPMENT

(Rs. in lakhs)

Description of Assets	GROSS BLOCK (AT COST)			DEPRECIATION				NET BLOCK		
	As at April 1, 2022	Additions	Deductions	As at March 31, 2023	As at April 1, 2022	For the Year	Deductions/ Exchange Rate Diff.	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
<b>Tangible Assets</b>										
Land	5,794.15	-	30.00	5,764.15	-	-	-	5,764.15	5,794.15	
Office Premises	2,867.94	-	-	2,867.94	1,237.99	222.76	39.57	1,421.18	1,446.76	1,629.95
Factory Premises	6,177.12	12.03	-	6,189.15	1,252.73	142.14	-	1,394.87	4,794.28	4,924.39
Plant & Machinery	10,743.46	95.22	1,238.66	9,600.02	6,231.36	609.23	1,006.55	5,834.04	3,765.98	4,512.10
Vehicles	946.49	123.47	145.71	924.25	589.31	82.47	133.62	538.16	386.09	357.18
Furniture & Fixtures	1,528.68	32.83	-	1,561.51	1,379.38	51.05	1.04	1,429.39	132.12	149.30
Office Equipments	2,232.34	65.07	1.59	2,295.82	1,866.48	96.15	1.59	1,961.04	334.78	365.86
Computer	903.38	54.11	9.98	947.51	842.99	36.70	9.98	869.71	77.80	60.39
<b>Intangible Assets</b>										
Computer Software	19.86	77.54	-	97.40	18.56	2.04	-	20.60	76.80	1.30
<b>CURRENT YEAR</b>	<b>31,213.42</b>	<b>460.27</b>	<b>1,425.94</b>	<b>30,247.75</b>	<b>13,418.80</b>	<b>1,242.54</b>	<b>1,192.35</b>	<b>13,468.99</b>	<b>16,778.76</b>	<b>17,794.62</b>
<b>PREVIOUS YEAR</b>	<b>34,838.02</b>	<b>467.16</b>	<b>4,091.76</b>	<b>31,213.42</b>	<b>14,528.54</b>	<b>1,404.73</b>	<b>2,514.47</b>	<b>13,418.80</b>	<b>17,794.62</b>	<b>20,309.49</b>

## CAPITAL WORK IN PROGRESS

(Rs. in lakhs)

WIP	AMOUNT IN CWIP FOR A PERIOD OF				TOTAL
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	54.20	-	-	-	54.20
Projects temporarily suspended	-	-	-	-	-

## 2. NON CURRENT INVESTMENTS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Unquoted, Equity Instruments</b>		
<b>In Companies at Fair Market Value (all fully paid)</b>		
Utkarsh Coreinvest Finance Ltd. 90,000 (90,000) Shares of Rs. 10 each	157.50	117.00
Indian Commodity Exchange Ltd. 1,67,50,000 (1,67,50,000) Shares of Rs. 10 each	1,093.27	1,675.00
Arohan Financial Services Ltd 1,00,000 (1,00,000) Shares of Rs. 10 each	175.00	220.17
<b>Other Investments</b>		
Ratnanjali Infra LLP (Partnership Firm)	1,282.17	2,278.02
<b>Total</b>	<b>2,707.94</b>	<b>4,290.19</b>
Aggregate amount of unquoted investments of (a) above - Cost	2,347.17	2,347.17
Aggregate amount of unquoted investments of (a) above - Fair value	1,425.17	1,425.77
Aggregate amount of impairment in value of investments of (a) above	-	-

## 3. NON CURRENT TAX ASSETS (NET)

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Taxation (Net)	216.91	290.93
<b>Total</b>	<b>216.91</b>	<b>290.93</b>

## 4. OTHER NON CURRENT ASSETS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Security Deposits	321.78	322.21
Preliminary Expenditure (to the extent not written off)	-	0.13
<b>Total</b>	<b>321.78</b>	<b>322.34</b>

## 5. INVENTORIES

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Raw Materials	21,575.07	26,907.35
Work In Progress	5,073.44	6,133.86
Finished Goods & Stock-in-Trade	49,954.55	23,327.55
Consumables	90.67	96.51
<b>Total</b>	<b>76,693.73</b>	<b>56,465.27</b>

## 6. CURRENT INVESTMENTS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023		AS AT MARCH 31, 2022	
<b>Investments carried at Fair Value through profit &amp; loss (FVTPL)</b>				
<b>Investments in Bond</b>				
Sovereign Gold Bond Scheme 800 (800) Units	46.71		23.31	
<b>Investments in Equity</b>		46.71		23.31
<b>Quoted, fully paid up</b>				
Aarti Industries Ltd 161 (1525) Shares of Rs.5 each	0.44		14.58	
Amber Enterprises India Ltd 5,400 (5,400) Shares of Rs.10 each	98.47		195.08	
APL Apollo Tubes Ltd 30,319 (1,631) Shares of Rs.2 each	363.89		14.91	
Apollo Tricoat Tubes Ltd Nil (31,000) Shares of Rs. 2 each	-		270.44	
Aavas Financiers Ltd Nil (467) Shares of Rs. 10 each	-		11.98	

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Affle India Limited 380 (380) Shares of Rs.2 each	3.75	4.78
Astral Poly Technik Ltd 292 (219) Shares of Re.1 each	3.90	4.43
Au Small Finance Bank Ltd 2,261 (1,170) Shares of Rs. 10 each	13.09	14.58
Avenue Supermarkets Ltd 135 (135) Shares of Rs. 10 each	4.59	5.40
Ador Welding Ltd 9,400 (Nil) Shares of Rs. 10 each	87.14	-
Ambuja Cements Ltd 656 (Nil) Shares of Rs. 2 each	2.40	-
Bajaj Auto Ltd Nil (1,489) Shares of Rs. 10 each	-	54.39
Bajaj Finance Ltd 4,606 (5,173) Shares of Rs. 2 each	258.92	378.48
Bajaj Finserve Ltd 1,150 (111) Shares of Re. 1 each	14.56	18.93
Berger Paints India Ltd 1,183 (1183) Shares of Re.1 each	6.88	8.28
Bharti Airtel Ltd 2,037 (Nil) Shares of Rs. 5 eachh	11.01	-
Dalmia Bharat Ltd 232 (232) Shares of Rs.2 Each	4.56	3.47
Deepak Nitrate Ltd Nil (5,900) Shares of Rs.2 each	-	135.53
Dixon Technologies (I) Ltd 144 (289) Shares of Rs. 2 each	4.12	12.46
Divis Laboratories Ltd 201 (1,693) Shares of Rs.2 each	5.68	74.56
Dabur India Ltd Nil (372) Shares of Rs.2 each	-	2.00
Easy Trip Planners Ltd (EasymyTrip) 2,44,000 (38,300) shares of Re.1 Each	97.36	131.37
Gujarat Gas Ltd 1,296 (1,567) Shares of Rs. 2 each	5.96	6.51
Gland Pharma Ltd Nil (4,100) Shares of Re. 1 each	-	136.33
HIL Ltd Nil (1,425) Shares of Rs.10 Each	-	57.52
HDFC Bank Ltd 309 (Nil) Shares of Re. 1 each	8.12	-

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Havells India Ltd 496 (496) Shares of Re. 1 each	5.89	5.72
Healthcare Global Enterprise Ltd 25,000 (Nil) Shares of Rs. 10 each	67.38	-
INFO Edge (India) Ltd 1,931 (3,796) Shares of Rs. 10 each	71.98	171.25
ICICI Lombard General Ins.Co.Ltd Nil (382) Shares of Re. 1 each	-	7.63
ICICI Bank Ltd 17,300 (Nil) Shares of Rs. 2 each	147.22	-
Indusind Bank Ltd 796 (Nil) Shares of Rs. 10 each	8.50	-
Infosys Ltd 622 (Nil) Shares of Rs. 10 each	8.88	-
Indiamart InterMesh Ltd Nil (188) Shares of Rs.10 each	-	8.13
J.B.Chem & Pharma Ltd 5,500 (Nil) Shares of Rs.2 each	107.51	-
Jubliant Ingrevia Ltd 20,000 (Nil) Shares of Re.1 each	71.90	-
KEI Industries Ltd 15,172 (14,925) Shares of Rs. 2 each	258.16	188.80
L & T Technology Services Ltd 1,900 (3,400) Shares of Rs. 2 each	63.79	174.00
Ltimindtree Ltd 1,400 (Nil) Shares of Re. 1 each	64.69	-
Laurus Labs Ltd Nil (26,363) Shares of Rs. 2 each	-	156.98
Larsen & Turbo Ltd 3,790 (Nil) Shares of Rs. 2 each	82.04	-
MAS Fin Serv Ltd Nil (232) Shares of Rs. 10 each	-	1.24
Metropolis Healthcare Ltd Nil (178) Shares of Rs. 2 each	-	3.63
Mphasis Ltd Nil (5800) Shares of Rs. 10 each	-	193.19
Navin Fluorine Intl Ltd 2,516 (5,029) Shares of Rs. 2 each	105.83	203.76
Page Industries Ltd 25 (27) Shares of Rs. 10 each	9.48	11.66
PI Ind Ltd 165 (165) Shares of Rs. 10 each	4.99	4.65

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Polycab India Ltd 156 (179) Shares of Rs.10 Each	4.49	4.23
Power Mech Projects Ltd 5,500 (Nil) Shares of Rs.10 Each	131.83	-
Persistent Systems Ltd 2,360 (Nil) Shares of Rs.10 Each	108.78	-
Patanjali Foods Ltd 1,252 (Nil) Shares of Rs.10 Each	12.13	-
Polycab India Lrd 156 (Nil) Shares of Rs.10 Each	4.49	-
Radico Kaitan Ltd 480 (539) Shares of Rs.2 each	5.73	4.78
Reliance Communications Ltd 100,000 (100,000) Shares of Rs.5 each	1.20	2.89
Relaxo Footware Ltd Nil (321) Shares of Re.1 each	-	3.42
Reliance Ind. Ltd 4,030 (2,866) Shares of Rs.10 each	93.94	75.49
Shakti Pumps (Ind) Ltd Nil (10,000) Shares of Rs.10 each	-	48.06
Stove Kraft Ltd Nil (12,500) Shares of Rs.10 each	-	77.13
Shree Cement Ltd Nil (20) Shares of Rs.10 each	-	4.80
SRF Ltd 370 (370) Shares of Rs.10 each	8.90	9.91
Solar Industries Ltd 269 (462) Shares of Rs.2 each	10.00	12.95
Sona BLW Precision Forgings Ltd 9,160 (Nil) Shares of Rs.10 each	37.84	-
Syngene International Ltd Ltd 8,844 (Nil) Shares of Rs.10 each	52.58	-
Teamlease Servies Ltd Nil (85) Shares of Rs.10 each	-	3.68
Titan Company Limited 9,418 (4,001) Shares of Re.1 each	229.20	101.47
Tata Consultancy Service Ltd Nil (2,315) Shares of Re.1 each	-	86.55
Tata Elexi Ltd 1,598 (2,642) Shares of Rs.10 each	95.26	233.56
TVS Motor Co Ltd 7,588 (Nil) Shares of Re.1 each	81.75	-

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
United Spirits Ltd 9,489 (9,489) Shares of Rs.2 each	71.77	84.23
Varun Bevarages Ltd 11,538 (12,498) Shares of Rs.10 each	160.06	117.61
Vaibhav Global Ltd Nil (1,596) Shares of Rs.2 each	-	5.97
Kalyan Jewelleres India Ltd 44,456 (44,456) Shares of Rs.10 each	48.95	27.47
<b>B</b>	<b>3,227.49</b>	<b>3,590.86</b>
<b>Investments in Mutual Fund</b>		
AXIS Blue Chip Direct- Growth 1,64,759 (1,64,759) Units	112.58	120.37
HDFC Small Cap Fund Direct Growth Plan 1,55,122 (1,55,122) Units	137.64	121.49
Kotak Select Focus Fund Direct Plan Growth 2,15,853 (2,15,853) Units	126.38	122.74
Mirae Asset Midcap Fund Drect Plan 1,95,112 (1,95,112) Units	41.96	41.81
Reliance Liquid Fund -Div Reinvestment 0.01 (0.01) Units	0.01	0.01
<b>C</b>	<b>418.57</b>	<b>406.42</b>
<b>Total</b>	<b>3,692.77</b>	<b>4,020.58</b>
Aggregate amount of quoted investments - At Cost	2,354.51	2,057.14
Aggregate amount of quoted investments - At Market value	3,692.77	4,020.58
Aggregate amount of impairment in value of investments	-	-

**7. TRADE RECEIVABLES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Unsecured</b>		
Undisputed, Considered good	1,05,346.54	1,04,998.08
Undisputed, Considered doubtful	-	-
Disputed, Considered good	-	-
Disputed, Considered doubtful	-	-
Less: Allowance for expected credit loss	(409.88)	(196.62)
<b>Total</b>	<b>1,04,936.66</b>	<b>1,04,801.46</b>

Trade receivables ageing for following periods from due date of payment for the year ended March 31, 2023:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Unsecured</b>						
Undisputed, Considered good	89,631.73	15,350.48	227.99	136.34	-	1,05,346.54
Undisputed, Considered doubtful	-	-	-	-	-	-
Disputed, Considered good	-	-	-	-	-	-
Disputed, Considered doubtful	-	-	-	-	-	-
Less: Allowance for expected credit loss						(409.88)
<b>Total</b>	<b>89,631.73</b>	<b>15,350.48</b>	<b>227.99</b>	<b>136.34</b>	<b>-</b>	<b>1,04,936.66</b>

Trade receivables ageing for following periods from due date of payment for the year ended March 31, 2022:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Unsecured</b>						
Undisputed, Considered good	90,205.76	14,546.70	72.33	172.85	0.75	1,04,998.39
Undisputed, Considered doubtful	-	-	-	-	-	-
Disputed, Considered good	-	-	-	-	-	-
Disputed, Considered doubtful	-	-	-	-	-	-
Less: Allowance for expected credit loss						(196.93)
<b>Total</b>	<b>90,205.76</b>	<b>14,546.70</b>	<b>72.33</b>	<b>172.85</b>	<b>0.75</b>	<b>1,04,801.46</b>

**8. CASH AND CASH EQUIVALENTS**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Balances with Banks	10,927.07	11,972.43
Fixed Deposits with Banks	8,206.59	7,292.73
Cash on hand	19.42	11.14
<b>Total</b>	<b>19,153.08</b>	<b>19,276.30</b>

- Balance with banks include unclaimed Dividend of Rs. 0.16 lakhs (For F.Y. 2021-22 it was Rs. 0.16 lakhs)

- Fixed Deposits with banks includes deposits of Rs 7,555.04 lakhs (For F.Y. 2021-22 it was Rs. 7,229.22 lakhs) pledged as collateral securities with the bank as security for facilities obtained.

- Fixed Deposits with banks includes deposits of Rs. 38.11 lakhs (For F.Y. 2021-22 it was Rs. 36.36 lakhs) kept as margin money against bank guarantees.

**9. OTHER BANK BALANCES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Fixed Deposits with Banks	12,708.87	11,263.89
<b>Total</b>	<b>12,708.87</b>	<b>11,263.89</b>

- Fixed Deposits with banks include deposits of Rs.1,246.06 lakhs (For FY 2021-22 it was Rs.1,005.53 lakhs) with maturity of more than 12 months.

- Fixed Deposits with banks includes deposits of Rs. 9,751.59 lakhs (For F.Y. 2021-22 it was Rs. 10,607.57 lakhs) pledged as collateral securities with the bank as security for facilities obtained.

- Fixed Deposits with banks includes deposits of Rs. 630.03 lakhs (For F.Y. 2021-22 it was Rs. 656.32 lakhs) kept as margin money against bank guarantees.

**10. LOANS AND ADVANCES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Loans &amp; Advances - Others *</b>		
Unsecured, considered good	8,464.20	19,673.88
<b>Total</b>	<b>8,464.20</b>	<b>19,673.88</b>

\* includes advance interest paid on loan, advances to supplier, prepaid expenses, staff loans, etc.,

**11. OTHER FINANCIAL ASSETS**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Derivatives - Foreign Exchange Contracts	5.89	112.65
<b>Total</b>	<b>5.89</b>	<b>112.65</b>

**12. SHARE CAPITAL**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Authorised</b>		
2,50,00,000 (2,50,00,000) Equity Shares of Rs.10 each	2,500.00	2,500.00
4,00,00,000 (4,00,00,000) Redeemable Cumulative Preference Shares of Rs.10 each	4,000.00	4,000.00
	<b>6,500.00</b>	<b>6,500.00</b>
<b>Issued, Subscribed and Paid-up</b>		
1,60,06,800 (1,60,06,800) Equity Shares of Rs. 10 each	1,600.68	1,600.68
<b>Total</b>	<b>1,600.68</b>	<b>1,600.68</b>

### 12.1 THE DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% OF THE AGGREGATE SHARES IN THE COMPANY

NAME OF THE SHAREHOLDERS	AS AT MARCH 31, 2023		AS AT MARCH 31, 2022	
	NO. OF SHARES HELD	% OF HOLDING	NO. OF SHARES HELD	% OF HOLDING
Vipul Prabodh Shah	40,00,050	24.99	40,00,050	24.99
Dharmesh Dinesh Shah	33,50,050	20.93	21,50,050	13.43
Arvind Tarachand Shah	15,84,450	9.90	15,84,450	9.90
Priyanshu Arvind Shah	12,15,450	7.59	12,15,450	7.59
Rasila Arvind Shah	12,00,000	7.50	12,00,000	7.50
Nirmala Dinesh Shah	6,00,000	3.75	18,00,000	11.25
<b>Total</b>	<b>1,19,50,000</b>	<b>74.66</b>	<b>1,19,50,000</b>	<b>74.66</b>

### 12.2 THE RECONCILIATION OF THE NUMBER OF SHARES OUTSTANDING IS SET OUT BELOW:

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Equity shares at the beginning of the year	1,60,06,800	1,60,06,800
Add: Addition during the year	-	-
Equity shares at the end of the year	1,60,06,800	1,60,06,800

Terms / Rights attached to shares :

The company has only one class of issued shares having par value at 10/- Per share. Each holder of equity shares is entitled to one vote per share and carries identical rights as to dividend. These shares are not subject to any restrictions.

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 members of equity shares held by the Share holders.

### 12.3 SHARES HELD BY PROMOTERS AS ON 31.3.23

NAME OF PROMOTERS	NO. OF SHARES HELD	% OF HOLDING	% CHANGES DURING THE YEAR INCREASE / (DECREASE)
Vipul Prabodh Shah	40,00,050	24.99	-
Dharmesh Dinesh Shah	33,50,050	20.93	3.39*
Arvind Tarachand Shah	15,84,450	9.90	-
Priyanshu Arvind Shah	12,15,450	7.59	-
Rasila Arvind Shah	12,00,000	7.50	-
Nirmala Dinesh Shah	6,00,000	3.75	(3.39)*
<b>Total</b>	<b>1,19,50,000</b>	<b>74.66</b>	<b>-</b>

\* changes on account of transmission on death of Mrs. Nirmala D. Shah

### 12.4 SHARES HELD BY PROMOTERS AS ON 31.3.22

NAME OF PROMOTERS	NO. OF SHARES HELD	% OF HOLDING	% CHANGES DURING THE YEAR INCREASE / (DECREASE)
Vipul Prabodh Shah	40,00,050	24.99	-
Dharmesh Dinesh Shah	21,50,050	13.43	6.25*
Nirmala Dinesh Shah	18,00,000	11.25	-
Arvind Tarachand Shah	15,84,450	9.90	-
Priyanshu Arvind Shah	12,15,450	7.59	-
Rasila Arvind Shah	12,00,000	7.50	-
Dinesh Tarachand Shah	-	-	(6.25)*
<b>Total</b>	<b>1,19,50,000</b>	<b>74.66</b>	<b>-</b>

\* changes on account of transmission on death of Mr. Dinesh T. Shah

### 13. OTHER EQUITY

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Capital Reserves</b>		
As per Last Balance Sheet	294.50	294.50
<b>Capital Redemption Reserve</b>		
As per Last Balance Sheet	1,986.44	1,986.44
<b>General Reserves</b>		
As per Last Balance Sheet	14,413.37	14,413.37
Minority Interest	(182.77)	(185.59)
<b>Surplus Account</b>		
As per last Balance Sheet	1,09,397.82	1,00,255.16
Add: Profit for the Year	8,263.89	9,382.76
	1,17,661.71	1,09,637.92
Less: Appropriations		
Dividend on Equity shares (Dividend per share Rs. 1.50) (Previous Year Dividend per Share Rs.1.50)	240.10	240.10
	240.10	240.10
	1,17,421.61	1,09,397.82
Other Comprehensive Income	7,821.28	3,832.94
<b>Total</b>	<b>1,41,754.43</b>	<b>1,29,739.48</b>

### 14. LONG TERM BORROWINGS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Unsecured Loans</b>		
Loan from Others	200.00	-
Loan from Related Party- Directors	5,107.98	4,989.37
<b>Total</b>	<b>5,307.98</b>	<b>4,989.37</b>

### 15. DEFERRED TAX LIABILITY

(Rs. in lacs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Deferred Tax Liability on account of :</b>		
Property, Plant & Equipment	2,992.28	3,135.26
Investments	69.45	210.40
Others	2.69	2.69
<b>A</b>	<b>3,064.42</b>	<b>3,348.35</b>
<b>Deferred Tax Asset on account of :</b>		
Provision as per expected credit loss model (on receivables)	53.61	-
Gratuity Liability	159.41	199.08
<b>B</b>	<b>213.02</b>	<b>199.08</b>
<b>Deferred Tax Liability (Net)</b>	<b>A-B</b>	<b>2,851.40</b>
		<b>3,149.27</b>

## 16. LONG TERM PROVISIONS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Provision for Employee Benefits		
Provision for Gratuity (unfunded)	1,486.32	1,360.44
<b>Total</b>	<b>1,486.32</b>	<b>1,360.44</b>

## 17. OTHER NON-CURRENT LIABILITIES

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Deferred Income (Liability)	746.79	675.48
<b>Total</b>	<b>746.79</b>	<b>675.48</b>

## 18. SHORT TERM BORROWINGS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Secured Loans</b>		
Working Capital Loan from Banks	49,748.52	56,937.33
Secured by		
a. Fixed Deposit		
b. Hypothecation of Stock in Trade and Book Debts		
c. Mortgage of Premises at Mumbai & Surat		
d. Guaranteed by some of the Directors in their personal capacity		
<b>A</b>	<b>49,748.52</b>	<b>56,937.33</b>
<b>Unsecured Loans</b>		
Loan from Related Party / Others	7,764.74	7,192.54
<b>B</b>	<b>7,764.74</b>	<b>7,192.54</b>
<b>Total</b>	<b>57,513.26</b>	<b>64,129.87</b>

## 19. TRADE PAYABLES

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Creditors for Goods</b>		
Undisputed - MSME	639.18	537.06
Undisputed - Others	34,037.98	32,878.90
Disputed - MSME	-	-
Disputed - Others	-	-
<b>A</b>	<b>34,677.16</b>	<b>33,415.96</b>
<b>Creditors for Processing</b>		
Undisputed - MSME	1,701.21	8.45
Undisputed - Others	680.56	1,936.56
Disputed - MSME	-	-
Disputed - Others	-	-
<b>B</b>	<b>2,381.77</b>	<b>1,945.01</b>
<b>Total</b>	<b>37,058.93</b>	<b>35,360.97</b>

Trade payables ageing for following periods from due date of payment for the year ended March 31, 2023:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Creditors for Goods</b>						
Undisputed - MSME	639.18	-	-	-	-	639.18
Undisputed - Others	33,625.54	-	-	-	-	33,625.54
Disputed - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>A</b>	<b>34,264.72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>34,264.72</b>
<b>Creditors for Processing</b>						
Undisputed - MSME	1,701.21	-	-	-	-	1,701.21
Undisputed - Others	1,093.00	-	-	-	-	1,093.00
Disputed - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>B</b>	<b>2,794.21</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,794.21</b>
<b>Total</b>	<b>37,058.93</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,058.93</b>

Trade payables ageing for following periods from due date of payment for the year ended March 31, 2022:

(Rs. in lakhs)

PARTICULARS	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
<b>Creditors for Goods</b>						
Undisputed - MSME	537.06	-	-	-	-	537.06
Undisputed - Others	32,429.78	409.82	39.30	-	-	32,878.90
Disputed - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>A</b>	<b>32,966.84</b>	<b>409.82</b>	<b>39.30</b>	<b>-</b>	<b>-</b>	<b>33,415.96</b>
<b>Creditors for Processing</b>						
Undisputed - MSME	8.45	-	-	-	-	8.45
Undisputed - Others	1,936.56	-	-	-	-	1,936.56
Disputed - MSME	-	-	-	-	-	-
Disputed - Others	-	-	-	-	-	-
<b>B</b>	<b>1,945.01</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,945.01</b>
<b>Total</b>	<b>34,911.85</b>	<b>409.82</b>	<b>39.30</b>	<b>-</b>	<b>-</b>	<b>35,360.97</b>

**20. OTHER FINANCIAL LIABILITIES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Derivatives foreign Exchange Contracts	-	2.18
<b>Total</b>	<b>-</b>	<b>2.18</b>

**21. OTHER CURRENT LIABILITIES**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Unclaimed Dividend	0.16	0.16
Other Payables*	2,407.94	2,297.31
<b>Total</b>	<b>2,408.10</b>	<b>2,297.47</b>

\* Includes statutory dues and payable for expenses /services.

**22. REVENUE FROM OPERATIONS**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Sale of Products	4,47,550.96	4,41,772.52
Sale of Services	274.19	488.22
<b>Total</b>	<b>4,47,825.15</b>	<b>4,42,260.74</b>

**22.1 PARTICULARS OF THE SALE OF PRODUCTS**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Diamonds	3,75,078.52	3,66,091.48
Jewellery	72,243.08	75,193.04
Power- Windmill	229.36	488.00
<b>Total</b>	<b>4,47,550.96</b>	<b>4,41,772.52</b>

**23. OTHER INCOME**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Dividend Income	15.13	16.91
Miscellaneous Receipts	45.24	44.28
Fair Value Gain / (loss) on Investments	(507.33)	852.57
Other Interest Income	14.17	14.80
Duty Benefit on Import of Machinery	45.96	45.96
Net gain/(loss) on sale of Investments	(491.92)	(25.87)
Share of profit/(loss) from Partnership firm	44.53	42.46
Net Gain/(loss) on foreign currency transactions and translation	(198.83)	(211.82)
<b>Total</b>	<b>(1,033.05)</b>	<b>779.29</b>

**24. COST OF MATERIALS CONSUMED**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Stock at the Commencement	26,907.35	22,115.16
Purchases during the year	2,30,508.78	1,74,809.59
	2,57,416.13	1,96,924.75
Less : Stock at the Close	21,575.07	26,907.35
<b>Total</b>	<b>2,35,841.06</b>	<b>1,70,017.40</b>

**25. CHANGES IN INVENTORIES OF WORK-IN-PROGRESS, FINISHED GOODS & STOCK-IN-TRADE**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
<b>Variation in Stock of Work-In-Progress</b>		
Stock at the Commencement	6,133.86	6,547.97
Less: Stock at the Close	5,073.44	6,133.86
<b>A</b>	<b>1,060.42</b>	<b>414.11</b>
<b>Variation in Stock of Finished Goods</b>		
Stock at the Commencement	20,477.55	12,511.19
Less: Stock at the Close	42,707.78	20,477.55
<b>B</b>	<b>(22,230.23)</b>	<b>(7,966.36)</b>
<b>Variation in Stock-In-Trade</b>		
Stock at the Commencement	2,850.00	7,186.16
Less: Stock at the Close	7,246.77	2,850.00
<b>C</b>	<b>(4,396.77)</b>	<b>4,336.16</b>
<b>Total</b>	<b>(25,566.58)</b>	<b>(3,216.09)</b>

**26. EMPLOYEE BENEFITS EXPENSE**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Salary & Bonus	3,903.65	4,237.93
Director's Remuneration	1,773.44	927.15
Wages	1,143.54	1,148.60
Gratuity	156.08	159.87
Ex Gratia & Leave Encashment	234.51	157.11
Labour Welfare Fund Expenses	0.48	0.50
Contribution to Provident Fund	206.38	207.15
Group Health Insurance Premium	34.66	63.59
Contribution to E.S.I.C.	15.83	23.51
Staff Welfare Expenses	186.38	62.88
<b>Total</b>	<b>7,654.95</b>	<b>6,988.29</b>

**27. FINANCE COSTS (Net)**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Interest Expense [ Net of Interest Received Rs. 1,034.76 lakhs ( P.Y. Rs. 877.09 lacs ) ]	1,541.29	320.68
Other Borrowing Costs	447.96	206.76
<b>Total</b>	<b>1,989.25</b>	<b>527.44</b>

## 28. OTHER EXPENSES

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
<b>Manufacturing Expenses</b>		
Processing Expenses	34,711.65	33,274.32
Electricity, Power & Fuel	414.22	388.07
Promotion Fund Expenses on Import	30.28	21.19
Consumption of Stores & Spares	565.38	586.89
Factory Expenses	125.06	234.99
	35,846.59	34,505.46
<b>Administrative / Selling &amp; Distribution Expenses</b>		
Bank Commission & Charges	297.64	402.76
Electrical Charges	48.46	45.77
Telephone, Internet and Fax Charges	96.86	86.12
Local Travelling and Conveyance	86.20	84.78
Legal & Professional fees	812.19	735.50
Audit Fees	16.08	13.70
Printing & Stationery	68.61	46.20
Repairs & Maintenance (Other)	120.48	107.86
Repairs & Maintenance (Building)	20.87	32.38
Repairs & Maintenance (Plant & Machinery)	81.65	150.63
Repairs & Maintenance (Windmill)	104.62	249.14
Postage and Courier	69.60	50.46
Bad Debts (Net of Recovery)	-	190.39
Provision as per expected credit loss model (on receivables)	213.01	186.64
Motor Car Expenses	69.12	59.78
Insurance Premium	126.36	145.41
Rent, Maintenance & Taxes	265.77	218.38
Donation	87.82	3.23
CSR Expenditure	34.50	93.20
Office Canteen Expenses	67.75	71.36
Office Expenses	115.11	80.22
Director's Sitting Fees	3.45	2.75
Sundry Expenses	140.63	37.56
Security Charges	69.78	61.05
Membership and Subscription	46.18	318.44
Preliminary exp written off	0.13	0.03
Advertisement	12.56	12.79
Sales & Marketing Expenses	1,927.87	1,826.76
Foreign Travelling	360.61	100.78
Commission on Sales	462.30	467.22
Re-Assortment Charges	35.98	26.79
Freight & Clearing Charges	603.90	472.54
Agency Charges	16.60	16.82
E.C.G.C. Premium	101.47	79.25
Packing Expenses	58.61	73.05
	6,642.77	6,549.74
<b>Total</b>	<b>42,489.36</b>	<b>41,055.20</b>

\* Bad Debts is net of recovery of Rs. Nil lakhs (P.Y. Rs. 2.20 lakhs)

## 29. DURING THE YEAR, COMPANY HAS RECOGNIZED THE FOLLOWING AMOUNTS IN THE FINANCIAL STATEMENTS

## a) Defined Contribution Plan

Contribution to Defined Contribution Plan, recognized as expenses for the year are as under:

PARTICULARS	(Rs. in lakhs)
Employers Contribution to Provident Fund & Family Pension Fund	206.38
Employers Contribution to Employees State Insurance Scheme	15.83
Employers Contribution to Labour Welfare Fund	0.48

## b) Defined Benefit Plan:

Defined benefits plan as per actuarial valuation as on 31st March, 2023 and recognized in the financial statement in respect of Employee Benefits Scheme:

(Rs. in lakhs)

DISCLOSURE STATEMENT AS PER IND AS 19	GRATUITY (FUNDED)
<b>I) Assumptions</b>	(%)
a) Expected Return on Plan Assets	7.50
b) Rate of Discounting	7.50
c) Rate of Salary Increase	5.00
d) Rate of Employee Turnover	2.00
<b>II) Change in Present value of Projected Benefit Obligation</b>	
a) Present value of benefit obligation at beginning of the year	1,692.57
b) Current Service Cost	109.45
c) Interest Cost	122.51
d) Benefit Paid from the fund	(121.41)
e) Benefit Paid directly by the Employer	(59.20)
f) Actuarial (gain)/loss on obligation	(13.22)
g) Present value of obligation as at end of the year	1,730.70
<b>III) Change in fair value of Plan Assets</b>	
a) Fair value of the Plan Assets at the beginning of the year	338.00
b) Interest Income	24.57
c) Contributions by the Employer	3.46
d) Benefit Paid from the fund	(121.41)
e) Return on Plan Assets, Excluding Interest Income	(7.66)
f) Fair value of Plan Assets at the end of the year	236.96
<b>IV) Amount Recognized in the Balance Sheet</b>	
a) Present value of benefit obligation at the end of the year	(1,730.70)
b) Fair Value of Plan Assets at the end of the year	236.96
c) Funded Status (Surplus/ (Deficit))	(1,493.74)
d) Net (Liability)/Asset Recognized in the Balance Sheet	(1,493.74)
<b>V) Expenses Recognized in the Statement of Profit &amp; Loss</b>	
a) Net Interest Cost	97.94
b) Current Service Cost	109.45
c) Expenses recognized in Profit & Loss Statement	207.39
<b>VI) Expenses Recognized in the Other Comprehensive Income (OCI) for Current period</b>	
a) Actuarial (Gains)/Losses on Obligation for the Period	(13.22)
b) Return on Plan Assets, excluding Interest Income	7.66
c) Net (Income)/Expense for the Period Recognized in OCI	(5.56)

(Rs. in lakhs)

DISCLOSURE STATEMENT AS PER IND AS 19	GRATUITY (FUNDED)
<b>VII) Sensivity Analysis</b>	
a) Projected Benefit Obligation on Current Assumptions	1,730.70
b) Delta effect of +1% change in rate of Discounting	(139.20)
c) Delta effect of -1% change in rate of Discounting	160.12
d) Delta effect of +1% change in rate of Salary Increase	147.04
e) Delta effect of -1% change in rate of Salary Increase	(130.71)
f) Delta effect of +1% change in rate of Employee Turnover	39.40
g) Delta effect of -1% change in rate of Employee Turnover	(43.92)

**EMPLOYEES BENEFIT OBLIGATION :**

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Current	280.54	268.05
Non Current	1,213.19	1,086.53

**30. EVENTS AFTER THE REPORTING PERIOD**

The Board of Directors have recommended dividend of Rs. 1.50 per fully paid up equity share of Rs. 10/- each, aggregating to Rs. 240.10 lakhs for the financial year 2022-23, which is based on relevant share capital as on March 31, 2023. The actual dividend amount will be dependent on the relevant share capital outstanding on the record date / book closure.

**31. TAXATION**

Income tax recognized in statement of profit and loss

(Rs. in lakhs)

PARTICULARS	2022-2023	2021-2022
Current tax	2,480.04	2,260.57
Deferred tax	(297.87)	(351.21)
<b>Income tax expense recognised in statement of profit and loss</b>	<b>2,182.17</b>	<b>1,909.36</b>

The income tax expenses for the year can be reconciled to the accounting profit as follows:

(Rs. in lakhs)

PARTICULARS	2022-2023	2021-2022
<b>Current Tax</b>		
Profit before tax	10,562.55	11,313.78
Applicable tax rate	25.168%	25.168 %
<b>Computed Tax Expense</b>	<b>2,658.38</b>	<b>2,847.68</b>
<b>Tax effect of:</b>		
Exempted income	(11.21)	(10.69)
Expenses disallowed	436.62	474.87
Non taxable subsidiaries and effect of differential tax rate under various jurisdiction	603.75	(948.31)
Others	-	(102.98)
<b>Current Tax Provision A</b>	<b>2,480.04</b>	<b>2,260.57</b>
<b>Deferred Tax</b>		
Incremental / (Decremental) Deferred tax Liability on account of Tangible Assets	(142.98)	(473.77)
Incremental / (Decremental) Deferred tax Liability on account of other items	(154.89)	122.56
<b>Deferred Tax Provision B</b>	<b>(297.87)</b>	<b>(351.21)</b>
<b>Tax Expenses recognised in Statement of Profit and Loss A + B</b>	<b>2,182.17</b>	<b>1,909.36</b>
Effective Tax Rate	20.82 %	16.88 %

**32. RELATED PARTY DISCLOSURE FOR THE YEAR ENDED 31ST MARCH, 2023**

(i) List of Related Parties and relationships:

A Particulars of Enterprises controlled by the Company	Relationship
<b>Name of Related Party</b> Asian Star Company Ltd. - (U.S.A.)	Wholly owned Subsidiary
Asian Star DMCC	Wholly owned Subsidiary
Asian Star Trading (Hong Kong) Ltd.	Wholly owned Subsidiary
B Particulars of Key Management Personnel	Relationship
<b>Name of Related Party</b> Arvind T. Shah	Chairman, CFO & Whole Time Director
Vipul P. Shah	CEO & Managing Director
Dharmesh D. Shah	Non - Executive Director
Priyanshu A. Shah	Non - Executive Director
Rahil V. Shah	Executive Director
C Particulars of Enterprises Under Common control of the Key Management Personnel	
Jewel Art	
Asian Star Diamonds International Pvt. Ltd.	
Shah Manufacturers	
Rahil Agencies	
A'Star Exports	
D Particulars of Relatives of Key Management Personnel where there are transactions	
Dhwani R. Shah	
Pooja P. Shah	
Sujata V. Shah	
Mihir R. Kothari	
Rasila A. Shah	
Riya H. Shah	
Sweta D. Shah	
Nishant D. Shah	
Gemasia B.V. (Relative of director has a significant influence)	
A. M. Exports (Relative of director has a significant influence)	

## (ii) Transactions during the year with Related Parties:

(Rs. in lakhs)

Particulars	Name of the Party	2022-2023		2021-2022	
		Volume	Amount Outstanding as on 31.03.2023	Volume	Amount Outstanding as on 31.03.2022
Sale of Polished Diamonds	Asian Star Co. Ltd. - (U.S.A.)	13,321.79	2,150.34	14,102.51	4,358.05
	Jewel Art	896.30	507.68	1,391.70	489.62
	Gemasia B.V.	9,176.37	4,803.15	13,923.69	6,624.44
	A. M. Exports	-	-	5.40	-
Sale of Rough Diamonds	Gemasia B.V.	19,319.04	-	915.67	915.67
Purchase of Rough Diamonds	Asian Star DMCC	38,819.76	7,896.99	19,850.99	4,142.61
Purchase of Polished Diamonds	A. M. Exports	7,205.15	-	4,311.40	-
	Mihir R. Kothari	-	-	1,587.18	-
	Asian Star Co. Ltd. - (U.S.A.)	-	-	20.26	-
	Gemasia B.V.	-	-	297.90	-
	Jewel Art	17.92	16.66	86.12	34.39
Dividend Received	Asian Star DMCC	247.65	-	260.49	-
Investment in Subsidiary *Reduction on account of termination of corporate guarantee	Asian Star Co. Ltd. (USA)	-	178.75	-	178.75
	Asian Star Trading (Hong Kong) Ltd.	-	57.40	*(46.18)	57.40
	Asian Star DMCC	-	62.23	-	62.23
Corporate Guarantee given *The difference in value as on 31 March is due to change in exchange rate	Asian Star DMCC	-	8,221.69	-	7,607.00
Corporate Guarantee Commission Received	Asian Star DMCC	41.13	-	38.04	-
Directors' Remuneration	Arvind T. Shah	125.00	-	31.25	-
	Vipul P. Shah	175.00	-	43.75	-
	Rahil V. Shah	75.00	-	75.00	-
Rent Paid	Dinesh T. Shah	-	-	0.48	-
	Arvind T. Shah	0.96	-	0.96	-
	Dharmesh D. Shah	1.68	-	1.20	-
	Vipul P. Shah	0.96	-	0.96	-
Amount Outstanding Shown under Deposits for Office Premises	Dinesh T. Shah	-	-	(30.00)	-
	Arvind T. Shah	-	30.00	-	30.00
	Dharmesh D. Shah	-	50.00	30.00	50.00
	Vipul P. Shah	-	30.00	-	30.00
Unsecured Loans Taken/(Repaid) -(Net) Note: - *On Death of Dinesh T. Shah during the F.Y. 2021-22, his outstanding loan transferred to his heir Dharmesh D. Shah - Outstanding balance includes interest on Director's Loan	Dinesh T. Shah*	-	-	(6,317.02)	-*
	Arvind T. Shah	316.50	1,540.68	251.00	1,224.18
	Dharmesh D. Shah*	1.16	7,068.39	6,271.78	7,030.08*
	Vipul P. Shah	637.50	3,995.13	(468.07)	3,349.56
	Priyanshu A. Shah	-	599.23	(25.00)	599.23
	Rahil V. Shah	-	25.00	(25.00)	25.00

(Rs. in lakhs)

Particulars	Name of the Party	2022-2023		2021-2022	
		Volume	Amount Outstanding as on 31.03.2023	Volume	Amount Outstanding as on 31.03.2022
Interest on Director's Loan	Dinesh T. Shah	-	-	43.04	-
	Vipul P. Shah	8.97	-	67.50	-
	Dharmesh D. Shah	46.90	-	22.96	-
Purchase of Gold, Silver, Ceramics, Findings, Color Stone & other materials	Jewel Art	8.31	-	3.12	0.60
Salary Commission on Sales	Nishant D. Shah	6.00	-	-	-
	Mihir Kothari	0.69	0.29	-	-

Note: Volume above is excluding GST

33. A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint ventures. Joint control is the contractually agreed sharing of control of an arrangement, which exist only when decisions about the relevant activities required unanimous consent of parties sharing control. Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor.

The Company has invested in Joint venture, Ratnanjali Infra LLP. The Company's interest in the said LLP is of 45 % share in Profit / Loss of the LLP. The Company has only right over the net assets of the Entity. The net asset is calculated using Equity method of accounting. Joint venture entity of the company is individually not material.

Analysis of the Company's Investment in Joint Venture:

PARTICULARS	AMOUNT (Rs. in lakhs)
Investments as on 01-04-2022	2,278.02
Addition / (Withdrawal) during the year	(1,114.19)
Interest on Capital received	73.81
Share of Profit / (loss) ( to the extent of Company's share in the joint venture)	44.53
Balance as on 31-03-2023	1,282.17

The joint ventures have no significant contingent liabilities to which the Company is exposed, and the Company has no significant contingent liabilities in relation to its interest in the joint ventures. The risks associated with the Company's interest in joint ventures are the same as those identified for the Company.

## 34. CORPORATE SOCIAL RESPONSIBILITY (CSR):

(Rs. in lakhs)

SR. NO.	PARTICULARS	2022-2023	2021-2022
1	Amount required to be spent by the Company during the year	94.45	*93.20
2	Amount of expenditure incurred on:		
	i) Construction / acquisition of any asset	-	-
	ii) On purposes other than (i) above	34.50	93.20
3	(Shortfall) / Surplus at the end of the year	(59.95)	-
4	Total of previous years shortfall	-	-

(Rs. in lakhs)

SR. NO.	PARTICULARS	2022-2023	2021-2022
5	Reason for shortfall	Company has during the year transferred Rs. 60 lakhs to unspent Corporate Social Responsibility Account opened in compliance with provision of Section 135(6) of the Companies Act, 2023	-
6	Nature of CSR activities	Eradication of hunger and malnutrition, promoting education, healthcare, COVID-19 relief.	
7	Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard.	-	-

\* After setting off Rs. 0.51 lakhs against the excess of Rs. 2.43 lakhs of F.Y 2020-21

### 35. CONTINGENT LIABILITY

- a) The Company has disputed liability of Rs. 3.32 crores (For F.Y. 2021-22 it was Rs. 3.32 crores) in respect of Customs duty raised by Commissioner of Customs. In respect of the demand raised by Commissioner of Customs, the Company is of the opinion that the demand is not tenable and has made appropriate submission to the department. The Company has received stay order from Gujarat High Court against the demand of Custom Duty.
- b) The Company has disputed Income tax liability of Rs. 1.19 crores for A.Y. 2015-16 & Rs. 0.48 crores for A.Y. 2016-17. Out Of Rs. 1.19 crores for A.Y. 2015-16, demand for Rs. 0.75 crores is on account of errors in tax calculations by the Income Tax Department which will be rectified in due course. The Company is of the opinion that the remaining demands are not tenable and has filed appeal against them with Commissioner of Income Tax (appeals). An appeal filed in Bombay High Court by the Income Tax Department for AY 2012-13 against the order of ITAT passed in favour of the Company for restoring penalty of Rs.1.50 crores is pending. The penalty was levied at assessment level and reversed by CIT Appeals. Decision of CIT appeal was upheld by ITAT.

The above demands i.e. (a) & (b) shall be charged to Profit & Loss statement, if required, on disposal of the matter.

36. Bank loan funds obtained during the year are not used for the purpose other than that mentioned in the sanction letter.
37. The books of accounts are in agreement with the periodical statements submitted to the banks during the F.Y. 2022-23.
38. The title deeds of all the immovable properties are held in the name of the Company.
39. No loans or advances are granted to the promoters, directors, KMP and related parties during the F.Y. 2022-23.
40. No proceedings are initiated or pending against the company for holding any benami property.
41. The Company is not declared as willful defaulter by any bank or financial institution or other lender during the F.Y. 2022-23.
42. The Company has not done any transaction with struck off companies during the F.Y. 2022-23.
43. No charges are pending to be registered with ROC beyond the statutory period.
44. The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding party") with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (ultimate beneficiaries); or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

45. The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), based on the information available with the Company are as under:

(Rs. in lakhs)

SR. NO.	PARTICULARS	AS AT 31ST MARCH, 2023	AS AT 31ST MARCH, 2022
1	Principal amount due and remaining unpaid	-	-
2	Interest due on (1) above and the unpaid interest	-	-
3	Interest paid on all delayed payments under the MSMED Act.	-	-
4	Payment made beyond the appointed day during the year	-	-
5	Interest due and payable for the period of delay other than (3) above	-	-
6	Interest accrued and remaining unpaid	-	-
7	Amount of further interest remaining due and payable in succeeding years	-	-

### 46. EARNING PER SHARE

PARTICULARS	2022-2023	2021-2022
Profit After Tax (Rs. in lakhs)	8,263.89	9,382.76
Number Of Equity Shares	1,60,06,800	1,60,06,800
Nominal Value Per Equity Share (Rs.)	10	10
Earning Per Share (Basic) (Rs.)	51.63	58.62

### 47. FINANCIAL INSTRUMENTS DISCLOSURE

#### FINANCIAL ASSETS

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>NON-CURRENT</b>		
Investments - At cost (refer note 2)		
<b>Unquoted, fully paid up In Equity Shares of At Fair Value through Profit and loss</b>		
Indian Commodity Exchange Ltd.	1,093.27	1,675.00
Utkarsh Coreinvest Ltd.	157.50	117.00
Arohan Financial Services Ltd	175.00	220.17
<b>Other Investments</b>		
Ratnanjali Infra LLP (Partnership Firm)	1,282.17	2,278.02
<b>Aggregate fair value</b>	<b>2,707.94</b>	<b>4,290.19</b>
<b>Aggregate book value</b>	<b>3,294.34</b>	<b>4,625.19</b>
Gain / (Loss) on fair value recognised in P&L	(586.40)	(335.00)
<b>CURRENT</b>		
i) Investments (refer note 6)		
<b>at Fair Value through Profit and loss</b>		
a. <b>Quoted, fully paid up In bonds At Fair Value through Profit and loss</b>		
Sovereign Gold Bond Scheme	46.71	23.31
<b>Aggregate fair value</b>	<b>46.71</b>	<b>23.31</b>
<b>Aggregate book value</b>	<b>23.31</b>	<b>23.31</b>
Gain / (Loss) on fair value recognised in P&L	23.40	-
b. <b>Quoted, fully paid up In Equity &amp; Mutual fund At Fair Value through Profit and loss</b>		
Aarti Industries Ltd	0.44	14.58
Amber Enterprises India Ltd	98.47	195.08
APL Apollo Tubes Ltd	363.89	14.91
Appollo Tricoat Tubes Ltd	-	270.44
Aavas Financers Ltd	-	11.98
Affle India Limited	3.75	4.78
Astral Poly Technik Ltd	3.90	4.43

(Rs. in lakhs)

PARTICULARS	(Rs. in lakhs)	
	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Au Small Finance Bank	13.09	14.58
Avenue Supermarkets Ltd	4.59	5.40
Ador Welding Ltd	87.14	-
Ambuja Cements Ltd.	2.40	-
Bajaj Auto Ltd	-	54.39
Bajaj Finance Ltd	258.92	378.48
Bajaj Finserve Ltd	14.56	18.93
Berger Paints India Ltd	6.88	8.28
Bharti Airtel Ltd	11.01	-
Dabur India Ltd	-	2.00
Dalmia Bharat Ltd	4.56	3.47
Deepak Nitrate Ltd	-	135.53
Divis laboratories Ltd	5.68	74.56
Dixon Technologies (I) Ltd	4.12	12.46
Easy My Trip	97.36	131.37
Gujarat Gas Ltd	5.96	6.51
Gland Pharma Ltd	-	136.33
HIL Ltd.	-	57.52
HDFC Bank Ltd	8.12	-
Havells India Ltd	5.89	5.72
Healthcare Global Enterprise Ltd	67.38	-
Indiamart InterMesh Ltd	8.13	8.13
INFO Edge (India) Ltd	71.98	171.25
ICICI Lombard General Ins Co. Ltd	-	7.63
ICICI Bank Ltd	147.22	-
Indusind Bank Ltd	8.50	-
Infosys Ltd	8.88	-
Indiamart InterMesh Ltd	-	8.13
J.B. Chem & Pharma	107.51	-
Jubliant Ingrevia Ltd	71.90	-
KEI Industries Ltd	258.16	188.80
Kalyan Jewelers India Ltd	48.95	27.47
L & T Technology Services Ltd	63.79	174.00
L T Mindtree Ltd	64.69	-
Laurus Labs Ltd	-	156.98
Lasren & Toubro Ltd	82.04	-
MAS Fin Serve Ltd	-	1.24
Metropolis Healthcare Ltd	-	3.63
Mphasis Ltd	-	193.19
Navin Fluorine Intl Ltd	105.83	203.76
Page Industries Ltd	9.48	11.66
P I Industries Ltd	4.99	4.65
Polycab India Ltd	-	4.23
Power Mech Projects Ltd	131.83	-
Persistent Systems Ltd	108.78	-
Patanajali Foods Ltd	12.13	-
Polycab India Ltd	4.49	-
Radico Khaitan Ltd	5.73	4.78
Reliance Industries Ltd	75.49	75.49
Reliance Communications Ltd	1.20	2.89
Relaxo Footware Ltd	-	3.42
Reliance Ind. Ltd	93.94	-
Shakti Pumps (Ind) Ltd	-	48.06
Stove Kraft Ltd	-	77.13

(Rs. in lakhs)

PARTICULARS	(Rs. in lakhs)	
	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
Shree Cements Ltd	-	4.80
SRF Ltd	8.90	9.91
Solar Industries Ltd	10.00	12.95
Sona BLW Precision Forgings Ltd	37.84	-
Syngene International Ltd	52.58	-
Teamlease Services Ltd	-	3.68
Tata Elexi Ltd	95.26	233.56
Tata Consultancy Service Ltd	-	86.55
Titan Company Limited	229.20	101.47
TVS Motor Co. Ltd	81.75	-
United Spirits Ltd	71.77	84.23
Vaibhav Global Ltd	-	5.97
Varun Beverages Ltd	160.06	117.61
Axis Blue Chip Direct - Growth	112.58	120.37
HDFC Small Cap Fund Direct Growth Plan	137.64	121.49
Kotak Select Focus Fund Direct Plan Growth	126.38	122.74
Mirae Asset Midcap Fund Direct Plan	41.96	41.80
Reliance Liquid Fund- Div Reinvestment	0.01	0.01
<b>Aggregate fair value of quoted investments</b>	<b>3,646.06</b>	<b>3,997.27</b>
<b>Aggregate book value of quoted investments</b>	<b>3,566.99</b>	<b>2,809.70</b>
<b>Gain / (Loss) on fair value recognised in P&amp;L</b>	<b>79.07</b>	<b>1,187.57</b>
<b>ii) Trade Receivables - At amortised cost</b>	<b>1,04,936.66</b>	<b>1,04,801.46</b>
<b>iii) Cash and Cash Equivalents (refer note 8)</b>		
Balances with Banks in Current accounts	10,927.07	11,972.43
Fixed Deposits with Banks	8,206.59	7,292.73
Cash on hand	19.42	11.14
<b>iv) Other Bank Balances (refer note 9)</b>	<b>12,708.87</b>	<b>11,263.89</b>
<b>v) Loans &amp; Advances (refer note 10)</b>		
Loans (Considered good unless otherwise stated)		
At Amortised Cost		
Unsecured, considered good - At amortised cost	8,464.20	19,673.88
<b>vi) Other Financial Assets (refer note 11)</b>		
Derivatives - Foreign Exchange Contracts -At FVTPL	5.89	112.65
<b>Total Financial Assets</b>	<b>1,51,669.41</b>	<b>1,63,438.95</b>

## FINANCIAL LIABILITIES

(Rs. in lakhs)

PARTICULARS	AS AT	AS AT
	MARCH 31, 2023	MARCH 31, 2022
<b>NON-CURRENT</b>		
<b>Borrowings (refer note 14)</b>		
At Amortised cost		
Loan from related parties-directors	5,107.98	4,989.37
Loan from others	200.00	
<b>CURRENT</b>		
<b>i) Borrowings (refer note 18)</b>		
At Amortised cost		
Secured working Capital Loan from Banks	49,748.52	56,937.33
Loans from related parties-directors & others	7,764.74	7,192.54
<b>ii) Trade Payables (refer note 20)</b>		
At Amortised Cost		
Creditors for Goods	34,677.16	33,415.96
Creditors for Processing	2,381.77	1,945.01
<b>iii) Other Financial Liabilities- At FVTPL (refer note 21)</b>		
Derivatives Foreign Exchange contracts	-	2.18
<b>Total Financial Liabilities</b>	<b>99,880.17</b>	<b>1,04,482.39</b>

## FINANCIAL INSTRUMENTS BY CATEGORY

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023			AS AT MARCH 31, 2022		
	FVTPL	FVOCI	AMORTISED COST	FVTPL	FVOCI	AMORTISED COST
<b>FINANCIAL ASSETS</b>						
<b>Non-Current</b>						
Investments	2,707.94	-	-	4,290.19	-	-
<b>Current</b>						
Investments	3,692.77	-	-	4,020.58	-	-
Trade Receivables	-	-	1,04,936.66	-	-	1,04,801.46
Cash and Cash Equivalents	19,153.08	-	-	19,276.30	-	-
Other Bank balances	12,708.87	-	-	11,263.89	-	-
Loans & Advances	-	-	8,464.20	-	-	19,673.88
Derivatives - Foreign Exchange Contracts	5.89	-	-	112.65	-	-
<b>FINANCIAL LIABILITIES</b>						
<b>Non-Current</b>						
Borrowings	-	-	5,307.98	-	-	4,989.37
<b>Current</b>						
Borrowings	-	-	57,513.26	-	-	64,129.87
Trade Payables	-	-	37,058.93	-	-	35,360.97
Derivatives - Foreign Exchange Contracts	-	-	-	2.18	-	-

Note: For financial assets and financial liabilities that are measured at Fair Value, the carrying amounts are equal to their fair values.

## FAIR VALUE RELATED DISCLOSURES

## Fair Value Measurement

Fair value related disclosures for financial instruments and non-financial assets that are measured at fair value or where fair values are disclosed are summarized in the following notes.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or accessible by Company.

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

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

## Valuation Techniques and Inputs used

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long-term receivables are evaluated by the Group based on parameters such as interest rates, specific country risk factors and individual creditworthiness of the customer. Based on this evaluation, allowances are taken into account for the expected credit losses, if any, of these receivables.
- The fair values of the quoted equity shares are based on price quotations at the reporting date (Level 1 inputs).
- The Company enters into derivative financial instruments in the form of Foreign exchange Forwards & Options contracts. The counterparties of these contracts are Banks. These derivatives constitute hedge from an economic perspective and are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly in the Revenue from Sale of products or Purchases in the Statement of Profit and Loss. Foreign exchange forward and Option contracts are valued using valuation techniques, which employ the use of market observable inputs. The valuation technique applied is the use of "quoted prices in active markets".
- The fair values of the Group's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period.

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

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

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

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

### Comparison by class of the carrying amounts and fair value of Financial Instruments

The management assessed that for all Financial Assets and Financial Liabilities, the carrying amounts are equal to the fair value.

### FAIR VALUE HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities: (Rs. in lakhs)

Particulars	Date of Valuation	Total	Fair Value measurement using			
			Quoted Prices in the active market (Level1)	Significant observable inputs (Level2)	Significant observable input (Level3)	Amortised Cost
<b>Assets measured at fair value (Note No. 2,6,8,9,11)</b>						
Investments						
Non-Current	31.03.23	2,707.94	-	2,707.94	-	-
Current	31.03.23	3,692.77	3,692.77	-	-	-
Derivatives - Foreign Exchange Contracts	31.03.23	5.89	-	-	-	5.89
Cash and Cash Equivalents	31.03.23	19,153.08	-	-	-	-
Other Bank Balances	31.03.23	12,708.87	-	-	-	-
<b>Assets for which fair values are disclosed (Note No. 7 &amp; 10)</b>						
Loans & Advances	31.03.23	8,464.20	-	-	-	8,464.20
Trade Receivables	31.03.23	1,04,936.66	-	-	-	1,04,936.66
<b>Liabilities measured at fair value (Note No. 20)</b>						
Derivatives - Foreign Exchange Contracts	31.03.23	-	-	-	-	-
<b>Liabilities for which fair values are disclosed (Note No. 14,18,19)</b>						
Borrowings						
Non-Current	31.03.23	5,307.98	-	5,307.98	-	-
Current	31.03.23	57,513.26	-	57,513.26	-	-
Trade Payables	31.03.23	37,058.93	-	-	-	37,058.93

(Rs. in lakhs)

Particulars	Date of Valuation	Total	Fair Value measurement using			
			Quoted Prices in the active market (Level1)	Significant observable inputs (Level2)	Significant observable input (Level3)	Amortised Cost
<b>Assets measured at fair value (Note No. 2,6,8,9,11)</b>						
Investments						
Non-Current	31.03.22	4,290.19	-	4,290.19	-	-
Current	31.03.22	4,020.58	4,020.58	-	-	-
Derivatives - Foreign Exchange Contracts	31.03.22	112.65	-	-	-	112.65
Cash and Cash Equivalents	31.03.22	19,276.30	-	-	-	-
Other Bank Balances	31.03.22	11,263.89	-	-	-	-
<b>Assets for which fair values are disclosed (Note No. 7 &amp; 10)</b>						
Loans & Advances	31.03.22	19,673.88	-	-	-	19,673.88
Trade Receivables	31.03.22	1,04,801.46	-	-	-	1,04,801.46
<b>Liabilities measured at fair value (Note No. 20)</b>						
Derivatives - Foreign Exchange Contracts	31.03.22	2.18	-	-	-	2.18
<b>Liabilities for which fair values are disclosed (Note No. 14,18,19)</b>						
Borrowings						
Non-Current	31.03.22	4,989.37	-	4,989.37	-	-
Current	31.03.22	64,129.87	-	64,129.87	-	-
Trade Payables	31.03.22	35,360.97	-	-	-	35,360.97

### OTHER FAIR VALUE RELATED DISCLOSURES

#### Recurring / non-recurring classification of fair value

All fair value measurements for the period ended 31/03/2022 and 31/03/2021 are recurring in nature and there are no Non-recurring fair value measurements of assets or liabilities in these periods.

#### Level 3 inputs related disclosure

There are no recurring fair value measurements using significant unobservable inputs (Level 3) in the reporting periods and hence there is no effect of the measurements on profit or loss or other comprehensive income for the period.

#### Transfers between Level 1 and Level 2

There have been no transfers between Level 1 and Level 2 of the fair value hierarchy for all assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

#### Change in Valuation Techniques, if any

There has been no change in the valuation techniques in the reporting periods.

## FINANCIAL RISK FACTORS

The Company is exposed to a variety of financial risks such as credit risk, liquidity risk and market risk.

Financial risk management is carried out by a finance committee under policies approved and delegated by the Board of Directors. The Board provides written principles for risk management.

The following table outlines the sources and exposure to risks and how the company manages these risks:

Risk	Exposure Arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade and other receivables, loans and advances, customer deposits, financial instruments and deposits with banks and financial institutions	Ageing Analysis, Calculation of ECL, Concentration of credit	Ageing Analysis, Credit Ratings, Provision Matrix
Liquidity Risk	Borrowings, interest thereon, trade and other payables	Cash flows measurement	Short Term and Long Term Cash forecasts
Market Risk-Interest rate risk	Variable and Fixed rate borrowings	Sensitivity Analysis	Monitoring of Interest rates
Market Risk- foreign currency risk	Foreign currency transactions	Sensitivity Analysis	Hedging by derivative contracts

### Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for credit losses and impairment that represents its estimate of expected losses in respect of trade and other receivables and investments.

The Company periodically assesses the financial reliability of customers / corporate taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable and loans receivable. These include customers / corporate, which have high credit-ratings assigned by international and domestic credit-rating agencies. Individual risk limits are set accordingly.

On account of adoption of Ind AS 109, the Company uses Expected Credit Loss (ECL) model for assessing the impairment loss. For this purpose, the Company uses a provision matrix to compute the expected credit loss amount for trade receivables. The provision matrix takes into account external and internal credit risk factors and historical data of credit losses from various customers.

None of the Company's cash equivalents, including term deposits with banks, were past due or impaired as at 31 March, 2023. Of the total trade receivables, Rs. 89,632 lakhs as at March 31, 2023 and Rs. 90,206 lakhs as at March 31, 2022 consisted of customer balances that were neither past due nor impaired. The Company's Credit risk management policies include categorizing the loans and trade receivables based on estimates of Probability of Default and calculation of Expected Credit Losses (ECL).

Loans and advances include loans given to staff Rs. 156.76 lakhs as at March 31, 2023 and Rs. 148.86 lakhs as at March 31, 2022 which the company perceives no impairment loss to be provided for.

### Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company finances its operations by a combination of retained profits, disposals of assets, bank borrowings, etc. Liquidity risk is managed by short-term and long-term cash flow forecasts.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31st March:

### Maturity analysis for Derivative & Non-Derivative Financial liabilities as on 31.03.2023

(Rs. in lakhs)

Contractual undiscounted cash flows	Overdue	< Month	1 to 4 months	5 to 6 months	> 6 months
<b>Maturity analysis for Non-Derivative Financial liabilities:</b>					
Borrowings	-	5,659.56	46,281.44	5,572.26	5,307.98
Trade payables	354.59	9,208.56	22,272.08	5,223.70	-
<b>Maturity analysis for Derivative Financial Assets &amp; liabilities:</b>					
Net settled derivative contracts - Financial Assets	-	-	-	-	5.89

### Maturity analysis for Derivative & Non-Derivative Financial liabilities as on 31.03.2022

(Rs. in lakhs)

Contractual undiscounted cash flows	Overdue	< Month	1 to 4 months	5 to 6 months	> 6 months
<b>Maturity analysis for Non-Derivative Financial liabilities:</b>					
Borrowings	-	10,760.27	44,407.33	8,762.27	5,189.37
Trade payables	449.12	7,081.57	25,104.54	2,725.74	-
<b>Maturity analysis for Derivative Financial Liabilities:</b>					
Net settled derivative contracts - Financial Assets	-	-	22.78	-	89.87
Net settled derivative contracts - Financial Liabilities	-	-	-	-	2.18

### Market Risk

Market risks include Interest Rate Risk, foreign Currency Risk and Commodity Price Risk. There are no identifiable Commodity Price Risks or Equity Price Risks foreseen in the current reporting period.

### Interest Rate Risk

The Company is mainly exposed to the interest rate risk due to its variable and fixed rate domestic and foreign borrowings. The interest rate risk arises due to uncertainties about the future market interest rate on these borrowings.

### Foreign Exchange Risk

The Company is exposed to foreign exchange risk principally via:

- Transactional exposure that arises from the sales / receivables / contracts entered based on orders denominated in a currency other than the functional currency of the Company.
- Transactional exposure that arises from the cost of goods sold / payables / contracts entered based on orders denominated in a currency other than the functional currency of the Company.
- Foreign currency exposure that arises from foreign currency working Capital loans (including interest payable) denominated in a currency other than the functional currency of the Company.

### Commodity Risk

The Company is exposed to the commodity rate risk due to uncertainties in availability of Gold for its jewellery operations. Forward contracts for Gold entered into by the company and outstanding as on 31st March, 2023 covers 8 Kgs for purchase of Gold (For F.Y. 2021-22 it was for Nil Kgs.). Sensivity analysis for commodity risk is not done as it is not material.

### SENSITIVITY ANALYSIS

The sensitivity analysis reflects the impact on income and equity due to financial instruments held at the balance sheet date. It does not reflect any change in sales or costs that may result from changing interest or exchange rates.

### Interest Rate Risk

Exposure of borrowings related to interest rate changes:

(Rs. in lakhs)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Variable rate borrowings</b>		
Foreign currency Loan (\$ in million)	59.18	74.92
Rs. Loan from bank (Rs. in lakhs)	912.00	-

### Interest Rate Risk Sensivity

This indicates the sensivity to a reasonably possible change in interest rate borrowings:

(Rs. in lakhs)

IMPACT ON PROFIT & LOSS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>For \$ Borrowings</b>		
Increase in Interest rate - 50 basis points p.a.	(244)	(285)
Decrease in Interest rate - 50 basis points p.a.	244	285
<b>For Rs. Borrowings</b>		
Increase in Interest rate - 50 basis points p.a.	(7)	-
Decrease in Interest rate - 50 basis points p.a.	7	-

### Foreign Currency Risk

Following table shows foreign currency exposure in US \$ at the end of the reporting period:

(\$ in Million)

PARTICULARS	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022
<b>Financial Assets</b>		
Trade Receivables	73.37	91.66
Cash and Cash Equivalents	1.48	1.33
<b>Financial Liabilities</b>		
Borrowings	59.18	66.90
Trade payables	43.35	41.70
Derivatives Forward contracts (Net)	10.27	18.60

### Foreign Currency Risk Sensivity

1% increase or decrease in foreign exchange rates will have the following impact on profit before tax:

(Rs. in lakhs)

PARTICULARS	31.03.2023	31.03.2022
USD-INR Increase by 1%	(313)	(260)
USD-INR decrease by 1%	313	260

### 48. CAPITAL MANAGEMENT

The Company's objectives when managing capital (defined as net debt plus equity) are to safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and benefits for other stakeholders, while protecting and strengthening the balance sheet through the appropriate balance of debt and equity funding. The Company manages its capital structure and makes adjustments to it, in light of changes to economic conditions and the strategic objectives of the Company. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, buy back shares and cancel them, or issue new shares. The Company finances its operations by a combination of retained profit, bank borrowings, loan from directors, disposals of property assets, etc. The Company uses borrowing facilities to meet the Company's business requirements of each local business.

The Company monitors capital using gearing ratio, which is total debt divided by total capital plus debt. The capital gearing ratio as on 31st March, 2023 and 31st March, 2022 was 30 % and 34 %, respectively.

### 49. CAPITAL COMMITMENTS

The Company has not made any Capital commitments as at March 31, 2023 and 2022 for Purchase of any Capital asset or any Investment.

### 50. COLLATERALS

The Company has obtained working capital loan from banks which are secured as on 31.3.2023 by:

- Fixed deposits - Value Rs. 17,307 lakhs
- Hypothecation of Stock in trade and Trade receivables - Value Rs. 1,84,790 lakhs.
- Mortgage of premises at Mumbai & Surat - Value Rs. 16,168 lakhs.

#### Defaults

For loans payable recognised at the end of the reporting period, there have been no defaults of non-payment of loan by the company.

### 51. Net Gain/(loss) on exchange fluctuation as included in total Revenue from Operations & Purchases reflected in the profit & Loss Statement:

- Revenue from Operations - Rs. 6,334.10 lakhs (for F.Y. 2021-22 it was Rs. 3,083.06 lakhs).

- Purchases - Rs. (6,911.47) lakhs (for F.Y. 2021-22 it was Rs. (302.51) lakhs).

### 52. SEGMENT REPORTING

The Company has presented segment information in the consolidated financial statements which are presented in the same financial report. Accordingly, in terms of Paragraph 4 of Ind AS 108 'Operating Segments', no disclosures related to segments are presented in the standalone financial statements.

PARTICULARS	[Rs. in lakhs]	
	2022 - 2023	2021 - 2022
<b>1. Segment - Reveue</b>		
- Diamonds	3,95,935.39	3,90,227.11
- Jewellery	72,517.27	75,681.26
- Others	(803.69)	1,267.29
<b>Total</b>	<b>4,67,648.97</b>	<b>4,67,175.66</b>
Less: Inter Segment Revenue / Transfer	20,856.86	24,135.63
<b>Net Sales / Revenue</b>	<b>4,46,792.11</b>	<b>4,43,040.02</b>
<b>2. Segment Results</b>		
Profit/(Loss) Before Tax and Interest from each segment		
- Diamonds	11,334.11	9,668.50
- Jewellery	2,321.99	1,955.11
- Others	(1,104.30)	747.85
<b>Total</b>	<b>12,551.80</b>	<b>12,371.46</b>
Less:		
i) Finance Costs (Net)	1,989.25	527.44
ii) Exceptional Item Loss	(81.12)	(530.24)
iii) Other un - allocable expenses	-	-
<b>Total</b>	<b>2,070.37</b>	<b>1,057.68</b>
<b>Total Profit Before Tax</b>	<b>10,481.43</b>	<b>11,313.78</b>
<b>3. Segment Assets And Liabilities</b>		
<b>Segment Assets</b>		
- Diamonds	1,99,498.53	1,87,264.54
- Jewellery	38,931.89	41,367.39
- Others	12,297.47	14,673.30
- Unallocated	-	-
<b>Total Segment Assets</b>	<b>2,50,727.89</b>	<b>2,43,305.23</b>
<b>Segment Liabilities</b>		
- Diamonds	80,181.97	81,296.51
- Jewellery	14,283.30	18,465.85
- Others	5,142.79	5,010.17
- Unallocated	7,764.73	7,192.54
<b>Total Segment Liabilities</b>	<b>1,07,372.79</b>	<b>1,11,965.07</b>

(a) As per IndAS on Segment Reporting, issued by the Institute of Chartered Accountant of India, the company has reported segments information on consolidated basis including business conducted by its subsidiaries.

(b) The Company now recognizes two reportable business segments viz. Diamonds and Jewellery. The business which is not reportable during the year has been grouped under 'Others' Segment, this comprises wind energy generation.

### 53. FINANCIAL INFORMATION OF SUBSIDIARY COMPANIES / ASSOCIATES:

Particulars	[Rs. in lakhs]						
	Asian Star Co. Ltd. N.Y.		Asian Star DMCC		Asian Star Trading (Hong Kong) Ltd.		Shah Manufacturers
	USD		USD		USD		Rs.
Reporting Currency	USD	Rs.	USD	Rs.	USD	Rs.	Rs.
Capital	5.00	178.75	0.54	12.01	1.28	57.40	
Other Equity	5.07	655.50	592.38	49,074.35	8.52	754.47	*(182.77)
Total Assets	86.64	7,172.65	594.52	49,217.88	19.83	1,641.87	833.31
Total Liabilities	86.64	7,172.65	594.52	49,217.88	19.83	1,641.87	833.31
Investments	-	-	-	-	-	-	-
Turnover/Total Income	250.53	20,194.23	1,697.35	1,36,817.43	3.14	252.95	4,356.31
Profit Before Taxation	1.44	116.38	28.22	2,274.39	0.30	24.12	51.41
Provision for Taxation	0.39	29.64	-	-	0.01	0.70	16.04
Profit After Taxation	1.05	86.74	28.22	2,274.39	0.29	23.42	35.37
Proposed Dividend	-	-	-	-	-	-	-
Country	U.S.A		U.A.E		Hong Kong		India

\* represents debit balance of the partners in the partnership firm

Note: The above Rs. figures are after adjustments on account of IndAS

### 54. INVESTMENT PROPERTY

As on 31.3.2017, the Company had transferred one property from "owner-occupied property" to investment property in accordance with IndAS 40. The accounting policy adopted by the Company for measuring this property was the cost model as prescribed in IndAS 40. There are no direct operating expenses or rental income from this property in the current reporting period. There are no restrictions on the realisability of this property or the remittance of income and proceeds of disposal nor any contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements.

Though the Company measures investment property using cost based measurement, the fair value of investment property as on 31.3.17 was Rs. 5,084 lakhs. Fair values was determined based on evaluation performed by applying a valuation model by an accredited external independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued. However, no significant change in the market value is observed, and management has decided to keep the fair valuation same as of 31.3.17.

**55. RATIOS**

The following are analytical ratios for the year ended March 31, 2023 and March 31, 2022:

PARTICULARS	NUMERATOR	DENOMINATOR	AS AT MARCH 31, 2023	AS AT MARCH 31, 2022	VARIANCE
Current Ratio (in times)	Current Assets	Current Liabilities	2.33	2.12	9.90%
Debt Equity Ratio (in times)	Debt	Equity	0.44	0.53	[16.98]%
Debt Service Coverage Ratio (in times)	Net Profit After taxes + Non-Cash Operating Expenses + Finance Cost – Exceptional Items	Debt Service	6.19	18.71	* [66.92]%
Return on equity (ROE)	Net profit after taxes	Average shareholders equity	6.01%	7.42%	[19.00]%
Inventory Turnover Ratio (in times)	Cost of Goods Sold	Average Inventory	10.42	17.70	# [41.13]%
Trade receivables turnover ratio (in times)	Credit sales	Average accounts receivables	4.27	4.77	[10.48]%
Trade payables turnover ratio (in times)	Credit purchase	Average accounts payables	7.20	9.47	[23.97]%
Net capital turnover ratio (in times)	Net annual Sales	Working Capital	3.48	3.89	[10.54]%
Net profit ratio	Net Profit (Excluding other income & Exceptional Items)	Turnover	2.09%	2.07%	[0.97]%
Return on Capital employed (ROCE)	Earnings Before Interest and Tax	Capital Employed = Tangible Networkth + Debt + Deferred Tax Liability	5.94%	5.80%	2.41%
Return on Investments (ROI)	Return on Investments	Time Weighted Average Investment	[9.95]%	10.58%	Ⓐ [211.15]%

\* Better ratio last year due to higher other income in previous year.

# Demand has slowed down in second half of the year leading slowing down of sales and slower inventory turnaround.

Ⓐ Due to MTM losses of investments in equities on account of global economic slowdown.

**56. PAYMENT TO AUDITORS:**

(Rs. in lakhs)

PARTICULARS	2022 - 2023	2021 - 2022
Statutory Audit	16.08	13.70
Others	6.00	Nil
<b>Total</b>	<b>22.08</b>	<b>13.70</b>

57. The figures of previous year have been regrouped / reclassified wherever necessary and possible so as to confirm with the figures of the current year.

As per our report of even date

**FOR V A PARIKH & ASSOCIATES LLP**  
Chartered Accountants  
FRNo: 112787W/W100073

**NIRAV R. PARIKH**  
Partner  
Membership No. 121674

Place : Mumbai  
Dated: May 29, 2023  
UDIN: 23121674BGWCPN4897

For and on behalf of the Board

**PUJADEVI R. CHAURASIA**  
Company Secretary

Place : Mumbai  
Dated: May 29, 2023

**ARVIND T. SHAH**  
Chairman, CFO &  
Whole Time Director  
DIN - 00004720  
Place : Mumbai  
Dated: May 29, 2023

**VIPUL P. SHAH**  
CEO & Managing Director  
DIN - 00004746  
Place : Singapore  
Dated: May 29, 2023



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