



**PARAMOUNT COSMETICS (INDIA) LIMITED**

**THIRTY NINTH ANNUAL REPORT 2023-2024**

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**CORPORATE INFORMATION****BOARD OF DIRECTORS**

- Mr. Hiitesh Topiiwaalla - Managing Director (DIN – 01603345)
- Ms. Aartii Topiwaala - Director (DIN – 03487105)
- Mr. V.N. Mehta – Independent Director (DIN: 02800993) (Cessation w.e.f 31<sup>st</sup> March 2024)
- Mr. Vishwaskumar Ashokkumar Sharma – Independent Director (DIN: 06716653)
- Mr. Mukesh Kumar Tyagi - Independent Director (DIN: 01649644) (w.e.f 21<sup>st</sup> May 2024)

**CHIEF FINANCIAL OFFICER**

- Mr. Rajnish Matta

**BANKERS**

- IDBI Bank Limited

**REGISTRAR & SHARE TRANSFER AGENT**

- BgSE Financials Limited  
Stock Exchange Towers, No. 51, 1st Cross,  
J.C Road, Bangalore- 560 027 Ph: 080  
4132 9661  
Email: [rta\\_admin@bfsi.co.in](mailto:rta_admin@bfsi.co.in)  
[manager\\_rta@bfsi.co.in](mailto:manager_rta@bfsi.co.in)

**COMPLIANCE OFFICER & COMPANY SECRETARY**

- Mrs. Reshma Manjunath (until 25<sup>th</sup> January 2024)
- Ms. Ankita Karnani (w.e.f 26<sup>th</sup> March 2024)

**STATUTORY AUDITORS**

- M/s. PARY & Co., Chartered Accountants, Surat.

**REGISTERED OFFICE**

PLOT NO. 165/B-15 & 16, 2ND PHASE, GIDC VAPI  
Valsad GJ 396195 IN

**E-MAIL:**

[compliance.officer@parammount.com](mailto:compliance.officer@parammount.com)

**WEBSITE:**

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

**CIN:**

L24240GJ1985PLC008282

**CORPORATE OFFICE**

902-904, 9th Floor,  
Prestige Meridian-1,  
29, M. G. Road,  
Bangalore - 560 001  
Ph: +91 80 25320870/71  
Email: [compliance.officer@parammount.com](mailto:compliance.officer@parammount.com)



### **NOTICE OF THE 39<sup>TH</sup> ANNUAL GENERAL MEETING**

**Notice** is hereby given that the **39<sup>th</sup> Annual General Meeting** of the members of **Paramount Cosmetics (India) Limited** ("the Company") will be held on Wednesday, September 25, 2024 at 11:00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means ("OAVM") to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2024 and Profit & Loss Account for the year ended on that date together with the report of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Aartii Topiwaala (DIN: 03487105), who retires by rotation and being eligible, offers herself for re-appointment.
3. To appoint M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of the 39th Annual General Meeting of the Company until the conclusion of the 44th Annual General Meeting of the Company and to authorise the Board of Directors of the Company to fix their remuneration.

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

**"RESOLVED THAT** pursuant to the provisions of Section 139, 141 and 142 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants, being eligible and willing to act as Auditors and having furnished certificate pursuant to Section 139 of the Companies Act, 2013, be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of this (39th) Annual General Meeting until the conclusion of the 44th Annual General Meeting of the Company, at a fee upto Rupees 8,00,000/- plus taxes as applicable, as also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Directors in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment.

**FURTHER RESOLVED THAT** the Board be and is hereby authorised to vary, alter, enhance, or widen the remuneration payable to the Statutory Auditors, for the said tenure, from time to time, pursuant to the recommendation of the Audit Committee.

**FURTHER RESOLVED THAT** Hiitesh Topiwaalla, Managing Director (DIN: 01603345) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient, or incidental for the purpose of giving effect to this resolution and to settle any question or difficulty in connection herewith and incidental hereto."

**SPECIAL BUSINESS:****4. Appointment of Mr. Mukesh Kumar Tyagi (DIN: 01649644) as Director and also as Independent Director of the Company.**

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

**“RESOLVED THAT** Mr. Mukesh Kumar Tyagi (DIN: 01649644), who was appointed by the Board of Directors, pursuant to the recommendation of Nomination and Remuneration Committee, as an Additional Director of the Company under the category of Independent Director, with effect from 21st May, 2024, under provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company, who holds office upto the date of this Annual General Meeting but who is eligible for appointment as Director and in respect of whom the Company has received a notice, in writing, from a Member under Section 160(1) of the Act, signifying his intention to propose the candidature of Mr. Mukesh Kumar Tyagi (DIN: 01649644) for the office of Director, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 149, 150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“SEBI Listing Regulations”), Mr. Mukesh Kumar Tyagi (DIN: 01649644), who has submitted a declaration pursuant to Section 149 (7) of the Act that he meets the criteria of independence under Section 149(6) of the Act, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years w.e.f 21st May 2024, whose period of office shall not be liable to determination by retirement of directors by rotation .”

Corporate Office:  
902-904, 9th Floor,  
Prestige Meridian-1,  
29, M. G. Road,  
Bangalore - 560 001

Date: 13th Day of August 2024  
Place: Bangalore

By Order of the Board of Directors  
For **Paramount Cosmetics (India) Limited**

**Sd/-**

**Hiitesh Topiiwaalla**  
Managing Director  
DIN: 01603345

**NOTES**

1. In view of disruptions caused by COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 5, 2022 and General Circular No. 10/2022 dated December 28, 2022 (collectively "MCA Circulars"), permitted Companies to conduct Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till September 30, 2023, subject to compliance with various conditions mentioned therein, without the physical presence of the Members at a common venue. Similarly, SEBI vide Circular No. 79 dated May 12, 2020, Circular No. 11 dated January 15, 2021, Circular No. 62 dated May 13, 2022, and Circular No. 4 dated January 5, 2023 granted certain relaxations pertaining to dispatch of hard copies of Annual Reports and Proxy Forms to listed entities who conduct their AGM through electronic mode till September 30, 2023. Further, MCA vide General Circular No. 9/2023 dated September 25, 2023, extended the option to conduct the AGM through VC till September 30, 2024. Similarly, SEBI vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 extended the relaxations pertaining to dispatch of hard copies of Annual Reports and Proxy Forms to listed entities who conduct their AGM through electronic mode till September 30, 2024, subject to certain conditions. In compliance with the MCA Circulars, SEBI Circulars and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 39<sup>th</sup> AGM of your Company is being convened and conducted through VC.
2. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. Corporate members intending to send their authorised representative to attend the Annual General Meeting (AGM) are requested to send Certified Copy of the Resolution authorizing their representative to attend and vote on their behalf at the AGM.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 19<sup>th</sup> September 2024 to Wednesday, 25<sup>th</sup> September 2024 (both days inclusive), in terms of Section 91 of Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015.
5. In accordance with the Companies Act, 2013, one-third of the directors who are liable to retire by rotation, if eligible, offer themselves for re-appointment at the AGM.
6. The Statement, pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the special business under Item Number 4 of the Notice of 39<sup>th</sup> AGM is annexed hereto. The relevant details, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards on General Meetings, issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/ re-appointment at this AGM, is also annexed.  
The relevant details, pursuant to Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 regarding the disclosures to be made in relation to the appointment of Statutory Auditors also forms part of the explanatory statement and annexed hereto as Item Number 3.
7. Members are requested to notify immediately of any change in their address to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form are advised to notify any change in their address to the concerned depository participant.
8. Members are requested to send all correspondence concerning registration of transfers, transmissions,

subdivision, consolidation of Shares or any other Share related matters and/or change in address, furnishing of details of their bank accounts or updation thereof, to Company's Registrar - **BgSE Financials Limited**, Stock Exchange Towers, No. 51, 1st Cross, J. C. Road, Bangalore – 560027. Ph. No. 080 41329661. E-mail: cs\_rta@bfsi.co.in or vp-cs\_rta@bfsi.co.in

9. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means (**e-voting & remote e-voting**).
10. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Wednesday, 18<sup>th</sup> September 2024 (Record Date) i.e. the date prior to the commencement of book closure, are entitled to vote on the resolutions set forth in this notice.
11. Any person who becomes a member of the Company after dispatch of the notice of the Meeting and holding shares as on Wednesday, 18<sup>th</sup> September 2024 (Record Date) may obtain the User ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or [compliance.officer@paramount.com](mailto:compliance.officer@paramount.com).
12. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9.00 a.m. (IST) on Sunday, 22<sup>nd</sup> September 2024 and will end at 5.00 p.m. (IST) on Tuesday, 24<sup>th</sup> September 2024. The e-voting module shall be disabled by CDSL for voting thereafter.
13. The facility for voting, through ballot paper, will not be made available at the AGM, as the AGM will be held through VC/OAVM means and the members attending the AGM if not cast their votes by remote e-voting, may exercise their right and cast their votes through e-voting at the AGM. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. Further, the members may note that there are no such matters at this AGM which requires to be passed through Postal Ballot, thereby they may proceed with voting through e-voting / remote e-voting.
14. The Company has appointed M/s Brajesh Gupta & Co. (Mem No. A33070, COP No. 21306), Company Secretaries, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

### **PROCEDURE FOR E-VOTING / REMOTE E-VOTING**

#### **CDSL e-Voting System – Remote & Venue Voting Facility**

1. As you are aware, the AGM will be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 various MCA Circulars, 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM



will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to various MCA and SEBI Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circulars, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.parammount.com/notices-and-outcome>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with various MCA Circulars in this regard.

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

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

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

- i. The voting period begins on Sunday, 22<sup>nd</sup> September 2024 at 9:00 a.m. (IST) and will end at 5.00 p.m. (IST) on Tuesday, 24<sup>th</sup> September 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 18<sup>th</sup> September 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to various SEBI Circulars and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to



listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

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

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- viii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xiii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [compliance.officer@parammount.com](mailto:compliance.officer@parammount.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views and/or ask questions during the meeting may register themselves as a speaker by sending their request along with their questions/ queries within 5 days from 9<sup>th</sup> September 2024 till 13<sup>th</sup> September 2024 mentioning their name, demat account number/folio number, email id, mobile number at (company's email id). Only those shareholders who have sent their queries within the above stated stipulated time shall be eligible to act as speakers. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance within 5 days from 9<sup>th</sup> September 2024 till 13<sup>th</sup> September 2024 mentioning their name, demat account number/folio number, email id, mobile number at [compliance.officer@paramount.com](mailto:compliance.officer@paramount.com). These queries will be replied to by the company suitably by email. Please note that any queriers or speaker registration shall not be considered before or after the said period.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

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

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

Corporate Office:  
902-904, 9th Floor,  
Prestige Meridian-1,  
29, M. G. Road,  
Bangalore - 560 001

Date: 13th Day of August 2024  
Place: Bangalore

By Order of the Board of Directors  
For **Paramount Cosmetics (India) Limited**

Sd/-

**Hiitesh Topiiwaalla**  
Managing Director  
DIN: 01603345

**“ANNEXURE A” TO NOTICE**

Details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting (In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Particulars	Details	Details
Name of Director	Mrs. Aartii Topiwaala	Mr. Mukesh Kumar Tyagi
DIN	03487105	01649644
Date of Birth	18.07.1972	01.02.1965
Age	52 years	59 years
Date of Appointment	14.02.2018	21.05.2024
Qualification	B. Com	Chartered Accountant
Expertise in specific functional Area	Rich Experience of more than 25 years in Fashion Design Industry.	Mr. Tyagi has rich experience in almost every field of Industry and Commerce like Direct and Indirect Taxation, Auditing, Corporate Finance, Company Law, Trusts, Business Transformations, FEMA, and Systems Development Activities.
Shareholding in the Company	2600 Equity shares of INR 10/- each.	Nil
Relationship with Other Directors	Wife of Mr. Hiitesh Topiwaalla	Not Applicable
List of Companies in which Directorship held (including this Company)	Farmous Foods Private Limited Paramount Personal Care Private Limited Paramount Kum Kum Pvt Ltd Parcos Brands Investment Private Limited Parcos Brands Private Limited Paramount Cosmetics (India) Limited	Kooud Software Private Limited Piterion India Private Limited Pumec Consultants Private Limited Prime Cfo Management Private Limited Zephir Rail Equipment Private Limited Paramount Cosmetics (India) Limited
List of Chairmanship/ Membership of the Committees of Board of Public Companies as on March 31, 2024 (including this Listed Entity)	Paramount Cosmetics (India) Limited: Stakeholders Relationship Committee – Chairman Nomination and Remuneration Committee – Member	As on March 31, 2024 – Nil As on May 21, 2024 Paramount Cosmetics (India) Limited: Audit Committee – Chairman Nomination and Remuneration Committee – Chairman Stakeholders Relationship Committee – Member

Corporate Office:  
902-904, 9th Floor,  
Prestige Meridian-1,  
29, M. G. Road,  
Bangalore - 560 001

Date: 13th Day of August 2024  
Place: Bangalore

By Order of the Board of Directors  
For **Paramount Cosmetics (India) Limited**

**Sd/-**

**Hiitesh Topiwaalla**  
Managing Director  
DIN: 01603345

**STATEMENT TO THE NOTICE (Refer Note 6)****Item No. 3**

The Members of the Company at the 34th Annual General Meeting held on September 30, 2019, approved the appointment of M/s PARY & Co., Chartered Accountants (Firm Registration No. 007288C) as the Statutory Auditors of the Company to hold office from the conclusion of the said 34th AGM until the conclusion of 39th AGM ("this AGM"). Since the tenure of 10 years (two terms of five consecutive years) of M/s. PARY & Co., Chartered Accountants (Firm Registration No. 007288C), the present Statutory Auditors of the Company expires at this Annual General Meeting of the Company, the Company is required to appoint a new Statutory Auditor.

The Board of Directors of the Company (the "Board") at its meeting held on May 23, 2024, based on the recommendations of the Audit Committee, have recommended the appointment of M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants in terms of Section 139 of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (as amended) from time to time.

M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants have consented to the proposed appointment and have confirmed their eligibility for the same. They have further confirmed that their appointment, if made, would be within the limits laid down by or under the authority of the Act. They have also confirmed that they are not disqualified for the proposed appointment under the Act, including under Section 141 of the Act, the Chartered Accountants Act, 1949 and the rules and regulations made thereunder.

Further, the Board, on recommendation of the Audit Committee, at its meeting held on 23rd May 2024, had considered, and approved the remuneration upto Rs. 8,00,000/- plus taxes from the conclusion of this Annual General Meeting till the conclusion of 44<sup>th</sup> Annual General Meeting plus taxes as applicable, as also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Director in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment.

Accordingly, consent of the members is sought, pursuant to provisions of Section 142 of the Companies Act, 2013, for passing an Ordinary Resolution as set out at Ordinary Business under Item No. 3 of the Notice.

The Board recommends the resolution for approval of the members.

None of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financial or otherwise in the aforesaid resolution except to the extent of their shareholdings in the Company. The Proposed Business does not relate to or affects any other company (financially or otherwise).

The details required to be disclosed under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) are as under:

- A. Proposed fees payable to the Statutory Auditor(s): upto Rs. 8,00,000/- plus taxes from the conclusion of this Annual General Meeting till the conclusion of 44<sup>th</sup> Annual General Meeting plus taxes as applicable, as also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Directors in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment."
- B. Terms of appointment: Appointment as Statutory Auditors of the Company from the conclusion of 39th AGM for a period of 5 (five) consecutive years till the conclusion of the 44th



AGM of the Company, to carry out Audit of the Financial Statements (Standalone), Annual Financial Results, Limited Review of the Unaudited Quarterly Financial Results, etc., of the Company.

- C. In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change: There is no material change in the fee payable to M/s. PARY & Co., (Firm Registration No. 007288C), Chartered Accountants, Bangalore from that of M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants. The proposed remuneration is commensurable with the size of the Company and nature of its business. The proposed remuneration is determined based on the recommendation of the Audit Committee which peruses the industry benchmarks in general, profile of the firm, scope of audit and other relevant factors.
- D. Basis of recommendation for appointment: The Board of Directors and the Audit Committee, at their respective meetings held on May 23, 2024, have considered various parameters like capability to serve a widespread business landscape as that of the Company, audit experience in the retail industry, market standing of the firm, clientele served, technical knowledge, governance standards, etc., and found M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants suitable for this appointment and accordingly, recommend the same.
- E. Credentials of the Statutory Auditor proposed to be appointed: M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants is a well-known Chartered Accountancy Firm, established in the year 1966. They offer a bouquet of services including assurance, advisory, and consultancy services to a large client base. The services offered by them ensure that the diverse needs of clients are met through well-organized, efficient, and precise means. Their services are widely appreciated by clients for reliability and desired results. They are a team of Chartered Accountants with diverse disciplines – Tax Specialists, Audit Experts, Financial Experts, Market Research Analysts, Financial Research & Management Consultants. We have in-depth experience in providing valuable insights and innovative solutions through investment and financial engineering solutions for clients to maximize business and investment value.

#### **Item No.4**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors appointed Mr. Mukesh Kumar Tyagi (DIN: 01649644) as an Additional Director of the Company, in the recommended category “Independent Director”, with effect from 21st May 2024, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company.

As an additional director, Mr. Mukesh Kumar Tyagi (DIN: 01649644) will hold office only upto the date of this Annual General Meeting and is eligible to be appointed as Director. The Company has, in terms of Section 160(1) of the Companies Act, received, in writing, a notice from a member, proposing his candidature for the office of Director.

Mr. Mukesh Kumar Tyagi (DIN: 01649644) has also given declaration to the Board, pursuant to Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013, and has also given his consent to act as Director.

Mr. Tyagi, a 1992 batch fellow member of The Institute of Chartered Accountants of India, is the founder member of M K TYAGI & CO., abbreviated as MKT. Prior to starting his practice, he was associated with reputed industries and management consultants at senior positions. Since over the decade, Mr. Tyagi has obtained rich experience in almost every field of Industry and Commerce like Direct and Indirect Taxation, Auditing, Corporate Finance, Company Law, Trusts, Business Transformations, FEMA, and Systems Development Activities. He handles all complex

problems in above areas with equal ease, but his core competency lies in understanding the client's requirement and providing value addition management consultancy services by Transformation of Business and in Setting up New Industry.

The Board is of the opinion that he is a person of integrity, possesses the relevant expertise/experience and also fulfills the conditions specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director and is independent of the management and that his induction into the Board will be of benefit to the Company and that it will lend an independent and fair view to the decision making process.

Mr. Mukesh Kumar Tyagi (DIN: 01649644) is not related to any other Director of the Company. A brief profile of Mukesh Kumar Tyagi (DIN: 01649644), including nature of expertise, is provided in the annexure to the Notice, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Given his experience and the Company's adherence to policy on Board Diversity, the Board considers it desirable and in the interest of the Company to have Mukesh Kumar Tyagi (DIN: 01649644) on the Board of Directors of the Company and accordingly recommends the appointment of Mr. Mukesh Kumar Tyagi (DIN: 01649644) as Independent Director of the Company for a period of five (5) consecutive years, w.e.f 21<sup>st</sup> May 2024, whose period of office shall not be liable to determination by retirement of directors by rotation, as proposed in the resolution no. 4 of the Notice convening the Annual General Meeting, for approval by members.

The terms and conditions of appointment of the above Director shall be open for inspection by the Members, at the Registered Office of the Company, between 10:00 am (IST) to 1:00 pm (IST) on any working day except Saturday upto the date of meeting.

The consent of the members is sought by way of an Ordinary Resolution as set out at Special Business under Item No. 4 of the accompanying Notice convening the Annual General Meeting.

Save and except Mukesh Kumar Tyagi (DIN: 01649644), none of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholdings in the Company. The Proposed Special Business does not relate to or affects any other company (financial or otherwise).

Corporate Office:  
902-904, 9th Floor,  
Prestige Meridian-1,  
29, M. G. Road,  
Bangalore - 560 001

Date: 13th Day of August 2024  
Place: Bangalore

By Order of the Board of Directors  
For **Paramount Cosmetics (India) Limited**

Sd/-

**Hiitesh Topiiwaalla**  
Managing Director  
DIN: 01603345

**BOARD'S REPORT**

Your Directors have the pleasure in presenting the 39<sup>th</sup> Annual Report of your Company, together with the business operations for the year ended 31<sup>st</sup> March, 2024.

**1. FINANCIAL RESULTS**

Your Company's performance during the year as compared with that during the previous year is summarized below:

Particulars	(Figures in Rs. lakhs)	
	Year ended 31.03.2024	Year ended 31.03.2023
Sales and other Income	2,386.33	2691.98
Profit before Depreciation, Interest, Exceptional Items	250.72	285.19
Depreciation	67.21	80.75
Interest and Finance Charges	173.63	169.79
Profit before Tax	9.88	34.65
Tax Expenses	7.74	13.47
<b>Net Profit/Loss</b>	<b>2.14</b>	<b>21.18</b>
Other Comprehensive Income	6.75	23.97

**2. INDIAN ACCOUNTING STANDARDS**

The financial statements for the financial year 2023-24 have been prepared in accordance with the applicable Indian Accounting Standards (IND AS) and the corresponding figures for the previous year have been restated as per IND AS for the purpose of comparison.

**3. PERFORMANCE DURING THE YEAR**

Sales and other income of the Company for the year is Rs. 2386.33 lakhs as compared to Rs. 2691.98 lakhs in the previous year. The Company has incurred a profit after tax amounting to Rs. 2.14 lakhs in comparison to Rs. 21.18 lakhs last year.

**4. CHANGE IN THE NATURE OF BUSINESS**

There has been no change in the nature of business of the Company during the financial year 2023-24.

**5. DIVIDEND**

The Board of Directors has decided to conserve the profit and has decided not to propose any dividend on Equity shares this financial year.

**6. SHARE CAPITAL**

The paid-up Equity Share Capital as on March 31, 2024, stood at Rs.485.50 Lakhs. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock option or sweat equity. As on March 31, 2024, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

**7. DEPOSITS**

The Company has not invited/accepted/renewed any deposits from public as defined under the provisions of Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014 and accordingly, there were no deposits which were due for repayment on or before 31st March, 2024.

**8. RESERVES**

The Directors do not propose to transfer any amount to the General Reserve.

**9. MATERIAL CHANGES AND COMMITMENTS**

There have been no material changes and commitments affecting financial position between end of the financial year and the date of the report.

## 10. **ANNUAL RETURN**

In terms of provisions of Section 92(3), 134(3)(a) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return in Form MGT-7 for the financial year ended 31<sup>st</sup> March 2024 is placed on the website of the Company and can be accessed at <https://www.parammount.com/>.

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

The composition of the Board and Key Managerial Personnel is as follows on 31.03.2024:

Sl. No.	Name	Designation	DIN
1.	Mr. Hiitesh Topiwaalla	Managing Director	01603345
2.	Mrs. Aartii Topiwala	Non Executive and Non Independent Director	03487105
3.	Mr. Vishwajeet N Mehta*	Non-Executive - Independent Director	02800993
4.	Mr. Vishwaskumar Sharma	Non-Executive - Independent Director	06716653

\*ceassation w.e.f 31st March 2024

### **Changes in the Board Composition and Key Managerial Persons During the year 2023-24:**

Mrs. Aartii Topiwala, non-executive director of the Company is liable to retire by rotation in the ensuing AGM and is eligible for re-appointment and has tendered his willingness to be re-appointed.

During the FY 2023-24 Mr. Vishwajeet N Mehta (DIN: 02800993), Independent Director of the Company ceased to be the director of the Company due to expiry of his tenure as Independent Director, w.e.f 31st March 2024.

Ms. Reshma Manjunath (Mem No ACS 33180), Company Secretary of the Company resigned w.e.f January 25, 2024. The Company appointed Ms. Ankita Karnani (Mem. No. ACS 33634) as Company Secretary of the company w.e.f March 26, 2024.

## 12. **BOARD MEETINGS**

The Meetings of the Board are held at regular intervals with a time gap of not more than 120 days between two consecutive Meetings. Additional Meetings of the Board of Directors are held when necessary.

The Agenda of the Meeting is circulated to the Directors in advance. Minutes of the Meetings of the Board of Directors are circulated amongst the Members of the Board for their perusal.

The Board of Directors duly met Seven (7) times during the financial year on 19-04-2023, 30-05-2023, 11-08-2023, 04-09-2023, 09-11-2023, 09-02-2024 and 26-03-2024.

## 13. **BOARD COMMITTEES**

Currently, the Board has three (3) Committees viz. Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee. A detailed note on the composition of Committees and other related particulars are provided in the Report on Corporate Governance forming part of this Report.

As on 31<sup>st</sup> March 2024, the Committees were comprised as follows:

### **AUDIT COMMITTEE:**

a) Vishwajeet N Mehta\*

- Chairman

- |                        |          |
|------------------------|----------|
| b) Vishwaskumar Sharma | - Member |
| c) Hiitesh Topiwaalla  | - Member |

**NOMINATION AND REMUNERATION COMMITTEE:**

- |                        |            |
|------------------------|------------|
| a) Vishwajeet N Mehta* | - Chairman |
| b) Vishwaskumar Sharma | - Member   |
| c) Aartii Topiwaala    | - Member   |

**STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

- |                        |               |
|------------------------|---------------|
| a) Aartii Topiwaala    | - Chairperson |
| b) Vishwaskumar Sharma | - Member      |
| c) Hiitesh Topiwaalla  | - Member      |

\*ceassation w.e.f 31st March 2024

**14. INDEPENDENT DIRECTORS**

As required by the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019 and the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019, Mr. Vishwajeet N Mehta and Mr. Vishwaskumar Sharma have registered their names in the data bank of Independent Directors maintained by Indian Institute of Corporate Affairs. Annual Declarations received from both of them for the year 2023-24 contain affirmations regarding registrations in the data bank.

The Board has its opinion with regard to integrity, expertise and experience (including the proficiency) of the Independent Directors appointed during the year as per provisions of Companies (Account) Rules, 2014.

Securities and Exchange Board of India (Listing Regulations and Disclosure Requirements) Regulations, 2018 ("the Listing Regulations") have changed the evaluation criteria of Independent Directors from April 1, 2019. As per the amendment, evaluation of Independent Directors by the entire Board shall include:

- a) Performance of Directors and
- b) Fulfilment of independence criteria as specified in the Listing Regulations, and their independence from the management.

The Board has evaluated the Independent Directors and confirms that Mr. Vishwajeet Mehta and Mr. Vishwaskumar Sharma fulfilled the independence criteria as specified in the Listing Regulations and their independence from the management.

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the Listing Regulations. The same forms part of this report as **Annexure I**.

Details on terms of appointment of Independent Directors and the familiarization program have been displayed on website of the Company at <https://www.parammount.com/policies>

**15. DIRECTORS' RESPONSIBILITY STATEMENT**

**The Directors confirm that:**

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) 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;

- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls for the Company and such internal financial controls are adequate and operating effectively; and
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

## **16. NOMINATION AND REMUNERATION POLICY**

The Board has on the recommendation of the Nomination and Remuneration Committee, framed a Policy for selection and appointment of Directors, Senior Management and for other employees and their remuneration. The same has been disclosed on the website of the Company at <https://www.parammount.com/policies>.

The Composition, criteria for selection of Directors and the terms of reference of the Nomination and Remuneration Committee is stated in the Corporate Governance Report.

## **17. RISK MANAGEMENT POLICY**

The Company has not yet formulated a Risk Management Policy and has in place a mechanism to inform the Board/Audit Committee Members about risk assessment and minimization procedures and undertakes periodical review to ensure that executive management controls risk by means of a properly designed framework.

## **18. VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

The Company has established an effective Vigil Mechanism pursuant to the provisions of Sections 177(9) and (10) of the Companies Act, 2013 and as per Regulation 4(2)(d)(iv) of the Listing Regulations which is available on website of the Company at <https://www.parammount.com/policies> and there were no cases reported during the period under review.

## **19. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED BY THE COMPANY**

The Company has not given any loan or guarantees or has not made any investments that are covered under the provisions of Section 186 of the Companies Act, 2013.

## **20. AUDITORS AND AUDITORS' REPORT**

M/s. Pary & Co., (Firm Registration No. 007288C), Chartered Accountants, was appointed as Statutory Auditor of the Company for a period of 5 years effective from conclusion of 34th Annual General Meeting of the Company held on 30th September 2019 till the conclusion of 39th Annual General Meeting of the Company to be held in 2024. Since the tenure of 10 years (two terms of five consecutive years) of M/s. Pary & Co., (Firm Registration No. 007288C), Chartered Accountants, the present Statutory Auditors of the Company expires at the ensuing Annual General Meeting of the Company, therefore it was required to appoint a new Statutory Auditor, pursuant to provisions of Section 139 of the Companies Act, 2013.

The consent letter, certificate of eligibility and confirmation that appointment, if made, would be within the limits prescribed under Companies Act, 2013, dated 16.05.2024, from M/s. Sharma & Pagaria (Firm Registration No. 008217S), Chartered Accountants, was received. The Board members in light of recommendation of Audit Committee recommended to the shareholders their appointment as Statutory

Auditor of the Company for a period of 5 years effective from conclusion of 39th AGM of the Company till the conclusion of 44th AGM at a fee of upto Rs. 8,00,000/- plus taxes as applicable, and also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Directors in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment.

### **QUALIFICATIONS IN THE AUDIT REPORT**

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

During the year under review no fraud was reported by the Auditors, pursuant to Section 143(12) of the Companies Act, 2013.

### **21. COST AUDITOR**

The provision of the section 148 of the Companies' act, 2013 read with Rules 14 of the Companies (Audit & Auditors) rules, 2014 is not applicable to the Company.

Further, maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the Company and accordingly such accounts and records are not made and maintained,

### **22. INTERNAL AUDITOR**

The Company has appointed Mr. Venkatesh P A, Chartered Accountant, as the Internal Auditor of the Company.

### **23. SECRETARIAL STANDARD OF ICSI**

The Directors state that the applicable Secretarial Standards i.e. SS-1 and SS-2, issued by the Institute of Company Secretaries of India, relating to the Meeting of Board of Directors and General Meetings respectively, have been duly complied with.

### **24. SECRETARIAL AUDIT REPORT**

Pursuant to provisions of Section 204 of the Companies Act, 2013 and rules made there under, the Company has appointed M/s Barkha Deshmukh & Associates, a firm of Company Secretaries in practice (C P No. 22628) to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is included as **Annexure II** form part of this Annual Report.

The Comments by the board on every qualifications, reservations or adverse remark of Secretarial Audit Report is as follows:

Sl. No.	Comments by Secretarial Auditor	Reply by the Board
1	The Company has failed to attach financial result copy along with the outcome of board meeting required to be submitted under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations within 30 minutes from the conclusion of the board meeting for the quarter ended on March 23.	The said delay was due to the connectivity issue.

### **Annual Secretarial Compliance Report**

Pursuant to the provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), 2015 (as amended) read with SEBI Circulars and BSE Circular and notices issued thereunder regarding submission of Annual Secretarial Compliances Report. In this connection, it was confirmed that as per the Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule



V shall not apply to any Company having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore as on last day of the previous financial year. Hence, it is not required to submit Annual Secretarial Compliance Report for the Financial Year ending March 31, 2024, as our Company is exempted under Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **25. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:**

### **(A) Conservation of energy:**

Steps taken / impact on conservation of energy,	The Company is into selling and distribution activities without any manufacturing business. However, the Company has introduced various measures to conserve and minimize the use of energy wherever it is possible.
(i) Steps taken by the company for utilizing alternate sources of energy including waste generated	Nil
(ii) Capital investment on energy conservation equipment	Not Applicable
Total energy consumption and energy consumption per unit of production as per Form A	Not Applicable

### **(B) Technology absorption:**

Efforts in brief, made towards technology absorption, adaptation and innovation	Nil
Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution, etc.	Not Applicable
In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished:	Nil
Technology imported	Not Applicable
Year of Import	Not Applicable
Has technology been fully absorbed	Not Applicable
If not fully absorbed, areas where this has not taken place, reasons therefore and future plan of action	Not Applicable

### **(C) Research and Development (R&D)**

Specific areas in which R & D carried out by the company	The Company is into selling and distribution activities without any manufacturing business and hence there was no scope for expenditure in respect of Research & Development.
Benefits derived as a result of the above R & D	Not Applicable
Future plan of action	Not Applicable
Expenditure on R & D	

(a) Capital	Nil
(b) Recurring	Nil
(c) Total	Nil
(d) Total R & D expenditure as a percentage of total turnover	Nil

**(D) Foreign exchange earnings and Outgo**

Activities relating to exports	Company had export activities during the year
Initiatives taken to increase exports	We are putting continuous effort to increase Export and recapture of Export market.
Development of new export markets for products and services	Efforts are on to develop new Export market.
Export plans	Efforts are on to develop new Export market.
Total Exchange used (Cash basis)	As on 31 <sup>st</sup> March, 2024: Rs. 1,60,07,165/-
Total Foreign Exchange Earned (Accrual Basis)	As on 31 <sup>st</sup> March, 2024: Rs. 5,43,798/-

**26. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company continued to maintain, high standards of internal control designed to provide adequate assurance on the efficiency of operations and security of its assets. The adequacy and effectiveness of the internal control across various activities, as well as compliance with laid-down systems and policies are comprehensively and frequently monitored by your Company's management at all levels of the organization. The Audit Committee, which meets at least four times a year, actively reviews internal control systems as well as financial disclosures with adequate participation, inputs from the Statutory, Internal and Corporate Secretarial Auditors.

The Directors have laid down internal financial controls to be followed by the Company and such policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

**27. MATERIAL ORDER PASSED BY ANY COURT OR REGULATOR OR TRIBUNAL IMPACTING GOING CONCERN STATUS OF COMPANY**

No order was passed by any court or tribunal during the period under review which impacts going concern status of the Company.

**28. ANNUAL BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has carried out an annual evaluation of its own performance, Board Committees and individual Directors. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

**29. DETAILS OF HOLDING COMPANY/SUBSIDIARIES/ JV**

The Company does not have any holding company/ subsidiaries or joint ventures. Hence, the necessity to provide such details is not required.

**30. RELATED PARTY TRANSACTIONS (RPTs)**

All Related Party Transactions are placed before the Audit Committee as also the Board for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their approval.

The members of the Company may recall that the prior approval for all the material related party transactions upto 2026-27 are obtained in the 37<sup>th</sup> Annual General Meeting (AGM) pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act 2013. Since, the

Company is eligible to exemption from complying with Regulation 23 of SEBI (LODR), 2015, it is not required for the Company to propose the related party transaction for the current financial year 2023-24 again to the shareholder for their approval in this AGM.

The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website. Web link for the same is <https://www.parammount.com/policies>. Particulars of Contracts or Arrangements with Related parties referred to in Section 188(1) of the Companies Act, 2013 in Form AOC-2 annexed to this Report as **Annexure - III**.

### **31. CORPORATE SOCIAL RESPONSIBILITY**

Since the Company does not meet the criteria for the applicability of Section 135 of the Companies Act read with the Companies (Accounts) Rules, 2015, the same is not applicable.

### **32. RATIO OF REMUNERATION TO EACH DIRECTOR:**

Pursuant to Section 197(12) of the Companies Act, 2013 and Rule 5(1)(2)(3) of the Companies (Appointment and Remuneration) Rules, 2014, details/ disclosures of Ratio of Remuneration to each Director to the median employee's remuneration is annexed to this report as **Annexure-IV**.

### **33. LISTING WITH STOCK EXCHANGE**

The Company confirms that it has paid the Annual Listing fees for the Financial Year 2024-25 to BSE Limited where the Company's Shares are listed.

### **34. CORPORATE GOVERNANCE AND SHAREHOLDERS' INFORMATION**

A separate Report on Corporate Governance in terms of Regulation 34 of the Listing Regulations along with a Certificate from a Practising Company Secretary regarding compliance to the conditions stipulated under Chapter IV of the Listing Regulations is attached to this report as **Annexure V**.

Pursuant to the provisions of Regulation 15(2) of SEBI (LODR) Regulations, 2015, Compliance with Corporate Governance provisions as specified in the Regulations 17 to 27 and clause (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V shall not apply to listed entities having Paid-up Equity Share Capital not exceeding Rs.10 Crores and Net Worth not exceeding Rs. 25 Crores as on the last date of previous financial year.

Based on the above mentioned provisions, the Company falls below the specified limits and hence, the requirement of reporting on the compliance Corporate Governance for the financial year 2024-25 shall not be applicable.

### **35. CAPITAL EXPENDITURE:**

As on 31st March, 2024, the gross tangible and intangible assets stood at Rs. 24,55,69,629/- and the net tangible and intangible assets stood at Rs. 14,78,34,524/- respectively. Additions during the financial year amounted to Rs. 1,58,330/-. The Company has not purchased any assets under lease.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of women at the workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

The following is a summary of sexual harassment complaints received and disposed off during the Financial Year 2023-24:

No. of complaints received: NIL

No. of complaints disposed off: NIL

**37. MANAGEMENT DISCUSSION AND ANALYSIS**

Management's Discussion and Analysis Report for the year under review, as stipulated under The SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, is presented in a separate section forming part of the Annual Report.

**38. DISCLOSURE REQUIREMENTS**

As per the Listing Regulations, the Management Discussion and Analysis forms part of this report. The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India from time to time and that such systems are adequate and operating effectively.

**39. MEETING OF INDEPENDENT DIRECTORS**

The Independent Directors of the Company had met on 26<sup>th</sup> March 2024 during the year to review the performance of Non-Independent Directors and the Board as a whole, to review the performance of the Non-Executive Directors and other items as stipulated under the Listing Regulations. The Independent Directors have also declared their independence.

**40. RECEIPT OF ANY COMMISSION BY MD / WTD FROM A COMPANY OR FOR RECEIPT OF COMMISSION / REMUNERATION FROM ITS HOLDING OR SUBSIDIARY:**

No Director has received any commission from your Company.

**41. DISCLOSURE RELATING TO REMUNERATION OF EMPLOYEES:**

There are no employees receiving remuneration more than Rs. 1,02,00,000/- (Rupees One Crore Two Lakhs only) per annum and /or Rs. 8,50,000/- (Rupees Eight Lakhs Fifty Thousand only) per month. Therefore, statement/disclosure pursuant to Sub Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not required.

There are no employees posted and working in a country outside India, not being Directors or relatives, drawing more than Rs. 60,00,000/- (Rupees Sixty Lakhs only) per financial year or Rs. 5,00,000/- (Rupees Five Lakhs only) per month as the case may be. Therefore statement/disclosure pursuant to Sub Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not required to be circulated to the members and is not attached to the Annual Report.

**42. INVESTORS' EDUCATION AND PROTECTION FUND**

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 the Government of India, after the completion of seven years. Further, according to the 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.

In accordance with the following Schedule, the Dividends for the years mentioned as below, if unclaimed for a period of Seven years, will be transferred to IEPF:

Dividend Year	Type of Dividend	Rate of Dividend	Date of declaration	Due date for Transfer to IEPF	As on March 31, 2024
2016-17	Final Dividend	5%	29/09/2017	30/11/2024	2,50,367

The shareholders may write to M/s. BgSE Financials Limited before the due dates to claim their unclaimed Dividend. Once the unclaimed Dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.

**43. REPORTING OF FRAUD**

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013. Further, no case of Fraud has been reported to the Management from any other sources.

**44. REVISION OF FINANCIAL STATEMENT OR THE REPORT**

As per the Secretarial Standards-4 in case the company has revised its financial statement or the Report in respect of any of the three preceding financial years either voluntarily or pursuant to the order of a judicial authority, the detailed reasons for such revision shall be disclosed in the Report of the year as well as in the Report of the relevant financial year in which such revision is made.

In your Company there is no revision of Financial Statement in any of the three preceding financial years under consideration.

**45. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

There is no such process initiated during the year, therefore said clause is not applicable to the Company.

**46. FAILURE TO IMPLEMENT ANY CORPORATE ACTION**

There were no such events that took place during the year under consideration.

**47. CREDIT RATING OF SECURITIES**

Your Company has not obtained any rating from the credit rating agency for the securities during the year. Therefore, the said clause is not applicable to the Company.

**48. ACKNOWLEDGEMENTS**

Your Directors wish to take this opportunity to express their appreciation and gratitude for the continued support extended by its Customers, Investors, Partners, Vendors, Financial Institutions, Bankers, Suppliers and various Government and Statutory Authorities for the Company's growth.

Your Directors also express sincere appreciation for the commitment and dedicated services rendered by each employee of the Company at all levels.

**For and on behalf of the Board of Directors  
Paramount Cosmetics (India) Limited**

Place: Bangalore  
Date: 13.08.2024

**Sd/-  
Hiitesh Topiwaalla  
Managing Director  
DIN: 01603345**

**Sd/-  
Aartii Topiwaalla  
Director  
DIN: 03487105**

**ANNEXURE - I**  
**DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS**

The Board of Directors  
 Paramount Cosmetics (India) Limited  
 Gujarat

Dear Sirs,

We undertake to comply with the conditions laid down under Section 149 and Schedule IV of the Companies Act, 2013 read with the provisions of Listing Regulations in relation to conditions of independence and in particular:

1. Apart from receiving director sitting fees/commission, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the immediately three preceding financial years or during the current financial;
2. None of my relatives:
  - a. is holding any security of or interest in the Company, its holding, subsidiary or associate company during the three immediately preceding financial years or during the current financial year of face value not exceeding Rs. 50 lakhs or 2 % of the paid-up capital of the Company, its holding, subsidiary or associate company or such higher sum as may be prescribed;
  - b. is indebted to the Company, its holding, subsidiary or associate company or their promoters, or directors, in excess of such amount as may be prescribed during the three immediately preceding financial years or during the current financial year;
  - c. has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its holding, subsidiary or associate company or their promoters, or directors of such holding company; for an amount of Rs. 50 lakhs during the current financial year
  - d. has any other pecuniary transaction or relationship with the Company, or its subsidiary, or its holding or associate company amounting to two per cent. or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (b), (c) or (d);
3. Neither I nor any of my relatives:
  - a. holds or has held the position of a key managerial personnel or is or has been an employee of the listed entity or its holding, subsidiary or associate company or any company belonging to the promoter group of the listed entity, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed,;
  - b. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of:
    - i. a firm of auditors or company secretaries in practice or cost auditors of the listed entity or its holding, subsidiary or associate company; or
    - ii. any legal or a consulting firm that has or had any transaction with the listed entity, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;

- c. holds together with my relatives two per cent or more of the total voting power of the listed entity;  
or
  - d. is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts or corpus from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the Company;
  - e. is a material supplier, service provider or customer or a lessor or lessee of the listed entity;
- 4. I meet the criteria of other qualifications as prescribed under Rule 5 of the (Companies Appointment and Qualification Rules), 2014.
  - 5. I am not less than 21 years of age.
  - 6. I am not a non-independent director of another company on the board of which any non-independent director of the listed entity as an independent director.
  - 7. I have registered with the Independent Directors Data Bank maintained by Indian Institute of Corporate Affairs on the <https://www.independentdirectorsdatabank.in>
  - 8. I affirm to make an application for renewal for a further period of one year or five years or for the life-time, within a period of thirty days from the date of expiry of the period up to which my name was applied for inclusion in the data bank.

Sd/-

**Vishwajeet Nalinkant Mehta**  
**Director**  
**DIN: 02800993**

Sd/-

**Vishwaskumar Ashokkumar Sharma**  
**Director**  
**DIN: 06716653**



## Annexure – II

## Form No. MR-3

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2024

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

To,  
**The Members,**  
**Paramount Cosmetics (India) Limited**  
 (CIN: L24240GJ1985PLC008282)  
 Gujarat

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Paramount Cosmetics (India) Limited** (hereinafter referred as “the company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2024** ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31<sup>st</sup> March, 2024** according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. 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 Borrowing. **(not applicable to the company during the audit period);**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. **(not applicable to the company during the audit period);**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat Equity) Regulations, 2021 **(not applicable to the company during the audit period);**
  - (e) 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 to the company during the audit period);**

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

I have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the provisions Drugs & Cosmetic Act, 1940 and rules made there under.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.  
(ii) The Uniform Listing Agreement entered into by the Company with BSE Limited (BSE).

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

- 1. The Company has failed to attach financial result copy along with the outcome of board meeting required to be submitted under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations within 30 minutes from the conclusion of the board meeting for the quarter ended on March 23.**

**I further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There has been no change in the composition of the Board of Directors during the audit period.

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

Board takes decision by majority of directors while the dissenting directors' views are captured and recorded as part of the minutes.

**I further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable Laws, Rules, Regulations and guidelines.

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

- i. Public/Rights/Preferential issue of Shares/debentures/sweat equity.
- ii. Redemption/buy-back of securities.
- iii. Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.
- iv. Merger/ amalgamation/ reconstruction, etc.
- v. Foreign technical collaborations.

**For, BARKHA DESHMUKH & ASSOCIATES**  
**Company Secretaries**

**Place: Mumbai**  
**Date: 01/08/2024**

**Barkha Deshmukh**  
**Proprietor**  
**ACS:44265**  
**COP:22628**  
**PR No:- 3092/2023**  
**UDIN: A044265F000871311**

**Note: This report is to be read with my letter of even date which is annexed as Annexure herewith and forms and integral part of this report.**

**Annexure to Secretarial Audit Report**

To,  
The Members,  
**Paramount Cosmetics (India) Limited**  
Gujarat.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our 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 representations 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 and 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, BARKHA DESHMUKH AND ASSOCIATES,  
COMPANY SECRETARIES**

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**BARKHA DESHMUKH**  
**PROPRIETOR**  
**ACS: 44265**  
**COP:22628**  
**PR No:- 3092/2023**  
**UDIN: A044265F000871311**

**Place: MUMBAI**  
**Date: 01/08/2024**

## ANNEXURE - III

## FORM NO. AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-Section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso there to.

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

1. Details of contracts or arrangements or transactions not at arm's length basis : NIL
2. Details of material contracts or arrangement or transactions at arm's length basis:

Sl. No.	Particular	Details
	Name(s) of the related party and nature of relationship	Paramount KumKum Private Limited
2.	Nature of contracts/ arrangements/ transactions	Purchases, Sales and Services
3.	Duration of the contracts/ arrangements/ transactions	Ongoing - based on a) Selling and Distribution Agreement and b) Rental Agreement
4.	Salient terms of the contracts or arrangements or transactions	a) Selling goods and distribution services as per the agreement. b) Taking of premises on rental basis for official purpose situated at located at 902 – 904, 9 <sup>th</sup> floor, Prestige Meridian 1, 29, M. G. Road, Bangalore – 560001 and at No 79, Lenin Sarani, Commercial Point, Room No. 209, Kolkata – 700013 on the terms and conditions set out in the Rental Agreement.
5.	Value of transactions	Transaction value for the Financial Year 2023-24 <b>Sales &amp; Purchases - (Rs.) 20,14,09,287</b> <b>Rent Expenses - (Rs.) 29,94,750</b> <b>Rent Income - (Rs.) 61,20,000</b>
		Estimated Transaction Value for the Financial Year 2024-25 <b>(Rs.) 50,00,00,000/-</b>
6.	Date(s) of approval by the Board	
7.	Amount paid as advances	Nil

**For and on behalf of the Board of Directors  
Paramount Cosmetics (India) Limited**

**Sd/-  
Hiitesh Topiwaalla  
Managing Director  
DIN: 01603345**

**Sd/-  
Aartii Topiwaalla  
Director  
DIN: 03487105**

**ANNEXURE – IV****Disclosure regarding Managerial Remuneration as required under Section 197(12) of the Companies Act, 2013 Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

	<b><u>Requirements</u></b>	<b><u>Disclosures</u></b>
(i)	The ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the Financial Year;	Managing Director Mr. Hiitesh Topiiwaalla did not receive salary in the entire year 2023-24 so this comparison does not arise.
(ii)	The percentage increase in aggregate remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or manager, if any, in the Financial Year;	Managing Director: Nil % CFO: 6% Company Secretary: 34%
(iii)	The percentage increase in the median remuneration of employees in the Financial Year;	Nil
(iv)	The number of permanent employees on the rolls of Company as on 31/03/2024;	As on 31st March 2024 59 members.
(v)	The explanation on the relation between average increase in remuneration and company performance;	Increase in remuneration is based on the industrial standard and experience of each employees.
(vi)	Comaparison of the remuneration of the Key Managerial Personnel against the performance of the company;	Remuneration paid to Key Managerial Personnel is based on remunation policy of the company.
(vii)	Variations in the market capitalisation of the Company, price earning ratio as at closing date of the current Fiancial Year and previous Financial Year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last Public Offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the Company as at the current Fiancial Year and previous Financial Year;	There is no material variation in the share price.
(viii)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year andits comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	This is as per the company's increment guidelines.
(ix)	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company;	This is as per the company's increment guidelines.
(x)	The key parameters for any variable component of remuneration availed by the Directors;	NA
(xi)	The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year;	NA
(xii)	Affirmation that the remuneration is as per the remuneration policy of the Company.	Yes

For and on behalf of the  
Board of Directors  
**PARAMOUNT  
COSMETICS (INDIA)  
LIMITED**

Date: 13.08.2024  
Place: Bangalore

Sd/-  
Hiitesh Topiiwaalla  
Managing Director  
(DIN 01603345)

Sd/-  
Aartii Topiwaala  
Director  
(DIN 03487105)

## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Statements in this Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied. Some important factors that could influence the Company's operations include the effects of demand & supply conditions affecting the selling prices of our products, raw material availability, and prices, future changes in government policies & regulations, tax laws, economic conditions within the country, and various other factors.

### **➤ INDUSTRY OUTLOOK**

The cosmetics industry shows no signs of stopping: as self-care and wellness shall become more important to consumers worldwide in the years to come. Innovations and technology adoption in the industry have intensified competition among brands. Many multinational brands have entered the Indian market, primarily aided by dedicated support structure and their respective pricing strategies. The Indian cosmetics industry is majorly categorised into skin care, hair care, oral care, fragrances, and colour cosmetics segments. The market will continue to rise strongly due to consumers' growing choice of speciality cosmetic products such as organic, herbal, and ayurvedic items. Colour cosmetics, perfumes, specialised skin care, hair care, and makeup cosmetics are the main industries predicted to increase. The market competition for domestic brands is increasing due to a growing number of international companies entering the Indian personal care and cosmetics market.

The market will continue to rise strongly due to consumers' growing choice of speciality cosmetic products such as organic, herbal, and ayurvedic items. Colour cosmetics, perfumes, specialised skin care, hair care, and makeup cosmetics are the main industries predicted to increase. The market competition for domestic brands is increasing due to a growing number of international companies entering the Indian personal care and cosmetics market. With increasing awareness of health and environmental sustainability, there's a growing demand for organic and natural color cosmetics. Color Cosmetics refer to makeup products used to enhance or alter the appearance of the face, eyes, lips, and nails. Indian traditional products such as Bindi, Kajal, Sindoor are few of the key products other than foundation, lipstick, eyeshadow, mascara, blush, and nail polish. Consumers seek products formulated with natural ingredients, free from harsh chemicals and additives, driving the market for clean beauty products.

Indian Beauty brands are emerging as innovative players in the color cosmetics market. These smaller, often niche brands prioritize creativity, authenticity, and unique brand stories over mass appeal. With a focus on quality and individuality, Indian brands resonate with consumers seeking alternatives to mainstream beauty offerings.

While the industry outlook seems promising but at the same time it also needs to be evaluated considering in recent years, the world has experienced several social phenomena that directly effects the economy and hence the pricing, margins and supply chain related challenges. Geopolitical tensions, global trade uncertainty, energy prices, currency fluctuations, supply chain disruptions, technology disruptions, global fiscal policies, etc.. Such phenomina have direct impact on all growing economies in terms of higher cost of raw materials, disruption in supplies, consumer demand, etc. According to a news article, Indian Retailers see a weak festive boost; getting 7% sales growth against double-digit expectations, according to a survey by the Retailers Association of India (RAI), Retail sales in October and November 2023 grew only 7% compared to the same period 2022, despite the festive season. Over the past decade, daily needs goods brands have increasingly relied on rural India for sales, where purchase behavior is largely linked to farm output. Rural Markets benefitted from a good



harvest this time and also had a lower base last year. Rural demand, which had been rising at twice the rate of urban areas before the pandemic, declined or grew slower than in cities last year until the December quarter when it was at 5.8%. Against that, urban areas expanded 6.8%, despite favorable conditions in rural India, urban areas outpaced rural areas in terms of retail sales growth during the specified period.

### ➤ **DEVELOPMENTS IN THE COMPANY DURING THE CURRENT YEAR**

Paramount Cosmetics (India) Limited has been a trusted name in the Indian traditional cosmetic segment since 1985. It has been grooming India with safe, hygienic, and best-in-quality color cosmetics like Bindis, Kum-Kum, and Kajal under the well-admired and popular brand name “SHILPA”

There is no doubt that 2023-24 was a difficult year with disappointing progress. It was yet another year of challenging macroeconomic environment with inflationary pressure, as well as geopolitical instability impacting people and businesses around. Despite the challenges we came across, we strongly believe our business model is more relevant than ever and we see great opportunities ahead.

### ➤ **FINANCIAL PERFORMANCE**

#### **1. Sales and Other Income**

Sales of your Company for the year was Rs. 2180.62 lacs as against Rs. 2671.84 lacs in the previous year.

#### **2. Material Cost**

The material cost for the year was NIL as against Rs. 580.44 lacs in the previous year.

#### **3. Employment Cost**

The expenses of employment costs for the year was Rs. 226.51 lacs as against Rs. 488.46 lacs in the previous year.

#### **4. Finance Cost**

The interest and Finance charges for the years were Rs.173.63 lacs as against Rs.169.79 lacs in the previous year.

#### **5. Depreciation**

The depreciation for the year was Rs. 67.21 lacs as against Rs. 80.75 lacs in the previous year.

#### **6. Profit Before Tax**

Profit before tax (PBT) stood at Rs. 9.88 lacs as against Rs. 34.65 lacs.

#### **7. Profit/(Loss) After Tax**

Profit after tax (PAT) was Rs. 2.14 lacs as against a profit of Rs. 21.17 lacs in the previous year.

### ➤ **OPPORTUNITIES**

In today's fast-paced world, the cosmetics industry is constantly evolving to meet the ever-changing demands of consumers. With advancements in technology and a growing focus on sustainability, the future of cosmetics looks promising. The Beauty and Personal Care industry is categorized into five segments – body care, hair care, face care, hand care, and color cosmetics.

The usage of social media has increased in an unprecedented way and allows access to

individuals locally and globally and is allowing the company to sell the products both online and offline. Digital technology is revolutionizing the Indian cosmetics industry, right from production to finally engaging with consumers. E-commerce platforms have become essential for personal care product manufacturers to reach their audience, offering convenience and a wide range of products. Artificial Intelligence (AI) and Augmented Reality (AR) are enhancing the online shopping experience, with personalized product recommendations and virtual try-ons.

The company is thinking of expanding into more products with new innovative ideas relating to Indian traditional Cosmetic products. Brands are recognizing the importance of catering to the unique needs of Consumers from various ethnicities and backgrounds. By offering a wide range of options, brands promote inclusivity, allowing individuals to find products that match their skin tone accurately and feel represented in the beauty industry. The company is also thinking of expanding sales and distribution in a greater number of towns with a plan to onboard other brand items in the coming 3 years which can lead to a good expansion of the company.

### ➤ **THREATS**

In the Indian cosmetic industry, several threats pose challenges to companies operating in this sector. Understanding these threats is crucial for strategic planning and risk mitigation. Here are some prominent threats:

1. **Regulatory Compliance:** Stringent regulations regarding product safety, labeling, and ingredient restrictions can pose challenges for Cosmetic companies.
2. **Counterfeit Products:** Counterfeit products are replicas of genuine products that are produced to deceive consumers into believing they are purchasing the original brand. Imitation makeup, skincare products, and perfumes that copy well-known cosmetic brands. Counterfeiting not only results in revenue loss but also tarnishes brand integrity and consumer trust.
3. **Competitive Landscape:** The Indian cosmetic market is highly competitive, with both domestic and international brands vying for market share. Intense competition can lead to pricing pressures, eroding profit margins, and necessitating differentiation strategies to stand out in the crowded marketplace.
4. **Economic Volatility:** Fluctuations in the Indian economy, including currency devaluation, inflation, and changes in consumer spending patterns, can affect purchasing power and consumer confidence, influencing demand for cosmetics and discretionary spending.
5. **Digital Disruption:** The rise of e-commerce and digital platforms transforms the retail landscape, altering consumer shopping behaviors and brand-consumer interactions. Cosmetic companies must adapt their marketing and distribution strategies to thrive in the digital age while mitigating risks such as cybersecurity threats and online counterfeit sales.

Addressing these threats requires a proactive approach, including investing in research and development, strengthening regulatory compliance measures, enhancing brand protection efforts, fostering innovation, diversifying supply chains, and engaging with consumers to understand and adapt to evolving preferences and market dynamics. However, these challenges also provide opportunities for manufacturers to innovate, improve operations, and build consumer trust through transparency and quality assurance

### ➤ **OUTLOOK**

1. **Innovation and Differentiation:** Paramount Cosmetics (India) Limited will continue to focus on innovation and differentiation, leveraging consumer insights, market trends, and technology advancements to develop innovative products that meet the evolving needs of Indian consumers.
2. **Market Expansion:** We aim to further expand our market presence in tier-II and tier-III

cities, capitalize on the growing demand for cosmetics in rural areas, and explore opportunities for further expansion.

3. **Digital Marketing:** Our digital marketing initiatives will be intensified to enhance brand awareness, engage with consumers on digital platforms, and drive online sales growth through targeted marketing campaigns and influencer partnerships.
4. **Sustainability Initiatives:** Paramount Cosmetics (India) Limited remains committed to sustainability and will explore initiatives to reduce environmental impact, promote ethical sourcing practices, and contribute to the well-being of society.

### ➤ **EVOLUTION IN THE FMCG INDUSTRY**

Adapting to the new era in the fast-moving consumer goods (FMCG) sector, adaptation is not merely a strategy but a survival imperative. Over the years, the FMCG sector has witnessed transformative changes, from traditional brick-and-mortar retail dominance to the rise of e-commerce and direct-to-consumer models. This shift has compelled companies to rethink their approaches to manufacturing, distribution, and customer relationships.

Key strategies that enable FMCG firms to thrive amidst rapid change include:

1. **Reducing Dependence on Key Product:** Diversifying product portfolios to reduce reliance on core offerings and mitigate risks associated with market fluctuations.
2. **Launching of another product apart from the key products:** Expanding into adjacent or complementary sectors to capitalize on emerging trends and capture new consumer segments.
3. **Innovative Marketing:** Leveraging data-driven insights and digital platforms to create targeted and personalized marketing campaigns that resonate with evolving consumer preferences.
4. **Rebranding:** Refreshing brand identities and packaging designs to align with modern aesthetics and appeal to changing consumer tastes.
5. **Expansion into Different Markets:** Pursuing geographic expansion into new markets to reach out to larger customer base and to tap into growing consumer demand and diversify revenue streams by adding more channel of distribution.
6. **Adopting Modern Technology:** Embracing digitalization, automation, and artificial intelligence to enhance operational efficiency, optimize supply chain management, and improve customer engagement.

In an era where companies are delivering products within few minutes, servicing to retailers has traditionally taken days. However, times are changing, presenting new opportunities for companies in the FMCG industry to adapt and increase sales. As India matures, companies are realizing the competitive advantage of improving service delivery through maintaining market hygiene, controlling stock flows, minimizing dead stock, and incentivizing tech adoption.

The evolving landscape brings both challenges and opportunities. Embracing technology-driven efficiencies and enhancing service standards not only meets current consumer expectations but also positions companies favorably for future growth in the dynamic FMCG sector. Companies who effectively leverage these changes are poised not just to survive but to thrive in tomorrow's competitive marketplace."

### ➤ **RISKS AND CONCERNS**

The cosmetic industry is a beacon of beauty and self-expression for millions. However, beneath the allure of shimmering eyeshadows and luxurious skincare lies a landscape fraught with risks and concerns that warrant careful consideration. At the forefront of these concerns is **consumer safety**. Cosmetic products, applied directly to the skin and often ingested through lipsticks and balms, must meet stringent safety standards to prevent adverse reactions such as allergic responses or more severe health issues. The presence of allergens,

sensitizers, and potential carcinogens in some formulations underscores the critical need for robust testing and regulation.

In conclusion, while the cosmetic industry offers boundless opportunities for creativity and self-expression, its journey is fraught with risks and concerns that demand vigilance, innovation, and a steadfast commitment to safety, ethics, and sustainability. Navigating these challenges responsibly is not just a business imperative but a moral obligation to uphold consumer trust and well-being in the pursuit of beauty.

➤ **INTERNAL CONTROL SYSTEMS**

Internal control systems form a crucial part of every company to ensure operational efficiency, compliance with regulations, safeguard assets, and maintain accurate financial reporting. The Company has an Internal Audit and control system, manned and managed by qualified and experienced people who continuously assess the effectiveness of internal controls through regular reviews, audits, and evaluations and conduct periodic reviews by management to ensure controls are operating effectively and address any deficiencies promptly. Internal controls should include measures to ensure compliance with regulatory requirements, such as labeling, safety standards, and environmental regulations. Significant audit observations and follow-up actions thereon are reported to the Audit Committee. Audit Committee reviews the adequacy and effectiveness of the Company's internal control and monitors the implementation of audit recommendations including those relating to strengthening of the Company's systems and procedures.

➤ **HUMAN RESOURCES**

Human Resources play a vital role in the cosmetic industry, contributing significantly to its success and sustainability. Human Resources is indispensable in the cosmetic industry for driving talent management, fostering a culture of innovation, ensuring regulatory compliance, and enhancing overall organizational effectiveness. By investing in their workforce and nurturing a supportive workplace environment, a company can achieve sustainable growth and maintain a competitive edge in the global market.

The Human Resources bridges the gap between the management and employees in the Company. Additionally, the fact that the company focuses on the betterment of its employees is commendable. Employee development and well-being contribute not only to individual growth but also to overall company success and morale. With 59 employees as of March 31<sup>st</sup> 2024, it's clear that your company is of a moderate size, where each employee's contributions can make a significant impact.

➤ **CONCLUSION**

This fiscal year, was another challenging year for the company. Though during the fiscal year it was an average performance of Paramount Cosmetics (India) Limited, with a forward looking approach and rebuilding on the brand value, keeping the focus on existing products, innovation and sustainability, we are well-positioned to navigate challenges and capitalize on opportunities for sustained growth and value creation in the dynamic Indian traditional cosmetics market.

**For and on behalf of the Board of Directors**  
**Paramount Cosmetics (India) Limited**

**Sd/-**  
**Hiitesh Topiwaalla**  
**Managing Director**  
**DIN: 01603345**

**Sd/-**  
**Aarti Topiwaala**  
**Director**  
**DIN: 03487105**

## ANNEXURE – V

**REPORT ON CORPORATE GOVERNANCE****CORPORATE GOVERNANCE:**

The Company's philosophy on Corporate Governance is in line with the requirements of The SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 and is based on fundamental principles of Fairness, Accountability, Transparency, Integrity and Honesty to achieve sustainable growth.

The Company has a strong legacy of fair, transparent and ethical governance practices. The Board of Directors of the Company are responsible for and committed to sound principles of Corporate Governance in the Company. The Board plays a crucial role in overseeing how the management serves the short and long-term interests of shareholders and other stakeholders. Company's mission is to constantly review its systems and procedures to achieve the highest level of Corporate Governance.

Company has adopted best practice and ethics to conduct while interacting with Shareholders, Employees, Government, Lenders, Banks and other constituents.

**I. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

At Paramount Cosmetics (India) Limited, Corporate Governance has been an integral part of our business since inception. We believe that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics.

The corporate governance structure in the Company ensures that its Board of Directors is well informed and well equipped to fulfill its overall responsibility by way of providing strategic direction to the senior management, employees, etc. which is needed to meet the aspirations of all stakeholders, including societal expectations. It's initiatives towards adhering to highest standards of governance includes professionalization of the Board and fair and transparent processes and reporting systems.

**II. BOARD OF DIRECTORS****A. BOARD COMPOSITION**

Name of Director	Category	Relationship with Other Director	Attendance Particulars			No. of Directorship in Domestic Public Companies**		No. of Committee membership in public companies***	
			No. of Board Meetings		Last AGM	As Chairman	As Director	As Chairman	As Director
			Held	Attended					
Mr. Hiitesh Topiwaalla	Promoter & Executive Director	Husband of Ms. Aartii Topiwaalla	7	7	Yes	Nil	1	Nil	2
Mrs. Aartii Topiwaalla	Promoter & Non-Executive Director	Wife of Mr. Hiitesh Topiwaalla	7	2	Yes	Nil	1	1	1



Mr. Vishwajeet N Mehta	Independent & Non-Executive Director	None	7	6	Yes	Nil	2	2	1
Mr. Vishwaskumar Ashokkumar Sharma	Independent & Non-Executive Director	None	7	7	Yes	Nil	1	Nil	2

\*\* Number of Directorships in Public Companies includes Paramount Cosmetics (India) Limited.

\*\*\* For this purpose only Audit Committees, Nomination & Remuneration Committees and Stakeholder Relationship Committees of Public Companies have been considered.

NOTE: 1. None of the Non-Executive Directors have substantial shareholding in the Company.  
2. Mr. Vishwajeet N Mehta ceases to be the director of the Company w.e.f. 31.03.2024.

## B. INDEPENDENT DIRECTOR

### Board Independence

Our definition of 'Independence' of Directors is derived from Section 149(6) of the Companies Act, 2013. Based on the confirmation/disclosures received from the Directors and on evaluation of the relationships disclosed, majority of Non-Executive Directors are Independent in terms of the Listing Agreement and the Companies Act, 2013.

### Meetings of Independent Directors

The Independent Directors met one time during the Financial Year ended 31<sup>st</sup> March 2024 on 26<sup>th</sup> March 2024 and inter alia discussed:

- The performance of non-Independent Directors and the Board as a whole;
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

### Disclosures by Independent Directors

All the Independent Directors have made necessary disclosures under the Companies Act, 2013

## C. FAMILIARISATION PROGRAMMES FOR BOARD MEMBERS

All Independent Directors are aware and further updated about their roles, rights, responsibilities in the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the duties and responsibilities of Independent Directors and the Company's business segments were made at the separate meetings of the Independent Directors held during the year.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are regularly circulated to the Directors.

Each Director of the Company has complete access to any information relating to the Company. Independent Directors have the freedom to interact with the Company's Management. They are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry segments of which it is a part. Further, they meet without the presence of the Company's Management Personnel to discuss matters pertaining to the Company's affairs and put forth their combined views to the Managing Director of the Company.

Site visits to various plant locations are organized for the Independent Directors to enable them to understand the operations of the Company.

#### **D. DIRECTORS' MEMBERSHIP IN BOARD/COMMITTEES OF OTHER COMPANIES**

In terms of the Listing Agreement, none of the Directors on the Company's Board is a member of more than ten committees and Chairman of more than five committees (Committees being, Audit Committee and Investors' Grievance Committee) across all the Companies in which they are Director. All the Directors have made necessary disclosures regarding Committee positions held by them in other Companies and do not hold the office of Director in more than ten public Companies.

#### **E. BOARD MEETINGS**

During the financial year 2023-24, the Board of Directors met Seven (7) times on the following dates:

- 1) 19.04.2023
- 2) 30.05.2023
- 3) 11.08.2023
- 4) 04.09.2023
- 5) 09.11.2023
- 6) 09.02.2024
- 7) 26.03.2024

The Company has held at least one Board meeting in every three months. The maximum gap between any two meetings was less than 120 days, as stipulated under Regulation 17(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

#### **F. INFORMATION SUPPLIED TO THE BOARD**

The Board has complete access to all information with the Company. The information is provided to the Board on regular basis and the agenda papers for the meetings are circulated in advance of each meeting. Besides the business items, the agenda includes the items required to be considered by the Board of Directors as per the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 for discussion and consideration at Board Meetings.

#### **G. APPOINTMENT/RE-APPOINTMENT OF DIRECTORS**

The brief resume and other details relating to Ms. Aartii Topiwaala, Director, who have been the longest in office since their last appointment and is liable to retire by rotation, has been mentioned in the Statement annexed to Notice.

### **III. BOARD COMMITTEES**

#### **A. AUDIT COMMITTEE**

##### **Composition:**

The composition of the Audit Committee for FY 2023-24 was as per the requirements of Section 177 of the Companies Act, 2013 and provisions of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015. The composition of the Audit Committee comprised of following members:



Name of Director	Designation	Category
Mr. Vishwajeet Nalinkat Mehta	Chairman	Non-Executive -Independent Director
Mr. Vishwaskumar Sharma	Member	Non-Executive - Independent Director
Mr. Hiitesh Topiwaalla	Member	Executive Director

### Meetings:

During the Financial Year 2023-24, the Audit Committee met five times. The details of meeting and attendance forms a part of this Report. The time gap between any two meetings was less than four months.

The Chairman of the Audit Committee was present at the last Annual General Meeting, to answer the Shareholders' Queries.

The Committee, in its meeting held on 23<sup>rd</sup> May 2024 reviewed the Annual Accounts for the period ended 31<sup>st</sup> March 2024.

### Terms of Reference:

**The terms of reference/Powers of the Audit Committee are as under:**

#### Powers of Audit Committee

The Audit Committee shall have powers, which should include the following:

- 1) To investigate any activity within its terms of reference.
- 2) To seek information from any employee.
- 3) To obtain outside legal or other professional advice.
- 4) To secure attendance of outsiders with relevant expertise, if it considers necessary.

#### Role of Audit Committee

The role of the Audit Committee shall include the following:

- 1) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- 2) Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- 3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- 4) Reviewing, with the management, the annual financial statements and auditor's report thereon before sub-mission to the board for approval, with particular reference to:
  - a) 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 sub-section 3 of section 134 of the Companies Act, 2013
  - b) Changes, if any, in accounting policies and practices and reasons for the same
  - c) Major accounting entries involving estimates based on the exercise of judgment by management
  - d) Significant adjustments made in the financial statements arising out of audit findings
  - e) Compliance with listing and other legal requirements relating to financial statements
  - f) Disclosure of any related party transactions
  - g) Qualifications in the draft audit report
- 5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- 6) Reviewing, with the management, the statement of uses / application of funds raised through an

issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

- 7) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- 8) Approval or any subsequent modification of transactions of the company with related parties;
- 9) Scrutiny of inter-corporate loans and investments;
- 10) Valuation of undertakings or assets of the company, wherever it is necessary;
- 11) Evaluation of internal financial controls and risk management systems;
- 12) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- 13) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- 14) Discussion with internal auditors of any significant findings and follow up there on;
- 15) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- 16) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- 17) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, share-holders (in case of non-payment of declared dividends) and creditors;
- 18) To review the functioning of the Whistle Blower mechanism;
- 19) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- 20) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- 21)

## B. NOMINATION AND REMUNERATION COMMITTEE

The scope of the activities of the Nomination and Remuneration Committee includes, recommending to the Board, the appointment / re-appointment of Executive Director, to consider, approve and recommend the remuneration of the Whole Time Director/Managing Director.

### Composition:

The composition of the Nomination and Remuneration Committee for FY 2023-24 was as per the requirements of the Companies Act, 2013 and provisions of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015. The composition of the Committee comprised of the following directors as members:

	Name	Designation	Category
1	Mr. V.N. Mehta	Chairman	Non-Executive - Independent Director
2	Mrs. Aartii Topiwaala	Member	Non-Executive - Non Independent Director
3	Mr. Vishwaskumar Sharma	Member	Non-Executive - Independent Director

### Terms of Reference:

The terms of reference/Powers of the Nomination and Remuneration Committee are as under:

- 1) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal.
- 2) To carry out evaluation of every Director's performance.

- 3) To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- 4) To formulate the criteria for evaluation of Independent Directors and the Board.
- 5) To devise a policy on Board diversity.
- 6) To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
- 7) To administer, monitor and formulate detailed terms and conditions of the Employees' Stock Option Scheme including:
  - a) the quantum of options to be granted under Employees' Stock Option Scheme per employee and in aggregate;
  - b) the conditions under which option vested in employees may lapse in case of termination of employment for misconduct;
  - c) the exercise period within which the employee should exercise the option, and that the option would lapse on failure to exercise the option within the exercise period;
  - d) the specified time period within which the employee shall exercise the vested options in the event of termination or resignation of an employee;
  - e) the right of an employee to exercise all options vested in him at one time or various points of time within the exercise period;
  - f) the procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions, such as rights issues, bonus issues, merger, sale of division and others;
  - g) the granting, vesting and exercising of options in case of employees who are on long leave; and
  - h) the procedure for cashless exercise of options.
- 8) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;
- 9) To perform such other functions as may be necessary or appropriate for the performance of its duties.

### Meeting Details

During the Financial Year 2023-24, the Nomination and Remuneration Committee met twice. The details of meeting and attendance are given separately in this Report.

## C. STAKEHOLDERS RELATIONSHIP COMMITTEE

### Constitution:

The Stakeholders Relationship Committee for FY 2023-24 constituted following members:

Name	Designation	Category
Mrs. Aartii Topiwaala	Chairman	Non-Executive - Non Independent Director
Mr. V.N. Mehta	Member	Non-Executive - Independent Director
Mr. Hiitesh Topiwaalla	Member	Executive Director

The Company has fulfilled all the compliance requirements under Regulation 20 of the Listing Regulations (as amended) as regards the Stakeholders' Relationship Committee.

### Terms of Reference

The Shareholders' Relationship Committee has been constituted to specifically look into the redressal of Shareholders' complaints and other Stakeholders related issues. The scope of activities of the Committee is to look into specific investor complaints, approve the transfer/transmission of shares, approve issue of duplicate share certificate, etc.

The Shareholders' Relationship Committee met once during the year and the details of meetings and attendance are given in this Report.

### Compliance Officer

The Company Secretary of the Company is the Compliance Officer as per the requirements of SEBI.

### Complaints received/resolved

#### Investor Complaints status as on 31st March 2024:

Opening Balance	Received during the financial year	Resolved during the financial year	Closing Balance
0	0	0	0

### Pending Share Transfers

No requests for Transfer and/or Dematerialization were pending for redressal as on 31<sup>st</sup> March 2024.

## E. Meetings of Board Committees held during the year and Directors' attendance

Board Committees	Audit Committee	Nomination & Remuneration Committee	Stakeholder's Relationship Committee
<b>Meetings Held</b>	5	2	1
<u>Name of the Directors:</u>			
Mr. Hiitesh Topiwaalla	5	-	1
Mrs. Aartii Topiwaala	-	0	1
Mr. V.N. Mehta	4	2	0
Mr. Vishwaskumar Sharma	5	2	-

## I. POLICIES

### A. CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct (the Code) applicable for Directors, Managers, Officers and Associates.

The Company has adopted this Code of Conduct and Ethics as a testimony of its commitment to adhere to the standards of loyalty, honesty, integrity and the avoidance of conflicts of interest. The rules and principles set forth in this code are general in nature and the compliance with the code shall be ensured read with other applicable policies and procedures of the company. The Directors, Managers, Officers and Associates may contact the Head-HR or the Compliance Officer for assistance in interpreting the requirements of this code.

The Code is applicable to Board Members and Senior Management to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical Conduct of Business and Compliance of Law. The Code includes -

- Compliance with Laws, rules & regulations
- Conflict of Interest
- Reporting standards
- Competition and fair dealing
- Whistle blower policy
- Policy against retaliation
- Compliance with code
- Independent Directors – Roles and Responsibilities

### B. REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND

## OTHER EMPLOYEES

The objective of this policy is directed towards having a compensation philosophy and structure that will reward and retain talent.

The Remuneration to Managing Director shall take into account the Company's overall performance, MD's contribution for the same & trends in the industry in general, in a manner which will ensure and support a high-performance culture.

The Remuneration to others will be such as to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

The Company has no stock options plans and no payment by way of bonus, pension, incentives etc. shall be paid.

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

The above criteria and policy are subject to review by the Nomination & Remuneration committee & the Board of Directors of the Company.

## C. WHISTLE BLOWER POLICY

Compliant and Investigation Procedures for Accounting, Internal Accounting Controls, Fraud, Auditing Matters or others:

All Directors, Managers, Officers, and Associates of the Company are responsible to report in good faith, questionable accounting/auditing matters, and internal accounting controls, financial reporting (Accounting Complaints), any violations, fraudulent/unethical practices, misconduct or such other genuine concerns, which are against the interests of the Company. It is the policy of the Company to treat such complaints seriously and expeditiously.

The reporting, which will be free of retaliation and discrimination, shall be in writing either by way of email or letter. While the policy encourages Directors, Managers, Officers, and Associates to disclose their names, the reporting may also be made anonymously.

The reporting for other than accounting complaints may be made to the Associate-In-Charge (AIC) of the function to which the Associate belongs and the AIC in turn shall report to the Managing Director. However, if Associate is unwilling or unable to report or complaint through AIC for any specific reason, he may directly report or complain to the MD or the Chairman of the Audit

Committee, by disclosing the reason for doing so. In case of key management personnel at all the levels and head of various function, the reporting may be directly made to the MD or the Chairman of the Audit Committee. In regard to the accounting complaints, the reporting shall be made to the Compliance Officer, who shall directly report to the MD or the Chairman of the Audit Committee for review and investigation under its direction.

**No personnel have been denied access to the Chairman of the Audit Committee.**

There is a vigil Mechanism and it is working. During the year no complaints, reference or instances of fraud is reported.

## D. POLICY ON RELATED PARTY TRANSACTIONS

In line with the requirements of the Companies Act, 2013 and Listing Regulations, the Company has formulated a Policy on Related Party Transactions. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

This Policy specifically deals with the review and approval of Material Related Party Transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions. All Related Party Transactions are placed before the Audit Committee for review and approval.

## II. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report forms part of the Annual Report.

## III. SHAREHOLDING OF DIRECTORS

Details of the share of the Company held by Non-Executive Directors as on March 31, 2024:

Sl. No.	Name of Directors	No. of Equity Shares held	% of Total Paid-up Equity Capital
1	Mr. V.N. Mehta	169	0.0035%
2	Mr. Vishwaskumar Sharma	Nil	Nil
3	Ms. Aartii Topiwaala	2,600	0.0535%

## IV. GENERAL BODY MEETING

The details of the Annual General Meetings held during last three year immediately before March 31, 2023 is given in Table below:

Year	Date	Venue	Time	No. of Special Resolutions Passed at AGM
2022-23	September 29, 2023	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	11.00 am	0
2021-22	September 30, 2022	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	11.00 am	3
2020-21	September 30, 2021	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	2.00 pm	1

## V. DISCLOSURES

- (i) **Details of Non-Compliance by the Company:** The Company has complied with the requirements of the Stock Exchange, SEBI and other statutory authorities on all matters relating to capital markets during the last three years.
- (ii) **Whistle Blower Policy:** The Company has adopted a Whistle Blower Policy and has established the necessary mechanism for employees to report concerns about unethical behavior. No personnel have been denied access to the Chairman of the Audit Committee.
- (iii) **Disclosure by Senior Management:** Senior Management has made disclosure to the Board relating to material financial and commercial transactions stating that they did not have personal interest that could result in a conflict with the interest of the Company at large.
- (iv) **Compliance with Mandatory requirements:** The Company has complied with all the mandatory requirements.
- (v) **Unclaimed Dividend:** As per the Companies Act, 2013, Company shall transfer unpaid or unclaimed dividend for a period of seven years shall be transferred to the Investor Education and Protection Fund (IEPF).

In accordance with the following Schedule, the Dividends for the years mentioned as below, if unclaimed for a period of Seven years, will be transferred to IEPF:



Dividend Year	Type of Dividend	Rate of Dividend	Date of declaration	Due date for Transfer to IEPF	Amount Due
2012-13	Final Dividend	6%	30/09/2013	30/11/2020	2,34,906.60
2013-14	Final Dividend	6%	30/09/2014	30/11/2021	2,57,763.80
2014-15	Final Dividend	6%	30/09/2015	30/11/2022	2,67,101.40
2015-16	Final Dividend	5%	30/09/2016	30/11/2023	2,49,899.00
2016-17	Final Dividend	5%	29/09/2017	30/11/2024	2,50,367.00

The shareholders may write to M/s. BgSE Financials Limited before the due dates to claim their unclaimed Dividend. Once the unclaimed Dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.

## VI. MEANS OF COMMUNICATION

Quarterly Results: Publication of Results in the Newspaper and on our website on the given link <https://www.parammount.com/quarterly-results>.

Newspaper wherein results normally published: English and Gujarati newspapers in Gujarat.

## VII. GENERAL SHAREHOLDER INFORMATION

AGM		PARTICULARS
Date	:	September 25, 2024
Time	:	11:00 a.m.
Venue	:	AGM will be held virtually through VC /OAVM.

1. **FINANCIAL YEAR:** 01<sup>st</sup> April, 2023 to 31<sup>st</sup> March, 2024

2. **DATE OF BOOK CLOSURE:**

The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 19, 2024 to Wednesday, September 25, 2024 (both days inclusive).

3. **LISTING ON STOCK EXCHANGE:**

The Company's Shares are listed with following Stock Exchanges:

Listing Address of Stock Exchange	Scrip Name	Scrip Code / Scrip ID
BSE Limited - Phiroze Jeejeebhoy, Towers, Dalal Street, Mumbai - 400 001	PARAMOUNT COSMETICS (INDIA) LTD	507970 / PARMCOS-B

Listing fee: The Company is up-to-date on the payment of Annual Listing Fee.

4. **MARKET PRICE DATA:**

High and Low prices during each month of Financial Year 2023-24 on Bombay Stock Exchange Limited are as under:

Month	High Price	Low Price	Close Price	Volume (No. of Shares)
Apr-23	41.00	31.26	33.59	42,521
May-23	40.80	32.95	36.00	38,137
Jun-23	41.90	34.00	35.50	47,678
Jul-23	41.30	34.05	35.61	36,171
Aug-23	45.57	34.05	39.86	81,894



Sep-23	53.99	38.50	43.74	1,28,889
Oct-23	45.50	39.50	42.94	27,756
Nov-23	45.90	40.50	41.13	35,730
Dec-23	43.99	37.55	41.20	38,732
Jan-24	50.00	38.10	43.61	83,138
Feb-24	47.00	38.10	43.30	60,090
Mar-24	45.99	36.31	37.79	16,043

(Source: This information is compiled from the data available from the website of BSE)

#### 5. REGISTRAR AND SHARE TRANSFER AGENTS:

BgSE Financials Limited

Stock Exchange Towers No. 51, 1st Cross, J.C Road, Bangalore - 560027

Ph: 080 41329661;

Email: [rta\\_admin@bfsi.co.in](mailto:rta_admin@bfsi.co.in), [rta@bfsi.co.in](mailto:rta@bfsi.co.in), [cs\\_rta@bfsi.co.in](mailto:cs_rta@bfsi.co.in)

#### 6. SHARE TRANSFER SYSTEM:

The Shares are accepted for registration of transfer at the Corporate Office of the Company in addition to the office of Registrar and Transfer Agent (RTA). M/s BgSE Financials Limited is fully equipped to undertake the activities of Share Transfers and redressal of shareholders grievances.

The Company has appointed M/s. BgSE Financials Limited as Share Transfer Agents and all work relating to share transfers is executed by them. Requests from Shareholders holding shares in Physical form, received by the Company and Share Transfer Agents are processed by Registrar and Transfer Agents and subject to all documents being in order are put up for approval to the Share Transfer Committee.

#### 7. DISTRIBUTION OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH 2024:

Share held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shares held
01-500	5866	96.13	659301	13.58
501-1000	147	2.41	110055	2.27
1001-2000	53	0.87	75516	1.56
2001-3000	15	0.25	36869	0.76
3001-4000	10	0.16	36098	0.74
4001-5000	2	0.03	9369	0.19
5001-10000	0	0.00	0	0.00
10001-50000	5	0.08	86789	1.79
50001 and above	4	0.07	3841003	79.11
<b>Total</b>	<b>6102</b>	<b>100.00</b>	<b>4855000</b>	<b>100.00</b>

#### 8. SHAREHOLDING PATTERN AS ON 31ST MARCH 2024:

Category	No. Of Shares Held	Percentage of Shareholding
Promoter & Promotor Group	3630740	74.78
Financial Institutions / Banks	216623	4.46
Bodies Corporate	10878	0.22

Mutual Funds and Unit Trust of India	3158	0.07
Others	993601	20.46
<b>Total</b>	<b>4855000</b>	<b>100.00</b>

**9. DEMATERIALIZATION OF SHARES AND LIQUIDITY AS ON 31<sup>ST</sup> MARCH, 2024:**

The Company's shares are traded in physical and dematerialized form and are available for trading on both the Depositories in India – National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

4402580 Ordinary Shares of the Company representing 90.68% of the Company's share capital is dematerialized as on 31<sup>st</sup> March, 2024.

Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE 143I01013.

Outstanding ADRs/GDRs/Warrants or any convertible instruments, conversion date and likely impact on equity: **Not Applicable.**

**10. PLANT LOCATION:**

Vapi	:	Plot No. 165/B-15 & 16, 2nd Phase, GIDC VAPI Valsad GJ 396195 IN
Daman	:	168/244 & 168/245, Dabhel Industrial Society Limited, Dabhel, Daman - 396210
Shoolgiri	:	Survey No. 124/3B, Chennapalli Village, Shoolagiri, Hosur, Taluk, Krishnagiri – 635117, Tamilnadu

**Investors Relation Centers**

<b>Corporate Office</b>	Paramount Cosmetics (India) Limited 902-904, 9th Floor, PrestigeMeridian-I, No. 29, M.G.Road, Bangalore – 560 001 Phone: +91 080 2532 0870 / 71 Email: <a href="mailto:compliance.officer@parammount.com">compliance.officer@parammount.com</a> Website: <a href="http://www.parammount.com">www.parammount.com</a>
<b>Registered Office</b>	Paramount Cosmetics (India) Limited Plot No. 165/B-15 & 16, 2nd Phase, GIDC Vapi- 396195, Valsad, Gujarat Email: <a href="mailto:compliance.officer@parammount.com">compliance.officer@parammount.com</a>

**For and on behalf of the Board of Directors**  
**Paramount Cosmetics (India) Limited**

**Sd/-**  
**Hiitesh Topiwaalla**  
**Managing Director**  
**DIN: 01603345**  
Place: Bangalore  
Date: 13.08.2024

**Sd/-**  
**Aartii Topiwaalla**  
**Director**  
**DIN: 03487105**  
Place: Bangalore  
Date: 13.08.2024

**MD/CFO CERTIFICATION**

To,  
The Board of Directors  
**Paramount Cosmetics (India) Limited**

1. We have reviewed the financial statements along with the cash flow statement of Paramount Cosmetics(India) Limited for the year ended 31<sup>st</sup> March 2024 and to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material factor 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.
2. 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.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
  - (i) there are no significant changes in internal control over financial reporting during the year;
  - (ii) there are no significant changes in accounting policies during the year; and
  - (iii) there are no instances of significant fraud of which we have become aware.

**For and on behalf of the Board of Directors**  
**Paramount Cosmetics (India) Limited**

**Sd/-**  
**Hiitesh Topiiwaalla**  
**Managing Director**  
**DIN: 01603345**  
Place: Bangalore  
Date: 23.05.2024

**Sd/-**  
**Rajnish Matta**  
**Chief Financial Officer**  
Place: Bangalore  
Date: 23.05.2024

## 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,  
**PARAMOUNT COSEMETICS (INDIA) LIMITED,**  
Gujarat

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of PARAMOUNT COSEMETICS (INDIA) LIMITED, (CIN: L24240GJ1985PLC008282) and having registered office PLOT NO. 165/B-15 & 16, 2ND PHASE, GIDC VAPI Valsad-396195 (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 (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial year ending on 31<sup>st</sup> March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	HITESH TOPIIWALLA	01603345	01/08/2005
2.	AARTII TOPIWAALA	03487105	14/02/2018
3.	VISHWASKUMAR SHARMA	06716653	14/11/2022
4.	VISHWAJEET NALINKANT MEHTA*	02800993	31/07/2009

\*ceased from directorship of the company w.e.f. 31/03/2024.

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

**For, Barkha Deshmukh and Associates**

Company Secretaries

**Barkha Deshmukh**

Proprietor

ACS: 44265

COP No.:22628

UDIN:A044265F000871366

Place: Mumbai Date: 01.08.2024

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF PARAMOUNT COSMETICS (INDIA) LIMITED

#### Report on the Audit of the financial statements.

#### Opinion

We have audited the accompanying financial statements of M/s. PARAMOUNT COSMETICS (INDIA) LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, notes to the financial statements including material accounting policy information and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other Accounting Principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its Profit, total comprehensive income, its cash flows and changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA" s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on 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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

##### **A) Provisions for taxation, litigation, and other significant provisions**

- (i) Accrual for tax and other contingencies requires the Management to make judgements and estimates in relation to the issues and exposures arising from a range of matters relating to direct tax, indirect tax, transfer pricing arrangements, claims, general legal proceedings, environmental issues, and other eventualities arising in the regular course of business.
- (ii) The key judgement lies in the estimation of provisions where they may differ from the future obligations.

By nature, provision is difficult to estimate and includes many variables. Additionally, depending on timing, there is a risk that costs could be provided inappropriately that are not yet committed.

**How the matter was addressed in Our audit procedures included:**

- (i) We tested the effectiveness of controls around the recognition of provisions.
- (ii) We used our subject matter experts to assess the value of material provisions in light of the nature of the exposures, applicable regulations, and related correspondence with the authorities.
- (iii) We challenged the assumptions and critical judgements made by management which impacted their estimate of the provisions required, considering judgements previously made by the authorities in the relevant jurisdictions or any relevant opinions given by the Company's advisors and assessing whether there was an indication of management bias.
- (iv) We discussed the status in respect of significant provisions with the Company's internal tax and legal team.
- (v) We performed retrospective review of management judgements relating to accounting estimate included in the financial statement of prior year and compared with the outcome.

**B) Assessment of contingent liabilities relating to litigations and claims**

- (i) The Company is periodically subject to challenges / scrutiny on range of matters relating to direct tax, indirect tax, and transfer pricing arrangements.
- (ii) Further, potential exposures may also arise from general legal proceedings, environmental issues etc. in the normal course of business.
- (iii) Assessment of contingent liabilities disclosure requires Management to make judgements and estimates in relation to the issues and exposures. Whether the liability is inherently uncertain, the amounts involved are potentially significant and the application of accounting standards to determine the amount, if any, to be provided as liability, is inherently subjective.

**How the matter was addressed in our audit procedures included:**

- (i) We tested the effectiveness of controls around the recording and re-assessment of contingent liabilities.
- (ii) We used our subject matter experts to assess the value of material contingent liabilities in light of the nature of exposures, applicable regulations, and related correspondence with the authorities.
- (iii) We discussed the status and potential exposures in respect of significant litigation and claims with the Company's internal legal team including their views on the likely outcome of each litigation and claim and the magnitude of potential exposure and sighted any relevant opinions given by the Company's advisors.
- (iv) We assessed the adequacy of disclosures made.
- (v) We discussed the status in respect of significant provisions with the Company's internal tax and legal team.
- (vi) We performed retrospective review of management judgements relating to accounting estimate included in the financial statement of prior year and compared with the outcome.

**Information Other than the financial statements and Auditor's Report Thereon**

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

Our opinion on the financial statements does not cover the other information and we do not express any form

of assurance conclusion thereon.

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

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

### **Managements and Board of Directors Responsibility for the financial statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of the financial statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal



financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

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

1. As required by Section 143(3) of the Act, based on our audit 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 as far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the director is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in '**Annexure A**'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (g) With respect to the other matter to be included in the auditor's report in accordance with the requirements of section 197(16) of the act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were amounts which were required to be transferred to the Investor Education and Protection Fund by the Company and same has been transferred accordingly.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. During the Year the company has not declared or paid dividend during the year. Hence, the compliance of Section 123 of the Act is not applicable.
- vi. Based on our examination, which includes test checks, the company has used accounting software for maintaining its books of accounts for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As per proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rule 2014 on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For, PARY & CO.,**  
Chartered Accountants  
Firm Reg. No. 007288C

**Rakesh Kumar Jain**  
Partner  
Membership No: 106109  
UDIN:24106109BKHGYK2875

Place: Surat

Date: 23/05/2024

**ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of PARAMOUNT COSMETICS (INDIA) 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 PARAMOUNT COSMETICS (INDIA) LIMITED (“the company”) as of March 31, 2024, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, 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.

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

The Company’s management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls Over Financial reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For, PARY & CO.,**

Chartered Accountants

Firm Reg. No. 007288C

**Rakesh Kumar Jain**

Partner

Membership No: 106109

UDIN: 24106109BKHGYK2875

Place: Surat

Date: 23/05/2024

### Annexure “B” to the independent Auditors Report

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of PARAMOUNT COSMETICS (INDIA) LIMITED of even date)

**i. In respect of its Property Plant and Equipment, Intangibles:**

- (a) The company is in the process of updating the records to show full particulars, including quantitative details and situation of its Property, Plant and Equipment.
- (b) The company is the process of updating records to show full particulars of intangible assets.
- (c) As stated to us the company is in the process of updating the records of Property, Plant and Equipment and physical verification of Property, Plant and Equipment by the management is in the process of setting up proper procedures depending on the types of assets. During the year physical verification has been made for the part of the assets and no discrepancies have been reported.
- (d) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the company,
- (e) As per information provided to us the Company has not revalued its Property, Plant and Equipment (including, right to use the asset) or intangible asset or both during the year.
- (f) As stated to us no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

**ii. In respect of its inventory:**

- (a) As informed to us, the inventory has been physically verified by the management during the year. The frequency of such verification is reasonable, and procedures and coverage followed by the management is appropriate. No material discrepancies were noticed on such verification between the physical stock and the book records.
- (b) On the basis of our examination of the records of the Company and according to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of rupees five crore from banks on the security of the current assets. The quarterly returns or statements filed by the company with banks or financial institutions are not in agreement with the books of account of the Company, and details of variances and reasons for such variances are disclosed in the note No. 42 of the financial statements.

**iii. In Respect of Investments, Guarantee and Security or Loans and Advances given by the Company**

- (a) During the year the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties as such reporting under this clause and sub clauses does not arise.

**iv. Loan to directors**

In our opinion and according to the information and explanations given to us, the Company has not given loans, made investments, given guarantees, and provided securities which are covered by the provisions of Section 185 and 186 of the Act. Accordingly, paragraph 3(iv) of the Order is not applicable.

**v. Deposits**

The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2024 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company. No order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India

or any Court or any other Tribunal for contravention of these sections or any other relevant provision(s) of the Act and the relevant rules.

**vi. Cost Records**

According to the information and explanations provided to us and as represented by the management, the maintenance of cost records has not been specified for the company by the Central Govt., under sub-section (1) of section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014 (as amended). Hence, the reporting requirements under clause(vi) of paragraph 3 of the order are not applicable.

**vii. Statutory Dues**

- (a) According to the record of the company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service tax, Custom Duty, Excise Duty, Value Added Tax, Cess and any other Statutory dues to the appropriate authorities, have not been deposited regularly with the appropriate authorities. According to the information and explanations given to us there were outstanding statutory dues as on March 31, 2024, for a period of more than six months from the date they become payable as given below:

Name of the Statute	Nature of Dues	Forum where Amount is Pending	Amount (In Lakhs)
Employee State Insurance Act 1948	ESI Monthly Statutory Dues	Employee State Insurance Corporation	8.57
Professional Tax Act 1987	PT Monthly Statutory Dues	Professional Tax	1.63
Provident fund Act, 1925	Interest on provident fund	Employee Provident fund organisation	4.53
Income Tax Act 1961	Interest on TDS	Income Tax Department	15.24
Income Tax Act 1961	Income Tax & Interest on income tax	Income Tax Department	171.27

- (b) There are no dues of income tax, sales tax, value added tax, service tax, goods and service tax, duty of customs, duty of excise which have not been deposited with the appropriate authorities on account of any dispute except the following:

Sl.No	Name of the Statute	Nature of Dues	Forum Where dispute is pending	Due Amount In lakhs
1	Income Tax Act 1961	Income Tax and Interest on Income Tax	Income Tax department	65.37

**viii. Unrecorded Income**

According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions which were not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), as such reporting under this clause does not arise.

**ix. Repayment of Borrowings**

- (a) In our opinion and according to the information and explanations given to us, the Company has not



defaulted in the repayment of loans or borrowings to financial institutions, banks and government and dues to debenture holders.

- (b) According to the information and explanations given to us, the company has not been declared as willful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanations given to us the company term loans were applied for the purpose for which the loans were obtained.
- (d) In our opinion and according to the information and explanations given to us, funds raised on short term basis have not been utilized for long-term purposes.
- (e) The company has not raised any money from any person or entity for the account of or to pay the obligations of its associates, subsidiaries, or joint ventures, hence the reporting under this clause does not arise.
- (f) According to the information and explanations given to us the company the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures, or associate companies.

**x. Funds raised and utilization**

- a. In our opinion and according to the information and explanations given to us, the Company had not raised money by way of initial public offer or further public offer (including debt instruments) during the current financial year as such reporting under this clause and sub clause does not arise.
- b. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under this sub clause Order is not applicable to the Company.

**xi. Reporting of Fraud and Whistleblower complaints**

- (a) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) There were no whistle-blower complaints received by the Company during the audit period.

**xii. Nidhi Company**

The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

**xiii. Compliance of transaction with Related Parties**

In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

**xiv. Internal Audit**

- (a) The company have an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

**xv. Non-Cash Transaction with Directors**

In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

**xvi. Register under RBI Act 1934**

- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 193. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

**xvii. Cash Losses**

The company has not incurred cash losses in the financial year and in the immediately preceding financial year.

**xviii. Resignation of Statutory Auditors**

There has been no resignation of auditor during the reporting period as such reporting under this clause does not arise.

**xix. Material Uncertainty on Meeting Liabilities**

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, we are 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.

**xx. Transfer of Fund Specified under schedule VII of the Companies Act 2013**

The company does not come within the preview of Sec 135 hence reporting under this clause does not arise.

**xxi. Qualifications or adverse remarks by the respective auditors in CARO in consolidated financials.**

The reporting under this clause is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For, PARY & CO.,**  
Chartered Accountants  
Firm Reg. No. 007288C

**Rakesh Kumar Jain**  
Partner  
Membership No: 106109  
UDIN: 24106109BKHGYK2875

Place: Surat

Date: 23/05/2024

**PARAMOUNT COSMETICS (INDIA) LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH, 2024**

( Amount in Rs )

	Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
<b>I</b>	<b>ASSETS</b>			
	<b>Non-Current Assets</b>			
	(a) Property, plant and equipment	4	47,703,321	57,074,405
	(b) Other intangible assets	4	100,131,203	100,203,126
	(c) Financial assets			
	(i) Other financial assets	5	24,395,761	858,749
	(d) Deferred tax assets (net)	6	4,779,904	5,781,065
	(e) Other non current assets	7	1,100,000	58,600,000
	<b>Total Non Current Assets</b>		<b>178,110,189</b>	<b>222,517,345</b>
	<b>Current Assets</b>			
	(a) Inventories	8	169,591,647	131,725,932
	(b) Financial assets			
	(i) Trade receivables	9	38,653,280	62,271,799
	(ii) Cash and cash equivalents	10	1,355,160	2,085,187
	(iii) Bank balances other than above	11	13,431,339	3,404,910
	(iv) Other financial assets	12	3,084,631	2,948,170
	(c) Other current assets	13	4,634,594	5,017,490
	<b>Total Current Assets</b>		<b>230,750,652</b>	<b>207,453,488</b>
	<b>TOTAL - ASSETS</b>		<b>408,860,841</b>	<b>429,970,833</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>			
	<b>Equity</b>			
	(a) Equity share capital	14	48,550,000	48,550,000
	(b) Other equity	15	154,585,433	153,696,609
	<b>Total Equity</b>		<b>203,135,433</b>	<b>202,246,609</b>
	<b>LIABILITIES</b>			
	<b>Non Current Liabilities</b>			
	(a) Financial liabilities			
	(i) Borrowings	16	60,930,433	63,205,978
	(ii) Other financial liabilities	17	12,301,000	13,201,000
	(b) Provisions	18	1,888,401	2,717,126
	(c) Other non current liabilities	19	1,200,000	1,400,000
	<b>Total Non Current Liabilities</b>		<b>76,319,834</b>	<b>80,524,104</b>
	<b>Current Liabilities</b>			
	(a) Financial liabilities			
	(i) Borrowings	20	61,106,678	62,060,618
	(ii) Trade payables	21		
	Dues to micro and small enterprises		2,487,717	8,132,653
	Dues to others		18,250,021	17,865,292
	(iii) Other financial liabilities	22	250,367	500,266
	(b) Other current liabilities	23	28,507,865	41,992,157
	(c) Provisions	24	2,392,872	3,898,326
	(d) Current tax liabilities (net)	25	16,410,054	12,750,808
	<b>Total Current liabilities</b>		<b>129,405,574</b>	<b>147,200,120</b>
	<b>Total Liabilities</b>		<b>205,725,408</b>	<b>227,724,224</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>408,860,841</b>	<b>429,970,833</b>
	<b>Summary of significant accounting policies</b>	3	-	-

The accompanying notes are an integral part of these financial statements

For and on behalf of the Board of Directors  
**PARAMOUNT COSMETICS (INDIA) LIMITED**

**Hiitesh Topiwaalla**  
Director  
(DIN 01603345)

**Rajnish Matta**  
Chief Financial Officer

**Ankita Karnani**  
Company Secretary & Compliance Officer

Place : Bangalore  
Date : 23/05/2024

As per our report of even date  
**For PARY & CO.,**  
Chartered Accountants  
Firm Reg. No. 007288C

**RAKESH KUMAR JAIN**  
Partner  
**Membership No : 106109**  
**UDIN:24106109BKHYK2875**

Place : Surat  
Date : 23/05/2024

**PARAMOUNT COSMETICS (INDIA) LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2024**

( Amount in Rs )			
Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations	26	218,061,838	267,184,079
Other income	27	20,571,218	2,013,773
<b>Total Revenue (I +II)</b>		<b>238,633,056</b>	<b>269,197,852</b>
<b>Expenses:</b>			
Cost of materials consumed	28	-	58,043,674
Purchases of stock-in-trade	29	192,938,505	57,607,143
Changes in inventories of finished goods, stock-in-trade and work-in-progress.	30	(37,865,716)	5,815,974
Employee benefits expense	31	22,650,587	48,846,564
Finance costs	32	17,363,197	16,979,465
Depreciation and amortization expense	4	6,720,587	8,075,084
Other expenses	33	35,837,543	70,365,269
<b>Total Expenses</b>		<b>237,644,703</b>	<b>265,733,172</b>
<b>Profit before exceptional and extraordinary items and tax (III - IV)</b>		<b>988,352</b>	<b>3,464,680</b>
Exceptional items		-	-
<b>Profit before extraordinary items and tax (V - VI)</b>		<b>988,352</b>	<b>3,464,680</b>
Extraordinary items		-	-
<b>Profit before tax (VII - VIII)</b>		<b>988,352</b>	<b>3,464,680</b>
<b>Tax expense</b>			
Current tax		-	2,240,190
Deferred tax	45	774,238	(893,066)
Taxes for earlier years		-	-
<b>Net Profit/(Loss) for the period</b>		<b>214,114</b>	<b>2,117,556</b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to profit or loss	34		
- Remeasurement Gains/(losses) on defined benefit plans		901,633	1,683,718
(ii) Income tax relating to items that will not be reclassified to profit or loss			-
- Remeasurement Gains/(losses) on defined benefit plans		(226,923)	713,441
(i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>Total - Other comprehensive income</b>		<b>674,710</b>	<b>2,397,159</b>
<b>Total comprehensive income for the year [(XI)+(XII)]</b>		<b>888,824</b>	<b>4,514,715</b>
<b>Earning per equity share of Rs 10 each</b>			
Basic	35	0.04	0.44
Diluted	35	0.04	0.44
<b>Summary of Significant Accounting Policies</b>	3		

The accompanying notes are an integral part of these financial statements

For and on behalf of the Board of Directors  
**PARAMOUNT COSMETICS (INDIA) LIMITED**

**Hiitesh Topiwaalla**  
 Director  
**(DIN 01603345)**

**Rajnish Matta**  
 Chief Financial Officer

**Ankita Karnani**  
 Company Secretary & Compliance Officer

Place: Bangalore  
 Date : 23/05/2024

As per our report of even date  
**For PARY & CO.,**  
 Chartered Accountants  
**Firm Reg. No. 007288C**

**RAKESH KUMAR JAIN**  
 Partner  
**Membership No : 106109**  
**UDIN:24106109BKHGYK2875**

Place : Surat  
 Date : 23/05/2024

**PARAMOUNT COSMETICS (INDIA) LIMITED**  
**CASHFLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

Particulars	( Amount in Rs. )	
	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>Cash Flow from operating activities</b>		
<b>Profit/(Loss) after tax</b>	<b>214,114</b>	<b>2,117,556</b>
<b>Adjustments for non-cash items:</b>		
Depreciation / Amortization	6,720,227	8,075,084
Profit on sale of Fixed Assets	(10,180,651)	-
Finance costs	17,363,197	16,979,465
Rental Income	(6,120,000)	(1,440,000)
Interest Income	(3,192,915)	(104,796)
Defined benefit plans (OCI)	901,633	(1,030,373)
Provision for Income Tax	774,238	1,347,124
<b>Operating Profit before working capital changes</b>	<b>6,479,843</b>	<b>25,944,059</b>
<b>Movements in working Capital :</b>		
(Decrease) / Increase in Trade payables	(5,260,208)	(12,704,344)
(Decrease) / Increase Other current financial liabilities	(249,899)	2,273,626
(Decrease) / Increase in other current liabilities	(13,484,292)	(13,241,146)
(Decrease) / Increase in short-term provisions	(1,505,454)	108,436
(Decrease) / Increase in other non current financial liabilities	(900,000)	
(Decrease) / Increase in Non Current Provisions	(828,725)	(3,269,997)
(Decrease) / Increase in Other Non current liabilities	(200,000)	
(Decrease) / Increase in Current Tax Liability	3,659,247	3,226,052
Decrease / (Increase) in Other non current financial assets	(23,537,012)	
Decrease / (Increase) in Other Non-current assets	57,500,000	-
Decrease / (Increase) in inventories	(37,865,715)	16,752,733
Decrease / (Increase) in trade receivables	23,618,519	11,879,380
Decrease / (Increase) in Other Bank balances	(10,026,429)	(412,462)
Decrease / (Increase) in other current financial assets	(136,461)	6,962,066
Decrease / (Increase) in Other current assets	382,896	(278,458)
<b>Cash generated from / (used in) Operations</b>	<b>(2,353,690)</b>	<b>37,239,944</b>
Direct Taxes Paid (Net of Refunds)	-	(713,179)
<b>Net cash flow from / (used in) operating activities(A)</b>	<b>(2,353,690)</b>	<b>36,526,765</b>
<b>Cash Flow from investing activities</b>		
Purchase of Fixed Assets	(158,330)	(1,068,187)
Sale of Fixed Assets	13,061,759	-
Investment	-	19,000
Interest Income	3,192,915	104,796
Rental Income	6,120,000	1,440,000
<b>Net cash flow from / (used in) investing activities (B)</b>	<b>22,216,344</b>	<b>495,610</b>
<b>Cash Flows from financing activities</b>		
Increase (Decrease) in Long Term Borrowings	(2,275,545)	(2,638,790)
Increase (Decrease) in Working Capital Borrowings	(953,940)	(20,817,004)
Interest Expense	(17,363,197)	(16,979,465)
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>(20,592,681)</b>	<b>(40,435,259)</b>
<b>Net Increase / (Decrease) in cash and cash equivalents (A+B+C)</b>	<b>(730,027)</b>	<b>(3,412,884)</b>
Cash and cash equivalents at the beginning of the year	2,085,187	5,498,071
<b>Cash and Cash Equivalents at the end of the year</b>	<b>1,355,160</b>	<b>2,085,187</b>
<b>Components of Cash and Cash Equivalents</b>		
Cash on Hand	359,587	355,533
With Banks	995,574	1,729,654
<b>Total Cash and Cash Equivalents</b>	<b>1,355,160</b>	<b>2,085,187</b>

The accompanying notes are an integral part of these financial statements

For and on behalf of the Board of Directors  
**PARAMOUNT COSMETICS (INDIA) LIMITED**

**Hiitesh Topiwaalla**  
Director  
**(DIN 01603345)**

**Rajnish Matta**  
Chief Financial Officer

**Ankita Karnani**  
Company Secretary & Compliance Officer

As per our report of even date  
**For PARY & CO.,**  
**Chartered Accountants**  
Firm Reg. No. 007288C

**RAKESH KUMAR JAIN**  
Partner  
**Membership No: 106109**  
**UDIN:24106109BKHGYK2875**

Place : Bangalore  
Date : 23/05/2024

Place : Surat  
Date : 23/05/2024

**PARAMOUNT COSMETICS (INDIA) LIMITED**  
**STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

<b>A . Equity Share Capital</b>	<b>(Amount In Rs)</b>	
<b>Particulars</b>	<b>No. of shares</b>	<b>Amount</b>
Balance as on 01.04.2022	4,855,000	48,550,000
Changes in equity share capital from 1st April 2022 to 31st March 2023	-	-
Balance as on 01.04.2023	4,855,000	48,550,000
Changes in equity share capital from 1st April 2023 to 31st March 2024	-	-
<b>Balance as on 31.03.2024</b>	<b>4,855,000</b>	<b>48,550,000</b>

**Note -14****B. Other equity**

<b>Particulars</b>	<b>Capital Reserve</b>	<b>Retained earnings</b>	<b>Security Premium</b>	<b>Other items of OCI</b>	<b>Total Equity</b>
Balance as on 01.04.2022	30,650	41,857,552	108,525,000	(1,231,308)	149,181,894
Profit for the year		2,117,556			2,117,556
Transferred to General Reserve					-
Other comprehensive income				2,397,159	2,397,159
Dividend Paid					-
<b>Total Comprehensive income for the year</b>	-	2,117,556	-	2,397,159	4,514,715
<b>Balance as on 31.03.2023</b>	<b>30,650</b>	<b>43,975,108</b>	<b>108,525,000</b>	<b>1,165,851</b>	<b>153,696,609</b>

<b>Particulars</b>	<b>General Reserve</b>	<b>Retained earnings</b>	<b>Security Premium</b>	<b>Other items of OCI</b>	<b>Total Equity</b>
Balance as on 01.04.2023	30,650	43,975,108	108,525,000	1,165,851	153,696,609
Profit for the year		214,114			214,114
Transfer to General Reserve					-
Other comprehensive income				674,710	674,710
Dividend Paid					-
<b>Total Comprehensive income for the year</b>	-	214,114	-	674,710	888,824
<b>Balance as on 31.03.2024</b>	<b>30,650</b>	<b>44,189,222</b>	<b>108,525,000</b>	<b>1,840,561</b>	<b>154,585,433</b>

For and on behalf of the Board of Directors  
**PARAMOUNT COSMETICS (INDIA) LIMITED**

As per our report of even date  
**For PARY & CO.,**  
Chartered Accountants  
**Firm Reg. No. 007288C**

**Hiitesh Topiwaalla**  
Director  
**(DIN 01603345)**

**Rajnish Matta**  
Chief Financial Officer

**Ankita Karnani**  
Company Secretary & Compliance Officer

**RAKESH KUMAR JAIN**  
Partner  
**Membership No : 106109**  
**UDIN:24106109BKHGYK2875**

Place: Bangalore  
Date : 23/05/2024

Place: Surat  
Date : 23/05/2024

**Note: 5****Other Non-Current Financial Assets**

Particulars	As at March 31, 2024	As at March 31, 2023
Security Deposits	24,395,761	858,749
<b>Total Other Financial Assets</b>	<b>24,395,761</b>	<b>858,749</b>

**Note: 6****Deferred Tax Assets (Net)**

Particulars	As at March 31, 2024	As at March 31, 2023
Related to Disallowances u/s 43B & 40A(7)&40(a) of Income Tax Act. 1961	653,558	789,627
Related to Property, Plant & Equipments	3,753,056	4,991,438
Related to Unabsorbed income tax losses	373,290	-
<b>Total Defferd Taxes</b>	<b>4,779,904</b>	<b>5,781,065</b>

**Note: 7****Other Non Current Assets**

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured Considered good -		
Loans and Advances to Related Parties*	-	57,500,000
Balances With Government Authorities	1,100,000	1,100,000
<b>Total Other non-current assets</b>	<b>1,100,000</b>	<b>58,600,000</b>

\*

During the year the balance of Loans and Advances to Related parties has been converted into two parts through an agreement of Rs.1.25 cr as an interest-free security deposit against a building (owned by the said related party) taken by the company for office use and Rs.4.5 cr towards the business deposit for selling & distribution in specified territories which carries a rate of interest at 9% p.a.

Further out of the 4.5 cr deposit - Rs.3.38 cr has been adjusted against the vendor balance of current year purchases from the said related party.

**Note: 8****Inventories**

Particulars	As at March 31, 2024	As at March 31, 2023
Raw Materials	-	12,036,525
Stock in Trade	169,591,647	119,689,407
<b>Total Inventories</b>	<b>169,591,647</b>	<b>131,725,932</b>



**Note: 9****Trade receivables**

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables- Secured		
Trade Receivables- Unsecured		
(a) Undisputed Trade Receivables considered good		
Less than 6 months	2,909,742	388,550
6 months to 1 year	139,053	72,048
1 to 2 years	129,445	-
2 to 3 years	-	10,780
More Than 3 years	10,571	-
Less:- Provision for doubtful debts	-	-
(b) Trade Receivables which have significant increase in Credit Risk		
Less than 6 months	-	-
6 months to 1 year	-	-
1 to 2 years	-	-
2 to 3 years	-	-
More Than 3 years	35,464,469	61,800,421
Less:- Provision for doubtful debts		
(c) Trade Receivables - credit impaired		
<b>Total Trade receivables</b>	<b>38,653,280</b>	<b>62,271,799</b>

**Note: 10****Cash and Cash Equivalents**

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks in current accounts	995,574	1,729,654
Cash on hand	359,587	355,533
<b>Total Cash and bank balance</b>	<b>1,355,160</b>	<b>2,085,187</b>

**Note: 11****Bank balances other than cash and cash equivalents**

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposit with banks LC margin money	13,180,972	2,904,644
In unclaimed dividend accounts	250,367	500,266
<b>Total Other bank balances</b>	<b>13,431,339</b>	<b>3,404,910</b>

## Note: 12

## Other Current Financial Assets

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured Considered Good-		
Loans & Advances to Employees	2,899,833	2,763,372
Loans & Advances to Related Parties	184,798	184,798
<b>Total Current Loans &amp; Advances</b>	<b>3,084,631</b>	<b>2,948,170</b>

## Note: 13

## Other Current Assets

Particulars	As at March 31, 2024	As at March 31, 2023
Advances given to Suppliers of Goods	2,089,409	3,689,907
Balances With Government Authorities	2,137,864	584,902
Prepaid Expenses	407,321	493,677
Other Receivables	-	249,003
<b>Total Other Current Assets</b>	<b>4,634,594</b>	<b>5,017,489</b>

## Note:-14

## Share Capital

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Amount in Rs	No. of Shares	Amount in Rs
<b>(a) Authorised Share Capital</b>				
Equity shares of 10 each with voting rights	5,000,000	50,000,000	5,000,000	50,000,000
<b>Total - Authorised Share Capital</b>	<b>5,000,000</b>	<b>50,000,000</b>	<b>5,000,000</b>	<b>50,000,000</b>
<b>(b) Issued, subscribed and paid-up share capital comprises:</b>				
<b>(i) Issued Share Capital</b>				
Equity shares of 10 each with voting rights	4,887,150	488,715,000	4,887,150	488,715,000
<b>(ii) Subscribed and Fully paid Share Capital</b>				
Equity shares of 10 each with voting rights	4,855,000	48,550,000	4,855,000	48,550,000
<b>(iii) Equity Shares Reserved for Future Allotment</b>				
Equity shares of 10 each with voting rights	30,500	305,000	30,500	305,000
<b>(iv) Equity Shares Forfeited</b>	1,650	16,500	1,650	16,500
<b>(c) Reconciliation statement of Shares Outstanding</b>				
Opening Balance	4,887,150	488,715,000	4,887,150	488,715,000

<b>Additions</b>				
<b>(a) Fresh Issue</b>	-	-	-	-
<b>(b) Bonus Share</b>	-	-	-	-
<b>(c) Right Share</b>	-	-	-	-
<b>(d) Forfeited</b>	1,650	16,500	1,650	16,500
<b>Closing</b>	<b>4,885,500</b>	<b>488,698,500</b>	<b>4,885,500</b>	<b>488,698,500</b>

(d) The share capital of the company comprises solely of equity shares. The rights, privileges and restrictions on such shares are those as provided normally under the provisions of the Companies Act, 2013.

(e) The company does not have any holding company. Hence, disclosure regarding number of shares held by the holding company, the ultimate holding company, their subsidiary and associates does not arise.

(f) Details of shares held by each shareholder, holding more than 5% shares.

Class of shares / Name of shareholder	As at March 31, 2024		As at March 31, 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Hiitesh Topiiwaalla	2,562,990	52.79%	2,562,990	52.79%
Paramount Kumkum Private Limited	1,065,150	21.94%	1,065,150	21.94%
<b>Total</b>	<b>3,628,140</b>	<b>74.73%</b>	<b>3,628,140</b>	<b>74.73%</b>

(g) NIL shares (NIL shares) were reserved for issuance under auctions and contracts / commitments for the sale of shares / disinvestment.

(h) The company has not allotted fully paid up shares pursuant to contract(s) and fully paid bonus Shares, without payment being received in cash. Further, the Company has not bought back any shares. Hence, disclosure regarding number of shares and class of shares to be bought back does not arise.

(i) There are no securities issued by company which are convertible into equity / preference shares. Hence disclosure regarding terms of convertible security and earliest date of conversion does not arise.

(j) None of the calls are unpaid. Hence disclosure regarding number of shares and amount due from director, officer and others does not arise.

<b>(l) Shares held by the promoters :</b>					
Promoter Name	No of shares held By the Promoters		% of total Shares at the Beginning Of the Year	% of total Shares at End Of the Year	% change during the year
	As at 31.03.2024	As at 31.03.2023			
Hiitesh Topiiwaalla	2,562,990	2,562,990	52.79%	52.79%	0.00%
Aartii Topiwaala	2,600	2,600	0.05%	0.05%	0.00%
Paramount Kumkum Private Limited	1,065,150	1,065,150	21.94%	21.94%	0.00%

## Note: 15

## Other Equity

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Equity Component of Compound Financial Instruments</b>	-	-
Opening Balance	-	-
Add: Additions during the year	-	-
Less: Utilised/ transferred during the year	-	-
Closing Balance	-	-
<b>Securities Premium</b>		
Opening Balance	108,525,000	108,525,000
Add: Any further addition		
Less: Utilised/ transferred during the year		
Closing Balance	108,525,000	108,525,000
<b>Capital Reserve</b>		
Opening Balance	30,650	30,650
Add: Any further addition		
Less: Utilised/ transferred during the year		
Closing Balance	30,650	30,650
<b>Retained Earnings</b>		
Opening Balance	43,975,108	41,857,552
Less: Depreciation charged due to reduction in useful life		
Add: Profit/(Loss) for the year	214,114	2,117,556
Add: Transfer from Equity component of CFI		
Amount available for appropriation	44,189,222	43,975,108
<b>Appropriation</b>		
Interim Dividend	-	-
Tax on Interim Dividend	-	-
Final Dividend	-	-
Tax on Final Dividend (DDT)	-	-
Tax on Dividend for earlier years	-	
Transfer to General Reserve	-	
Closing Balance	44,189,222	43,975,108
<b>Other Comprehensive Income</b>	-	
Remeasurement Gains/(losses) on defined benefit	-	

plans-		
Opening Balance	1,165,851	(1,231,308)
Add or Less : Transactions during the year	674,710	(2,397,159)
Closing Balance	1,840,561	1,165,851
Total Other Equity	154,585,433	153,696,609

**Note: 16****Non-Current Borrowings**

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Secured</b>		
<b>Term Loans</b>		
- From Bank*	30,175,513	40,459,168
<b>Unsecured</b>		
<b>Term Loans</b>		
- From Bank	2,136,745	-
- From Other Parties	6,452,080	580,715
<b>Loans and Advances From Related Parties</b>	22,166,095	22,166,095
<b>Total Non-Current Borrowings</b>	<b>60,930,433</b>	<b>63,205,978</b>

**Details of Security \***

- i. TL & WCTL - 1. Second charge on entire current assets (both present and future) of the company. 2. Second charge on all assets created under expansion, which inter alia includes land and building bearing sy no. 124/3B measuring 2 acres 4 cents situated at chennapalli village, Hosur taluk, Krishnagiri Dist, Tamilnadu. Collateral : 1. Equitable mortgage of 3 flat no. 902, 903 and 904 with built up area of 945 Sq Ft at Prestige Meridian , 29, M G Road, Bangalore owned by Paramount Kum kum on Second charge basis. 2. Lien on FD of Rs. 115 Lakhs (i.e sale proceeds from Daman property) 3. Second charge on Plant & Machinery and other Fixed Assets which are not funded by IDBI Bank
- Personal Gurantee: Irrevocable and unconditional personal gurantee of : Shri Hiitesh Topiwaalla, Managing director of the company on second charge basis. Corporate Gurantee of : M/s. Paramount Kum Kum Private Limited on Second chage basis. NCGTC : Compulsaoirily covered under Guaranteed emergency credit line (GECL) under NCTGC.
- a) Term Loan having outstanding 14.93 Lakhs repayable in remaining 2 EMI's upto May 2024 @ 9.1% pa.
- b) Term Loan having outstanding 67.25 Lakhs repayable in 30 EMI of Rs. 2.24 lakhs payable Up to Sep 2026 @ 8.76%p.a (RLLR+100bp)
- c) Term Loan having outstanding 1.79 Crore repayable in 77 EMI of Rs. 2.31 lakhs payable Up to Aug 2030 @ 9.5%p.a (RLLR+100bp)
- d) Term Loan having outstanding 1.5 Crore repayable in 45 EMI of Rs. 3 lakhs payable Up to Dec 2027 @ 8.04 %p.a (RLLR+100bp)
- ii. Cash Credit - Exclusive charge over all the current assets of the Company, First charge on all assets created under expansion, which inter alia includes land and building bearing sy no. 124/3B measuring 2 acres 4 cents situated at chennapalli village, Hosur taluk, Krishnagiri Dist, Tamilnadu and second charge for WCTL, repayment on demand, Interest is payable @ 8.55% (RLLR+185bps) .
- iii. Unsecured loans from related parties are interest free and are expected to be repaid after 31/03/2025.
- iv. Unsecured loans from other parties are from NBFC repayable in 36 EMIs, It consists of borrowing from 4 Parties and rate of interest varies from 14% to 21%.
- iv. Unsecured loans from bank is from ICICI bank which is repayable in 36 EMI's at rate of interest 16% p.a.

**Note: 17****Other Non Current Financial Liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Deposits	12,301,000	13,201,000
<b>Total Non-Current Provisions</b>	<b>12,301,000</b>	<b>13,201,000</b>

**Note: 18****Non Current Provisions**

Particulars	As at March 31, 2024	As at March 31, 2023
<b><u>Provisions for employee benefits:</u></b>		
Provision for gratuity	1,327,409	1,792,782
Provision for leave encashment	560,992	924,344
<b>Total Non Current Provisions</b>	<b>1,888,401</b>	<b>2,717,126</b>

**Note: 19****Other Non Current Liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023
Subsidy Received (Deferred Income)	1,200,000	1,400,000
<b>Total Non Current Provisions</b>	<b>1,200,000</b>	<b>1,400,000</b>

**Note: 20****Current Borrowings**

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Secured</b>		
<b>Loans repayable on demand</b>		
- Term loan - Current Maturities of long term debt	16,110,596	18,806,600
- Working capital loan	44,996,082	43,254,018
<b>Total Current Borrowings</b>	<b>61,106,678</b>	<b>62,060,618</b>

**Details of Security**

- i. Cash Credit is secured hypothecation Current assets (Present and Future) of entire including all the assets created under expansion and all the current assets of the Company, equitable mortgage of land and building office premises of associate company at Bangalore, personal guarantee of Managing Director of the Company and corporate guarantee of associate company@ 8.55% (RLLR+185bps)

**Note: 21****Trade Payables**

Particulars	As at March 31, 2024	As at March 31, 2023
<b>(i) Due to micro and small enterprises</b>		
Less than One Year	451,580	6,464,902
1 to 2 years	631,137	1,501,548
2 to 3 years	1,405,000	166,203
More than 3 years	-	-

<b>(ii) Dues to others</b>		
<b>Less than One Year</b>	11,936,484	14,356,129
<b>1 to 2 years</b>	3,501,836	640,694
<b>2 to 3 years</b>	178,034	2,868,469
<b>More than 3 years</b>	2,633,666	-
<b>(iii) Disputed dues - micro and small enterprises</b>		
<b>(iv) Disputed dues - others</b>		
<b>Total Trade Payables</b>	<b>20,737,737</b>	<b>25,997,945</b>

**Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006) ("MSMED Act, 2006"):**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
<b>i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;</b>	<b>3,133,528</b>	<b>10,431,095</b>
<b>ii) the amount of interest paid by the buyer in terms of section 16 of MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;</b>	-	-
<b>iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act</b>	-	-
<b>iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and</b>	<b>645,811</b>	<b>2,298,442</b>
<b>v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006.</b>	-	-

The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small Enterprises" enterprises on the basis of information available with the Company

#### **Note: 22**

##### **Other Current Financial Liabilities**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
<b>Unclaimed Dividend*</b>	<b>250,367</b>	<b>500,266</b>
<b>Total Other Current Financial Liabilities</b>	<b>250,367</b>	<b>500,266</b>

\* During the year company has transferred Rs. 2,49,899 from unpaid dividend account to IEPF (Investor Education and Protection Fund) which is due to be transferred during the financial year as per the provisions of companies act 2013.



**Note: 23****Other Current Liabilities**

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory Dues payable	1,229,143	1,525,409
Advance from Customers	2,481,210	4,570,410
Payables for Expenses	20,648,862	31,607,878
Bonus payable	4,148,650	4,288,460
<b>Total Other Current Liabilities</b>	<b>28,507,865</b>	<b>41,992,157</b>

**Note: 24****Short-term Provision**

Particulars	As at March 31, 2024	As at March 31, 2023
Interest accrued on income taxes of earlier years	2,240,313	3,478,027
Provision for Employee benefits -		
Provision for Gratuity	105,811	283,029
Provision for Leave encashment	46,748	137,270
<b>Total Short-term provisions</b>	<b>2,392,872</b>	<b>3,898,326</b>

**Note: 25****Current Tax Liabilities (Net)**

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Income Tax (Net)	16,410,057	12,750,810
<b>Total Current Tax Liabilities (Net)</b>	<b>16,410,057</b>	<b>12,750,810</b>

**Note: 26****Revenue From Operations**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of Products	218,061,838	267,184,079
<b>Total</b>	<b>218,061,838</b>	<b>267,184,079</b>

**Note: 27****Other Income**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest Income	3,192,915	104,796
Rental Income	6,120,000	1,440,000
Profit on Sale of fixed assets	10,180,651	-
Sale of Scrap	-	96,395
<b>Miscellaneous Income</b>	<b>228,338</b>	<b>200,000</b>

Sundry Balances Written off	849,314	172,582
<b>Total</b>	<b>20,571,218</b>	<b>2,013,773</b>

**Note: 28****Cost of Raw Material Consumed**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Stock of Raw Material	-	22,973,284
Add:- Purchases (Net)	-	39,825,907
Add:- Freight Charges	-	420,294
Add:- Clearing & Forwarding Charges	-	1,484,386
Add:- Custom Duty	-	5,376,328
Less:- Closing Stock of Raw Material	-	12,036,525
<b>Total</b>	<b>-</b>	<b>58,043,674</b>

**Note: 29****Purchases of stock-in-trade**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Purchase of traded goods (Net)	192,938,505	57,607,143
<b>Total</b>	<b>192,938,505</b>	<b>57,607,143</b>

**Note: 30****Changes of inventories of finished goods, work-in-progress and Stock-in-Trade**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Inventory		
Finished Goods*	12,036,525	125,505,381
Stock-in-Trade	119,689,407	-
Work-in-Progress		-
Scrap		-
Packaged Goods		-
Closing Inventory		
Finished Goods		-
Stock-in-Trade	169,591,647	119,689,407
Work-in-Progress		-
Scrap		-
Packaged Goods		-
<b>Net (Increase)/Decrease</b>	<b>(37,865,716)</b>	<b>5,815,974</b>

\* Last year closing raw material treated as finished goods or stock in trade as on 1st April 2023 as per new operations of the company.

**Note: 31****Employee benefits expense**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries to Directors	-	3,756,788
Salaries and Wages - Others	20,979,280	42,026,739
Contribution to Provident Fund	572,733	768,332
Contribution to ESI Fund	264,641	229,743
Workmen & Staff Welfare Expenses	70,301	670,731
Bonus	314,232	549,785
Gratuity	449,400	844,446
<b>Total</b>	<b>22,650,587</b>	<b>48,846,564</b>

**Note: 32****Finance costs**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
	-	
Interest Expenses	-	
Bank - on borrowings	11,998,230	12,632,281
Others - on borrowings	4,592,485	3,656,075
Others - delayed payment of IT	-	-
Other borrowing Cost	772,482	691,109
<b>Total</b>	<b>17,363,197</b>	<b>16,979,465</b>

**Note: 33****Other expenses**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Selling & Distribution Expenses		
Sales Promotion Expenses	6,291,387	12,655,159
MES Expenses	5,198,582	8,128,014
CFA Commission & Reimbursements	6,202,942	7,084,261
Carriage Outwards	2,166,538	2,490,755
Advertisement expenses	1,891,353	3,947,683
Royalty	-	5,489,218
<b>Total (A)</b>	<b>21,750,802</b>	<b>39,795,089</b>
Other Expenses		
Consumables	86,220	86,698
Labour Charges	101,360	6,023,880
Power and Fuel	629,374	1,309,542
Repairs and maintenance on building	26,800	121,219

Repairs and maintenance on machinery	-	199,305
Rent	3,536,337	4,253,024
Rates and Taxes	1,998,873	3,068,908
Net Loss on foreign currency transactions and translations	1,035,791	1,587,898
Travelling and conveyance	281,851	607,213
Brokerage Expenses	149,010	340,000
Legal and professional	1,205,618	7,142,409
Repair & Maintenance Other	1,419,416	1,494,869
Recruitment Charges	90,574	590,556
Insurance	851,485	598,271
Membership & Subsriptions	434,555	500,638
Annual Listing Fees	383,500	354,000
Director Sitting Fees	88,000	167,000
Payment Auditors	511,000	511,000
Communication Expenses	519,696	1,102,117
Printing and Stationery	71,106	100,537
Commission Expenses	376,725	-
Miscellaneous expenses	289,450	411,094
Total (B)	14,086,741	30,570,180
Total (A+B)	35,837,543	70,365,269

**Note: 34****Other Comprehensive Income (OCI)**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Items that will not be Reclassified to Profit and Loss Account-		
Remeasurement Gains/(losses) on defined benefit plans	901,633	1,683,718
Income tax relating to items that will not be reclassified to profit or loss	(226,923)	713,441
Total	674,710	2,397,159

**Note: 35****Earning Per Share**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net profit attributable to equity shareholders		
Net profit for the year	214,114	2,117,556
Nominal value per equity share	10.00	10.00
Total number of equity shares outstanding at the beginning of the year	4,855,000	4,855,000

Total number of equity shares outstanding at the end of the year	4,855,000	4,855,000
Weighted average number of equity shares for calculating basic earning per share & diluted earning per share	4,855,000	4,855,000
Basic earning per share	0.04	0.44
Diluted earning per share	0.04	0.44

**Note: 36****Contingent Liabilities and Commitments**

Particulars	31st March 2024	31st March 2023
<b><u>Contingent liabilities not provided for :</u></b>		
Income tax matters	6,537,259	6,472,813
<b>Total</b>	<b>6,537,259</b>	<b>6,472,813</b>

**Note: 37****Foreign Currency Income & Expenditure**

Particulars	31st March 2024	31st March 2023
Value of Imports on CIF Basis in respect of		
Raw Materials and Stock-in-Trade	16,007,165	18,048,309
Expenditure in Foreign Currency :		
Expenditure other than above - nil	-	-
Earnings in Foreign Exchange		
FOB Value of Export	543,798	3,887,240

The company does not have non-resident share holder, therefore disclosure about forex remittances of dividend amount, number share held by them and year to which dividend are related does not arise

**Note: 38****Payments to Auditors**

Particulars	31st March 2024	31st March 2023
Statutory Audit	411,000	411,000
Tax Audit	100,000	100,000

**Note: 39 Leases****a. Company as a Lessor**

The Company has given part of the premises along with Plant & Machinery, Equipments and laboratory with instruments on operating lease. The lease agreement is for a period of 11 months and renewable up to a period of 5 years by mutual consent or mutually agreeable terms. The particulars in respect of such lease are as follows:-

Particulars	31st March 2024	31st March 2023
Lease receipts recognised in statement of profit and loss	6,120,000	1,440,000
Future minimum rental receivables under non-		

<b>cancellable operating lease</b>		
- Not later than one year	4,320,000	2,520,000
- Later than one year and not later than five years		
- Later than five years		

**b. Company as a Lessee**

The Company has taken various premises on operating lease. The lease agreements is for a period of 11 months and renewable by mutual consent or mutually agreeable terms.

<b>Particulars</b>	<b>31st March 2024</b>	<b>31st March 2023</b>
<b>Lease payments recognised in statement of profit and loss</b>	3,536,337	4,253,024
<b>Future minimum rental receivables under non-cancellable operating lease</b>		
- Not later than one year	2,736,960	3,335,910
- Later than one year and not later than five years	199,650	199,650
- Later than five years	-	-

**Note: 40**

**Ind AS-108 Operating Segments**

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating officer i.e. Managing director of the company. On review of operations it is identified that the company has only one segment.

**Note: 41**

**Loans or Advances in the nature of loans granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013.)**

<b>Particulars</b>			<b>31<sup>st</sup> March 2024</b>		<b>31<sup>st</sup> March 2023</b>	
<b>Sl.No</b>	<b>Type of Borrower</b>	<b>Nature Of Relationship</b>	<b>Amount of loan or advance in the nature of loan outstanding</b>	<b>Percentage of the total Loans and Advances in the nature of loans</b>	<b>Amount of loan or advance in the nature of loan outstanding</b>	<b>Percentage of the total Loans and Advances in the nature of loans</b>
<b>(a)</b>	Paramount Kum Kum Pvt Ltd	Enterprises over which Directors have significant influence	-	0.00%	5,75,00,000	95.12%
<b>(b)</b>	Parcos Brands Private Limited	Enterprises over which Directors have significant influence	1,84,798	5.99%	1,84,798	0.31%
<b>Total</b>			<b>184,798</b>	<b>5.99%</b>	<b>57,684,798</b>	<b>95.43%</b>

**Note: 42****Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account**

Particulars	Books	Statement to Bank	Variance	Period
Debtors	53,538,649.00	53,538,000	649.00	Quarter-1
Inventory	144,909,966	144,910,000	(34)	Quarter-1
Debtors	58,083,270	58,165,000	(81,730)	Quarter-2
Inventory	131,416,562	131,417,000	(438)	Quarter-2
Debtors	54,730,758	54,731,000	(242)	Quarter-3
Inventory	130,999,083	130,999,000	83	Quarter-3
Debtors	38,653,280	38,653,000	280	Quarter-4
Inventory	169,591,647	167,758,000	1,833,647	Quarter-4

**Reason for Difference in Debtors:**

During the Year-end the Company reinstated/Regrouped its debtors but the same has not been considered in the statement submitted to the bank.

**Reason for Difference in Inventory:**

- <sup>1)</sup> Differences in inventory in quarter 4 are on account of valuation differences i.e., variation in provisional valuation made by considering provisional rates in the statement submitted to the bank vs Actual valuation made later once books of accounts are finalized.

Nominal Differences in inventories are on account of rounding off in the statements submitted to the bank

**Note: 43****Details of Related party disclosure**

The Company's material related party transactions and outstanding balances are with the following categories of related parties with whom the Company enters into the transaction in the ordinary course of business:

	Description of Relationship	Names of the Related Parties
[a]	Key Management Personnel (KMP)	Mr. Hiitesh Topiwaalla Mrs. Aartii Topiwaalla Mr. Vishwas Kumar Ashok kumar Sharma Mr. Vishwajeet Nalinkat Mehta Mr. Rajnish Matta (CFO)

[b]	Enterprises over which Directors have significant influence	Paramount Kum Kum Private Limited
		Paramount Personal Care Private Limited
		Parcos Brands Private Limited
		Parcos Brands Investments Private Limited
		Parcos Brands Communication Private Limited
		Aiyon Innovations Private Limited
		Impres Health Private Limited
		Farmous Foods Private Limited



		Sepio Innovations Private Limited
		Aiyon Products Private Limited
		Ayurastic Health Private Limited
		Infectionsshield Biotech Private Limited
		Shingar Limited
		Khandelwal & Sharma LLP

#### Nature of Transaction with Related Parties

<b>[i]</b>	<b>Loans Accepted</b>	<b>2023-24</b>	<b>2022-23</b>
	Hiitesh Topiiwaalla	-	10,00,000.00
	Paramount Kum Kum Pvt Ltd	-	9,17,000.00
	Infectionsshield Biotech Private Limited	-	32,68,000.00
	Parcos Brands Private Limited	-	33,000.00
<b>[ii]</b>	<b>Loans and Advances -(Repaid) /Given</b>	<b>2023-24</b>	<b>2022-23</b>
	Farmous Foods Private Limited	-	(20,66,000)
	Paramount Kum Kum Pvt Ltd	(5,75,00,000)	(22,17,000)
	Infectionsshield Biotech Private Limited	-	(11,58,000)
	Parcos Brands Private Limited	-	(2,18,000)
<b>[iv]</b>	<b>Security &amp; Business Deposits Given:</b>		
	Paramount Kum Kum Pvt Ltd	2,37,30,000	-
<b>[iii]</b>	<b>Remuneration</b>	<b>2023-24</b>	<b>2022-23</b>
	Hiitesh Topiiwaalla	-	37,56,788
<b>[iv]</b>	<b>Director Sitting Fee</b>		
	Hiitesh Topiiwaalla	20,000	45,000
	Aartii Topiwaala	5,000	-
	Vishwas Kumar Ashok kumar Sharma	48,000	32,000
	Sishir Desai	-	35,000
	Vishwajeet Nalinkat Mehta	15,000	55,000
<b>[iv]</b>	<b>Rent Expenses</b>	<b>2023-24</b>	<b>2022-23</b>
	Paramount Kum Kum Pvt Ltd	29,94,750	37,30,000
<b>[v]</b>	<b>Sales</b>	<b>2023-24</b>	<b>2022-23</b>

	Paramount Kum Kum Pvt Ltd	2,01,54,287	2,46,65,000
[vi]	Purchases	2023-24	2022-23
	Paramount Kum Kum Pvt Ltd	18,12,55,000	5,76,07,000
[v]	Rent Income	2023-24	2022-23
	Paramount Kum Kum Pvt Ltd	61,20,000	14,40,000
[viii]	Royalty paid	2023-24	2022-23
	Paramount Kum Kum Pvt Ltd	-	54,89,218
[vi]	Outstanding Payable as at Year end	2023-24	2022-23
	Loans & Advances taken outstanding:		
	Hiitesh Topiiwaalla	74,09,496	74,09,496
	Mrs Aartii Topiwaala	4,61,058	4,61,058
	Paramount Kum Kum Private Limited	1,42,95,541	1,42,95,541
		2,21,66,095	2,21,66,095
	Director Sitting Fee :		-
	Hiitesh Topiiwaalla	3,41,000.00	3,13,000.00
	Aartii Topiwaala	10,000.00	5,000.00
	Vishwas Kumar Ashok kumar Sharma	-	16,000.00
	Vishwajeet Nalinkat Mehta	70,000.00	55,000.00
		4,21,000	3,89,000
[vii]	Outstanding Receivable as at Year end	2023-24	2022-23
	Security & Business Deposits :		
	Paramount Kum Kum Private Limited	2,37,30,000	-
	Loans & Advances given outstanding:		
	Paramount Kum Kum Private Limited	-	5,75,00,000
	Parcos Brands Private Limited	1,84,798	1,84,798
	Trade Receivable :		
	Paramount Kum Kum Private Limited	3,71,10,215	6,18,00,421

**Note: 44****Employee benefit plans****1. Defined benefit plans - Gratuity**

In accordance with Indian law, the Company operates a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment, or on termination of employment of an amount equivalent to 15 to 30 days' salary payable for each completed year of service. Vesting occurs upon completion of five continuous years of service. The Company manages the plan through a trust. The following table sets out the details of the defined benefit retirement plans and the amounts recognized in the financial statements:

**[i] Change in benefit obligations**

Particulars	For the period ending	
	31-Mar-24	31-Mar-23
Present Value of Obligation as at the beginning	2,075,811.00	2,915,083.00
Interest Cost	156,017.00	211,193.00
Current Service Cost	293,383.00	633,253.00
Benefits Paid	(190,358)	-
Actuarial (Gain) / Loss on the Obligation	(901,633)	(1,683,718)
Present Value of Obligation as at the end	1,433,220.00	2,075,811.00

**[ii] Change in Fair value of plan assets**

Particulars	For the period ending	
	31-Mar-24	31-Mar-23
Fair Value of Plan Assets as at the beginning	-	-
Expected Return on Plan Assets	-	-
Employer's Contributions	-	-
Benefits Paid	-	-
Actuarial Gain / (Loss) on the Plan Assets	-	-
Fair Value of Plan Assets as at the end	-	-

**[iii] Amount recognized in the Balance Sheet**

Particulars	For the period ending	
	31-Mar-24	31-Mar-23
Current Liability (Short term)	105,811	283,029
Non-Current Liability (Long term)	1,327,409	1,792,782
Present Value of Obligation	1,433,220	2,075,811

**[iv] Expenses Recognised in the Income Statement**

Particulars	For the period ending	
	31-Mar-24	31-Mar-23
Current Service Cost	293,383	633,253
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	156,017	211,193
Expenses Recognised in the Income	449,400	844,446

<b>Statement</b>		
<b>[v] Amount recognized in the Other Comprehensive Income (OCI) for the year</b>		
<b>Particulars</b>	<b>For the period ending</b>	
	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Actuarial (gains) / losses	(901,633)	(1,683,718)
Return on plan assets, excluding amount recognised in net interest expense	-	-
Components of defined benefit costs recognised in other comprehensive income	(901,633)	(1,683,718)
<b>[vi] Funded status - recognized in Balance Sheet</b>		
<b>Particulars</b>	<b>For the period ending</b>	
	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Deficit of plan assets over obligations	-	-
Total - Deficit	-	-
<b>[vii] Category of assets</b>		
<b>Particulars</b>	<b>As on</b>	
	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Funds managed by Insurer	100%	100%
Total	100%	100%
<b>(viii) Principal actuarial assumptions at the balance sheet date :</b>		
<b>Particulars</b>	<b>As on</b>	
	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Discount rate (per annum)	7.20%	7.50%
Salary growth rate (per annum)	7.50%	10.00% for the first 1 year, and 7.50% thereafter
<b>(viii) Gratuity - As per actuarial valuation as at March 31, 2024</b>		
<b>Particulars</b>	<b>As on</b>	
	<b>31-Mar-24</b>	<b>31-Mar-23</b>
Actuarial Assumptions		
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
Normal retirement age	58 Years	58 Years
Attrition / Withdrawal rates, based on Age: (per annum)		
Upto 30 years	3.00%	3.00%
31 - 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%
<b>(ix) Sensitivity Analysis</b>		
<b>Particulars</b>	<b>As on</b>	

	31-Mar-24		31-Mar-23	
	Decrease	Increase	Decrease	Increase
<b>Discount Rate (- / + 1%)</b> (% change compared to base due to sensitivity)	15,74,550 9.9%	13,12,662 -8.4%	22,75,662 9.6%	19,07,626 -8.1%
<b>Salary Growth Rate (- / + 1%)</b> (% change compared to base due to sensitivity)	13,11,930 -8.5%	15,72,716 9.7%	19,06,582 -8.2%	22,73,176 9.5%
<b>Attrition Rate (- / + 50% of attrition rates)</b> (% change compared to base due to sensitivity)	14,42,471 0.6%	14,24,241 -0.6%	20,95,249 0.9%	20,56,743 -0.9%
<b>Mortality Rate (- / + 10% of mortality rates)</b> (% change compared to base due to sensitivity)	14,33,167 0.0%	14,33,273 0.0%	20,75,734 0.0%	20,75,887 0.0%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/rates available on applicable bonds as of the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in the salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

Attrition rate indicated above represents the Company's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

The significant actuarial assumptions for the determination of the defined benefit obligations are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes in the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumption may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. Each year an Asset - Liability matching study is performed in which the consequences of the strategic investment policies are analyzed in terms of risk and return profiles. Investment and contribution policies are integrated within this study.

### **Risk analysis**

Company is exposed to a number of risks in the defined benefit plan. Most significant risks pertaining to defined benefits plan and management estimation of the impact of these risks are as follows:

#### **a. Investment risk**

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to Government of India bonds. If the return on plan asset is below

this rate, it will create a plan deficit.

**b. Interest risk**

A decrease in the interest rate on plan assets will increase the plan liability.

**a. Longevity risk/life expectancy**

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

**b. Salary growth risk**

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

**2. Defined contribution plans:**

A sum of Rs. 8.37 Lakhs has been charged to the Statement of Profit and Loss in respect of Company's contribution to provident fund and employee's state insurance.

**Note: 47**

**Regrouping & Reclassification**

The previous year's figures have been regrouped/reclassified wherever necessary to facilitate comparison with the current year's figures.

**Note: 48**

**Balance Confirmation from Parties**

Balances in parties' accounts are subject to confirmation and reconciliation.

**Note: 49**

**Other Statutory Information**

- a) The title deeds of all the immovable properties disclosed in the financials statements included under Property Plant and Equipment are held in the name of the company as at the balance sheet date.
- b) The Company has not revalued its Property, Plant and Equipment (including, right to use the asset) or intangible asset or both during the year.
- c) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- d) The Company has not been declared as a wilful defaulter by any lender who has powers to declare a company as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when the financial statements are approved.
- e) The Company does not have any transaction with struck-off companies.
- f) The Company does not have any charge or satisfaction of charge which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.
- g) The Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities(intermediaries), with the understanding that the intermediary shall; Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries), or Provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.
- h) The Company does not have any transactions that are not recorded in the books of account but have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as

search or survey or any other relevant provisions of the Income Tax Act, 1961).

i) The company does not come within the preview of sec 135 of the Companies Act hence reporting relating to CSR does not arise.

j) The Company has not traded or invested in Cryptocurrency or Virtual Currency during the financial year.

**Note: 50**

**Other disclosures**

a) As per the MCA notification dated August 05, 2022, Companies (Accounts) Fourth Amendment Rules 2022. The books of accounts along with other relevant records and papers of the companies are currently maintained in electronic mode. These are readily accessible in India at all times and backup is maintained on servers located in India, daily.

b) The disclosures under additional reporting requirements, which do not apply to the company are not disclosed in the current year's financial statements.



**Note: 4****Property, plant, and equipment**

The changes in the carrying value of property, plant, and equipment for the year ended March 31, 2024, were as follows:

Particulars	Land	Building	Plant and equipment	Furniture and fixtures	Vehicles	Office Equipment	Electric Installations	Computer Equipment	Factory Equipment	Moulds	R & D Equipments	Total
Gross Block Cost as on April 1, 2023	7,274,562	65,493,130	46,381,043	10,917,379	2,685,204	1,937,779	7,345,604	2,789,537	280,826	2,635,601	193,174	147,933,839
Additions During the Financial Year	-	-	-	-	-	10,443	-	137,087	-	-	-	147,530
Deletions during the financial year	(2,680,160)	-	(110,108)	-	(1,009,215)	-	-	-	-	-	-	(3,799,483)
Gross Block Cost as on March 31, 2024	4,594,402	65,493,130	46,270,935	10,917,379	1,675,989	1,948,222	7,345,604	2,926,624	280,826	2,635,601	193,174	144,281,885
Accumulated Depreciation as on April 1, 2023	-	(32,439,185)	(34,181,345)	(9,585,876)	(2,440,327)	(1,546,077)	(6,444,298)	(2,485,624)	(214,170)	(1,390,710)	(131,822)	(90,859,434)
Current Year Depreciation	-	(3,140,125)	(2,208,145)	(344,726)	(76,475)	(180,202)	(233,348)	(209,897)	(12,065)	(225,325)	(11,105)	(6,641,413)
Accumulated Depreciation on deletions	-	-	3,549	-	918,734	-	-	-	-	-	-	922,283

Accumulated Depreciation as on March 31,2024	-	(35,579,310)	(36,385,941)	(9,930,602)	(1,598,068)	(1,726,279)	(6,677,646)	(2,695,521)	(226,235)	(1,616,035)	(142,927)	(96,578,564)
Net Block as on April 1, 2023	7,274,562	33,053,945	12,199,698	1,331,503	244,877	391,702	901,306	303,913	66,656	1,244,891	61,352	57,074,405
Net Block as on March 31,2024	4,594,402	29,913,820	9,884,994	986,777	77,921	221,943	667,958	231,103	54,591	1,019,566	50,247	47,703,321

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2023, were as follows:

Particulars	Land	Building	Plant and equipment	Furniture and fixtures	Vehicles	Office Equipment	Electric Installations	Computer Equipment	Factory Equipment	Moulds	R & D Equipments	Total
Gross Block Cost as on April 1, 2022	7,274,562	65,493,130	46,188,393	10,884,379	2,685,204	1,827,564	7,345,604	2,701,340	280,826	2,068,349	156,399	146,905,750
Addition During the Financial Year	-	-	192,650	33,000	-	110,215	-	88,197	-	567,252	36,775	1,028,089
Deletion during the financial year	-	-	-	-	-	-	-	-	-	-	-	-
Gross Block Cost as on March 31, 2023	7,274,562	65,493,130	46,381,043	10,917,379	2,685,204	1,937,779	7,345,604	2,789,537	280,826	2,635,601	193,174	147,933,839
Accumulated Depreciation as on	-	(28,969,434)	(31,505,344)	(9,130,891)	(2,329,123)	(1,306,573)	(6,129,431)	(2,053,384)	(199,439)	(1,164,758)	(113,361)	(82,901,738)

April 1,2022												
Current Year Depreciation	-	(3,469,751)	(2,676,001)	(454,985)	(111,204)	(239,504)	(314,867)	(432,240)	(14,731)	(225,952)	(18,461)	(7,957,696)
Accumulated Depreciation on deletion	-	-	-	-	-	-	-	-	-	-	-	-
Accumulated Depreciation as on March 31,2023	-	(32,439,185)	(34,181,345)	(9,585,876)	(2,440,327)	(1,546,077)	(6,444,298)	(2,485,624)	(214,170)	(1,390,710)	(131,822)	(90,859,434)
Net Block as on April 1,2022	7,274,562	36,523,696	14,683,049	1,753,488	356,081	520,991	1,216,173	647,956	81,387	903,591	43,038	64,004,012
Net Block as on March 31,2023	7,274,562	33,053,945	12,199,698	1,331,503	244,877	391,702	901,306	303,913	66,656	1,244,891	61,352	57,074,405

#### 4.2 Intangible assets

The changes in the carrying value of Intangible assets for the year ended March 31, 2024 were as follows:

Particulars	Computer software	Copyrights, patents and other IPR	Total
Gross Block Cost as on April 1, 2023	1,276,944	100,000,000	101,276,944
Additions During the Financial Year	10,800	-	10,800
Deletions during the financial year	-	-	-
Gross Block Cost as on March 31, 2024	1,287,744	100,000,000	101,287,744
Accumulated Depreciation as on April 1,2023	(1,073,818)	-	(1,073,818)
Current Year Depreciation	(82,723)	-	(82,723)
Accumulated Depreciation on deletions	-	-	-
Accumulated Depreciation as on March 31,2024	(1,156,541)	-	(1,156,541)

Net Block as on April 1,2023	203,126	100,000,000	100,203,126
Net Block as on March 31,2024	131,203	100,000,000	100,131,203

The changes in the carrying value of Intangible assets for the year ended March 31, 2023, were as follows:

Particulars	Computer software	Copyrights, patents and other IPR	Total
Gross Block Cost as on April 1, 2022	1,237,746	100,000,000	101,237,746
Addition During the Financial Year	40,098	-	40,098
Deletion during the financial year	-	-	-
Gross Block Cost as on March 31, 2023	1,277,844	100,000,000	101,277,844
Accumulated Depreciation as on April 1,2022	(956,430)	-	(956,430)
Current Year Depreciation	(117,388)	-	(117,388)
Accumulated Depreciation on deletions	-	-	-
Accumulated Depreciation as on March 31,2023	(1,073,818)	-	(1,073,818)
Net Block as on April 1,2022	281,316	100,000,000	100,281,316
Net Block as on March 31,2023	203,126	100,000,000	100,203,126

Note: 45

Components of Deferred Tax Asset/(Liability)

Components of Deferred Tax Asset/(Liability)						
Particulars	Opening Balance		Current Year Adjustment		Closing Balance	
	March 31, 2023				March 31, 2024	
	Amount	DTA/(DTL)	Amount	DT	Amount	DTA/(DTL)
Difference in Written Down Value of PPE & Intangible Assets	19,832,477	4,991,438	4,920,460	1,238,382	14,912,017	3,753,056
Disallowance u/s 40 a(ia) of Income tax act			(161,010)	(40,523)	161,010	40,523
<b>Disallowance u/s 40A(7) of Income tax act</b>						
Gratuity u/s 40A(7)	2,075,811	522,440	642,591	161,727	1,433,220	360,713
<b>Disallowance u/s 43B</b>						
Leave Salary	1,061,614	267,187	453,874	114,231	607,740	152,956

43B(h) MSE			(394,809)	(99,366)	394,809	99,366
<b>Unabsorbed losses under income tax act</b>			(1,483,192)	(373,290)	1,483,192	373,290
			)			
<b>Total</b>	<b>22,969,902</b>	<b>5,781,065</b>	<b>3,977,915</b>	<b>1,001,161</b>	<b>18,991,987</b>	<b>4,779,904</b>

Current year deferred Tax - portions of statement of profit & loss	7,74,238
Current year deferred Tax - portions of Other Comprehensive income	2,26,923

**Note: 46****Financial Ratios**

Particulars	Formula	2023-24	2022-23	Variance	Reason for Variance
(a) Current Ratio,	Current Asset / Current Liabilities	1.78	1.41	27%	Increase in current ratio is on account of Increase in inventory holding for the current year .
(b) Debt-Equity Ratio,	Debt/ Shareholders funds	0.60	0.62	-3%	NA
(c) Debt Service Coverage Ratio,	(EBITDA-Taxes)/ Interest and Principle	0.17	0.19	-9%	NA
(d) Return on Equity Ratio,	Net Profit After tax Average Shareholders Equity	0.00	0.01	-90%	Reduction in return on equity is on account of reduction in operating profit for the current year .
(e) Inventory turnover ratio,	Cost of Goods Sold Average inventory	1.18	1.22	-3%	NA
(f) Trade Receivables turnover ratio,	Turnover/ Average Trade receivable	4.32	3.92	10%	NA
(g) Trade payables turnover ratio,	Turnover/ Average Trade Payables	9.33	8.26	13%	NA
(h) Net capital turnover ratio,	Turnover/ Average Working	2.70	4.59	-41%	Reduction in capital turnover ratio is on account of decrease in sales of

	capital				the current year as compared to last financial year.
(i) Net profit ratio,	Net profit/ Turnover	0.00	0.01	-88%	Reduction in Net profit ratio is on account of decrease in operation profit for the current year.
(j) Return on Capital employed,	Net profit/ Average Capital Employed	0.00	0.01	-90%	Reduction in return on capital employed is on account of decrease in operating profit for the current year.
(k) Return on investment.	Net Profit/ Average Total Investment	0.00	0.01	-90%	Reduction in return on return on investment is on account of decrease in operating profit for the current year.

Reasons for the variances exceeding 25% has been given.

For and on behalf of the Board of Directors  
**PARAMOUNT COSMETICS (INDIA) LIMITED**

**Hiitesh Topiiwaalla**  
Director  
(DIN 01603345)

**Rajnish Matta**  
Chief Financial Officer

Place: Bangalore  
Date: 23/05/2024

**Ankita Karnani**  
Company Secretary & Compliance Officer

As per our report of even date  
**for PARY & CO.,**  
Chartered Accountants  
**Firm Reg. No. 007288C**

**RAKES KUMAR JAIN**  
Partner  
**Membership No : 106109**  
UDIN:24106109BKHGYK2875

Place: Surat  
Date: 23/05/2024

**PARAMOUNT COSMETICS (INDIA) LIMITED**  
**Notes forming part of the financial statements as at March 31, 2024**

**Notes to Accounts and Significant Accounting Policies**

**Notes forming part of the financial statements**

*(All amounts in Indian Rupees, unless otherwise stated)*

**1 Corporate Information**

Paramount Cosmetics India Ltd("the Company") is a public limited company incorporated and domiciled in India. The Equity shares of the company are listed on the Bombay Stock Exchange(BSE). The Company's Registered Office is Situated at Plot No:165/B-15 &16,2nd Phase, G I D C, Vapi, District Valsad, Gujarat-396195.

The Company Engaged in the Manufacture of Cosmetics Like Bindi, Kunkum, Kajal, and Other Products. The Company has manufacturing facilities in Schoolagiri, Tamilnadu, and Sells primarily in India

The Financials Statements for the Year Ended March 31 2024 were approved by the Board of Directors and Authorised For issue on 23-05-2024

**2 Basis Of Preparation And Measurement**

**2.1.Statement of compliance**

The financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the companies Act, 2013 read with Companies ( Indian Accounting Standards ) Rules, as amended from time to time.

**2.2.Basis of preparation**

The financial statements have been prepared on an accrual and going concern basis.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria asset out in Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for current or non-current classification of assets and liabilities.

The financial statements are presented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency').

**2.3.Basis of measurement**

These financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair value or amortized cost at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

## 2.4.Key Accounting Estimates And Judgements

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

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

Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are in respect of impairment of investments, useful lives of property, plant, and equipment, valuation of deferred tax assets and fair value measurement of financial instruments, these are discussed below. Key sources of estimation of uncertainty in respect of revenue recognition, employee benefits and provisions, and contingent liabilities have been discussed in their respective policies.

### Impairment of Financial Assets

The Company reviews its carrying value of investments carried at amortized cost annually, or more frequently when there is an indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

### Useful lives of property, plant, and equipment

The Company reviews the useful life of property, plant, and equipment at the end of each reporting period. This reassessment may result in a change in depreciation expense in future periods.

### Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period.

### Fair value measurement of financial instruments

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk, and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

## 2.5.Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new accounting standards or amendments to the existing accounting standards. There is no such notification has been published from 01 April 2024.

## 3. Material Accounting Policy Information

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

### 3.1.Property, Plant, and Equipment:

Property, plant, and equipment are stated at cost comprising of the purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less



accumulated depreciation (other than freehold land), and impairment loss, if any.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the Statement of Profit and Loss during the period in which they are incurred.

Gains or losses arising on retirement or disposal of property, plant, and equipment are recognized in the Statement of Profit and Loss.

Property, plant, and equipment that are not ready for intended use as of the date of the Balance Sheet are disclosed as "Capital work-in-progress".

Depreciation is provided on a pro-rata basis on the written-down-value method based on the estimated useful life prescribed under Schedule II to the Companies Act, 2013. Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

The residual values, useful lives, and method of depreciation of property, plant, and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### **3.2.Intangible Assets**

"Intangible assets purchased are initially measured at cost. Subsequently, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any".

"The useful lives of intangible assets are assessed as either finite or indefinite. Finite-life intangible assets are amortized on a straight-line basis over the period of their estimated useful lives. The Company has only one class of finite-life intangible asset, viz., Computer Software whose estimated useful life is 3 years. The amortization period and the amortization method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate".

For indefinite life intangible assets, the assessment of indefinite life is reviewed annually to determine whether it continues, if not, it is impaired or changed prospectively basis revised estimates.

### **3.3.Impairment of Non-financial assets - Tangible and intangible assets**

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

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

### **3.4.Inventories**

Inventories are valued at the lower cost and net realizable value. Cost is computed on a weighted average basis. The cost of finished goods or Stock in Trade includes all costs of purchases and other costs incurred in bringing the inventories to their present location and condition. The net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

### **3.5.Revenue Recognition**

"Revenue from sale of products is recognized when control of products being sold is transferred to

customer and when there are no longer any unfulfilled obligations. The performance obligations in contracts are considered as fulfilled in accordance with the terms agreed with the respective customers.

Revenue is measured at fair value of the consideration received or receivable and are accounted for net of returns, rebates and trade discount. Sales, as disclosed, are exclusive of goods and services tax. The Company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods to a customer, excluding amounts collected on behalf of third parties (for example taxes collected on behalf of government). The consideration promised in a contract with a customer may include fixed consideration, variable consideration (if reversal is less likely in future), or both.

The transaction price is allocated by the Company to each performance obligation in an amount that depicts the amount of consideration to which it expects to be entitled in exchange for transferring the promised goods to the customer.

For each performance obligation identified, the Company determines at contract inception whether it satisfies the performance obligation over time or satisfies the performance obligation a point in time.

When either party to a contract has performed its obligation, an entity shall present the contract in the balance sheet as a contract asset or a contract liability, depending on the relationship between the entity's performance and the customer's payment."

Rental income is recognized on a straight-line basis over the terms of the lease, except for contingent rental income which is recognized when it arises and where a scheduled increase in rent compensates the lessor for expected inflationary costs.

Interest income is recognized using the effective interest method.

Other incomes have been recognized on an accrual basis in the financial statements, except when there is uncertainty of collection.

### **3.6. Cost recognition**

"Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized into the cost of material consumed, employee benefits expenses, finance cost, depreciation and amortization, and other expenses."

The cost of material consumed comprises of PVC sheets, realized paper, packing materials, etc.

Employee benefits expenses include salaries, wages, bonus, incentives and allowances, directors' remuneration, contributions to provident and other funds, and staff welfare expenses.

Selling & distribution expenses comprising of sales promotion and advertising expenses, commission on sales and tour, travel and conveyance and lodging and boarding of sales and marketing team, and establishment Expenses mainly include legal and professional fees to external consultants, facility expenses, travel expenses, insurance costs, auditors' remuneration, communication expenses, bad debts and advances written off, allowances for doubtful trade receivables and advances (net) and miscellaneous expenses. Miscellaneous expense is an aggregation of costs that are individually not material such as packing, water and fuel charges, etc.

### **3.7. Income Taxes**

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognized in statements of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively. Interest expenses and penalties, if any, related to income tax are included in finance costs and other expenses respectively. Interest Income, if any, related to

Income tax is included in Other Income.

#### **Current income taxes**

Current income tax is the expected tax payable/receivable on the taxable income/loss for the year using applicable tax rates for the relevant period, and any adjustment to taxes in respect of previous years.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision arising in the same tax jurisdiction and where there is an intention to settle the asset and the liability on a net basis.

#### **Deferred income taxes**

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

A deferred tax liability is recognized based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period. Deferred tax assets are recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities, and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

### **3.8. Leases**

Leases in which a substantial portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments and receipts under such leases are recognized to the Statement of Profit and Loss on a straight-line basis over the term of the lease.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee.

"Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease if the use of such option is reasonably certain. The Company assesses the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. Accordingly, it recognizes the Right to use assets as well as Lease obligations considering the lease agreement"

### **3.9. Borrowing costs**

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period to get ready for its intended use.

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

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

**3.10.Foreign Currencies**

Foreign currency transactions are translated into functional currency using exchange rates at the date of the transaction. Foreign exchange gains and losses from the settlement of these transactions are recognized in the Statement of Profit and Loss. Foreign currency-denominated monetary assets and liabilities are translated into the functional currency at exchange rates in effect at the balance sheet date, the gain or loss arising from such translations is recognized in the statement of profit & loss.

**3.11.Government Grants**

The company recognizes Government Grants only when there is a reasonable assurance that the conditions attached to them will be complied with, and the grants will be received. Government Grants received in relation to assets are presented in the Balance Sheet by setting up the Grant as deferred income. Grants related to Income are shown separately in the statement of profit and loss.

**3.12.Provisions and Contingent Liabilities**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, an outflow of resources embodying economic benefits will probably be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

**3.13.Cash flow statement**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing, and investing activities of the Company are segregated.

**3.14.Earnings Per Share**

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

To calculate diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

### 3.15. Employee Benefits Defined contribution plans

#### Defined contribution plans

Contributions to defined contribution schemes such as employees' state insurance, labor welfare fund, superannuation scheme, employee pension scheme, etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The company's provident fund contribution, in respect of certain employees, is made to a government-administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

#### Defined benefit plans

The Company provides for retirement/post-retirement benefits in the form of gratuity, and compensated absences, in respect of certain employees. All defined benefit plan obligations are determined based on valuations, as at the Balance Sheet date, made by an independent actuary using the projected unit credit method. The classification of the Company's net obligation into current and non-current is as per the actuarial valuation report.

For defined benefit plans, the amount recognized as 'Employee benefit expenses' in the Statement of Profit and Loss is the cost of accruing employee benefits promised to employees over the year and the costs of individual events such as past/future service benefit changes and settlements (such events are recognized immediately in the Statement of Profit and Loss). The amount of net interest expense calculated by applying the liability discount rate to the net defined benefit liability or asset is charged or credited to 'Finance costs' in the Statement of Profit and Loss. Any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans are recognized immediately in 'Other comprehensive income' and subsequently not reclassified to the Statement of Profit and Loss.

### 3.16. Financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, canceled or have expired.

#### A. Financial Assets

On initial recognition, a financial asset is recognized at fair value. In the case of financial assets that are recognized at fair value through profit and loss (FVTPL), their transaction cost is recognized in the statement of profit and loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset. Financial assets are subsequently classified and measured at - Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of a financial asset or financial liability. In the case of Financial assets which are recognized at fair value through profit and loss (FVTPL), their transaction cost is recognized in the statement of profit and loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset. Financial assets are subsequently classified and measured at

amortized cost fair value through other comprehensive income (FVOCI) fair value through profit and loss (FVTPL)

Financial assets are not reclassified after their recognition, except during the period the Company changes its business model for managing financial assets.

**[a] Cash and cash equivalents**

Cash and cash equivalents are cash, balances with bank and short-term (three months or less from the date of acquisition), highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value

**[b] Trade Receivables and Loans**

Trade receivables are initially recognized at fair value. Subsequently, these assets are held at amortized cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of a financial instrument.

**[c] Debt Instruments**

Debt instruments are initially measured at amortized cost, fair value through other comprehensive income ('FVOCI'), or fair value through profit or loss ('FVTPL') till derecognition based on (i) the company's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

**[i] Measured at amortized cost:**

Financial assets that are held within a business model whose objective is to hold financial assets to collect contractual cash flows that are solely payments of principal and interest are subsequently measured at amortized cost using the effective interest rate ('EIR') method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

**[ii] Measured at fair value through other comprehensive income (FVOCI):**

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income is measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognized in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

**[iii] Measured at fair value through profit or loss (FVTPL):**

A financial asset not classified as either amortized cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognized as 'other income' in the Statement of Profit and Loss.

**[d] Equity Instruments:**

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Company makes such an election on an instrument-by-instrument basis. Fair value changes on an equity instrument are recognized as 'other income' in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognized in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments is recognized as 'other income' in the Statement of Profit and Loss.

**Impairment of Financial Asset**

The Company applies the expected credit loss (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables
- ii. Financial assets measured at amortized cost (other than trade receivables)
- iii. Financial assets measured at fair value through other comprehensive income (FVTOCI)

In the case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as a loss allowance.

In the case of other assets (listed as ii and iii above), the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as a loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on a 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL is a portion of the lifetime ECL that results from default events that are possible within 12 months from the reporting date.

ECL is measured in a manner that reflects unbiased and probability-weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions, and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL allowance recognized (or reversed) during the period is recognized as income/ expense in the Statement of Profit and Loss under the head 'Other expenses'.

## **B. Financial Liabilities**

Financial liabilities are initially measured at the amortized cost unless, at initial recognition, they are classified as fair value through profit and loss. In the case of trade payables, they are initially recognized at fair value and subsequently, these liabilities are held at amortized cost, using the effective interest rate method.

### **Subsequent measurement**

Financial liabilities are subsequently measured at amortized cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognized in the Statement of Profit and Loss.

**For and on behalf of the Board of Directors**  
**PARAMOUNT COSMETICS (INDIA) LIMITED**

**Hiitesh Topiiwaalla**  
Director  
(DIN 01603345)

**Rajnish Matta**  
Chief Financial Officer

**Ankita Karnani**  
Company Secretary & Compliance Officer

As per our report of the even date for  
**PARY & CO.,**  
Chartered Accountants  
**Firm Reg. No. 007288C**

**RAKESH KUMAR JAIN**  
Partner  
**Membership No: 106109**  
**UDIN:24106109BKHGYK2875**

Place: Bangalore  
Date : 23/05/2024

Place: Surat  
Date : 23/05/2024

**PARAMOUNT COSMETICS (INDIA) LIMITED****CIN:** L24240GJ1985PLC008282**Regd. Office:** Plot No. 165/B-15 & 16, 2nd Phase G.I.D.C, Valsad, Vapi, Gujarat - 396195**Corp. Office:** 902, Prestige Meridian-I 9<sup>th</sup> Floor, No 29, M. G. Road, Bangalore-560001**Tel:** 080-25320870 / 71 / 25327357**Email:** compliance.officer@parammount.com**website:** www.parammount.com