

36th  
ANNUAL REPORT  
2022 - 2023



**Jauss Polymers**

**Jauss Polymers Limited**

# ANNUAL REPORT 2022-2023

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## BOARD OF DIRECTORS

### **Ketineni Sayaji Rao**

Chairman cum Director

### **Ketineni Satish Rao**

Managing Director

### **Ketineni Pratibha Rao**

Non Executive Non Independent Director

### **Krishnaswamy M. Madurai**

Non Executive Independent Director

### **Rajani Shrish Ladda**

Non Executive Women Independent Director

### **Saurabh Jibhau Shewale**

Non-executive Independent Director

### **Chief Financial officer**

Raj Kumar Gupta

### **Company Secretary**

\*Aparna Maheshwari

Priya Parashar

## **AUDITORS**

### **MAHESH YADAV & CO.**

1<sup>st</sup> Floor, OPP POWER HOUSE GAJRAJ  
MARKET, MANESAR-122051

## **BANKERS**

Yes Bank

ICICI Bank

## **REGISTERED OFFICE**

**Plot No 51, Roz Ka Meo Industrial Area,  
Sohna, Gurugram-122103**

## **CORPORATE OFFICE**

801-802, 8<sup>th</sup> Floor, Tower-2,  
Assotech Business Cresterra,  
Sector-135, Noida-201301.

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**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 36th Annual General Meeting of Jauss Polymers Limited (the Company) will be held on Friday, September 29, 2023 at 09.30 A.M., at Hakim Ji Ki Choupal, Opp. Batra Hospital, Vill. Ujina, Police Station Nuh, Mewat, Sohna, Haryana-122103 for transacting the following business:

**ORDINARY BUSINESS****To receive, consider and adopt:**

1. To consider and adopt the audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2023 the reports of the Board of Directors and Auditors thereon;
2. To appoint a director in place of Mr. Ketineni Sayaji Rao (DIN: 01045817), who retires by rotation and being eligible, offers himself for reappointment. Brief details of Directors proposed to be appointed or re-appointed as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is duly provided in the Notice of the Annual General Meeting.

**Registered Office:**  
**51, Roz-K-Meolndl. Area,**  
**Sohna, Mewat,**  
**Haryana – 122103**

**By the order of the Board**  
**For JaussPolymers Limited**

**sd/-**  
**Ketineni Sayaji Rao**  
**(DIN: 01045817)**  
**Chairperson**

**Place : Noida**

**Date :September 01, 2023**

**Notes:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules made there under, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies etc. must be supported by an appropriate resolution / authority, as applicable.
2. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, September 23, 2023 to Friday, September 29, 2023 (both days inclusive).
  - I. those members whose name appear on the Register of Members of the Company on September 23, 2023; and
  - II. those members whose name appear as beneficial owners as at the close of business on September 22, 2023, as per details to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited.
3. Members are requested to bring their copy of Annual Report.
4. Members who are holding Company's shares in dematerialized form are requested to bring details of their Depository Account Number for identification.
5. The members intending to seek any information on Annual Accounts at the meeting are requested to kindly inform the Company at least 7 days before the date of the meeting.
6. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated

by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.

7. In terms of SEBI notification, the shares of the Company are subject to compulsory trading only in dematerialized form on the stock exchanges; hence members are requested to convert their physical share certificates into electronic form.
8. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Share Transfer Agents, **M/s Beetal Financial and Computer Services (P) Ltd.**
9. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register the same by submitting a request letter in this respect to the Company / Registrar and Share Transfer Agents, M/s Beetal Financial and Computer Services (P) Ltd. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.
10. The Annual Report including Notice of AGM and Attendance Slip is being sent in electronic mode to members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the members have registered their request for a hard copy of the same. However, physical copy of the Annual Report including Notice of AGM and Attendance Slip is being sent to all members.
11. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays and Sunday, during business hours up to the date of the Meeting.
12. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules made there under and Regulation 44 of the SEBI (LODR) Regulation 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting).
13. Mr. Parvindra Nautiyal (Advocate) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and the voting at AGM in a fair and transparent manner.
14. The facility for voting through polling paper shall also be made available at the Annual General Meeting and Members attending the Annual General Meeting who have not already cast their vote by remote e-voting shall be able to vote at the Annual General Meeting.
15. The Members who have casted their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.
16. The instructions for shareholders remote e-voting are as under:
  - (i) The voting period begins on 26.09.2023 at 9:00 A.M and ends on 28.9.2023 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22.09.2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on "Shareholders" module.
  - (v) 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.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) If you are a first time user follow the steps given below:

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

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) 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.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Jauss Polymers Limited on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) 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.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "**m-Voting**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on

your mobile.

(xx) Note for Non – Individual Shareholders and Custodians –Remote Voting

- 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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 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; [response@jausspolymers.com](mailto:response@jausspolymers.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:evoting@cdslindia.com) or call on 022-23058542/43.

### PROFILE OF DIRECTORS BEING APPOINTED

As required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Directors who are proposed to be appointed are given below.

|                    |  |  |
|--------------------|--|--|
| Name               | <b>Mr. Ketineni Sayaji Rao</b>   |  |
| Age                | 63 year old  |  |
| Qualification      | Graduate from Bombay University with a Masters in Business Administration  |  |
| Expertise          | Ketineni Sayaji Rao (K. S. Rao) is a serial and successful entrepreneur with over 32 years of experience in the business world. His business acumen and skills include building new ventures from the ground up into successful enterprises giving him deep knowledge of the different facets of business like operations, marketing, finance and organizational leadership. With a fantastic track record in business, he is a high net worth individual with strong business acumen who has the courage, will, vision, foresight and knowledge to steer companies towards prosperity |  |
| Other Directorship | <ol style="list-style-type: none"> <li>1. INNOVATIVE TECH PACK LIMITED</li> <li>2. INNOVATIVE DATAMATICS LIMITED</li> <li>3. INNOVATIVE CONTAINER SERVICES PRIVATE LIMITED</li> </ol>  |  |

## DIRECTOR'S REPORT

Your directors have pleasure in presenting this 36<sup>th</sup> Director's Report together with the Audited Financial Statements of your Company for the year ended **March 31, 2023**.

### FINANCIAL DATA

| FINANCIAL RESULTS  | 2022-23                     |                               | 2021-22                     |                               |
|--|-----------------------------|-------------------------------|-----------------------------|-------------------------------|
|  | Standalone<br>(Rs. In Lacs) | Consolidated<br>(Rs. In Lacs) | Standalone<br>(Rs. In Lacs) | Consolidated<br>(Rs. In Lacs) |
| Sales / Other Income   | 0.88                        | 0.88                          | -                           | -                             |
| Gross Profit before interest, depreciation prior Period income and expenditure and impairment Loss and excess provision written back | -                           | -                             | -                           | -                             |
| Interest   | -                           | -                             | 0.51                        | 0.51                          |
| Depreciation   | 4.24                        | 4.24                          | 6.42                        | 6.42                          |
| Profit / (Loss) before prior period adjustment, exceptional items and Tax  | -18.38                      | -18.38                        | -25.06                      | -25.06                        |
| Exceptional items  | -                           | -                             | -                           | -                             |
| Provision for Taxation   | -                           | -                             | -                           | -                             |
| Provision for deferred Tax   | -                           | -                             | -                           | -                             |
| Profit / (Loss) after Tax  | -18.38                      | -18.38                        | -25.06                      | -25.06                        |
| <b>Net Profit</b>  | <b>-18.38</b>               | <b>-18.38</b>                 | <b>-25.06</b>               | <b>-25.06</b>                 |

### TRANSFER TO RESERVES

Your Company proposes not to transfer any amount to the General Reserve.

### DIVIDEND

Your Board has deferred for the time being, the decision to recommend any Dividend for the Financial Year 2022-23.

### MATERIAL CHANGES AND COMMITMENTS

There was no change in the nature of the business of the Company. There were no material changes and commitments affecting the financial position of the Company between March 31, 2023 and the date of this Report.

### SHARE CAPITAL

The paid-up Equity Share Capital as on March 31, 2023 was Rs. **50,655,750** /-. During the year under review, the Company has not issued any shares. The Company has not issued shares with differential voting rights.

### SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has One (1) Subsidiary Company i.e. Innovative Containers Services Private Limited, within the meaning of Section 2(6) of the Companies Act, 2013 ("Act"),

### CONSOLIDATED ACCOUNTS

The accounts of Innovative Containers Services Limited are Consolidated with the Financial Statements of the Company are prepared in accordance with the provisions of the Companies Act, 2013 and the relevant Accounting Standards issued by the Institute of Chartered Accountants of India.

### DIRECTORSHIP

There is no change in directorship during the financial year 2022-2023.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and the Rules made there under and are independent of the management. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise in the fields of accounts, digitalisation, human resources, strategy, auditing, tax and risk advisory services, financial services, corporate governance, etc. and that they hold highest standards of integrity.

The Independent Directors of the Company have undertaken requisite steps towards the inclusion of their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

As required by Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, your directors state that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the

Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **KEY MANAGERIAL PERSONNEL**

The following persons are currently Whole-Time Key Managerial Personnel ('KMP') of the Company in terms of provisions of Section 203 of the Companies Act, 2013:

- a. Mr. Ketineni Satish Rao – Managing Director
- b. Mr. Raj Kumar Gupta- Chief Financial Officer
- c. Ms. Aparna Maheshwari- Company Secretary
- d. Ms. Priya Parashar- Company Secretary

Ms. Aparna Maheshwar has resigned from the post of Company Secretary and Compliance officer as on 31<sup>st</sup> May, 2023.

#### **NUMBER OF BOARD MEETINGS**

Six meetings of the Board of Directors of your Company were held during the year under review.

#### **EVALUATION OF BOARD PERFORMANCE**

Pursuant to the provisions of the Companies Act, 2013 and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") as per applicable provisions of SEBI (Listing Obligation and Disclosure requirements) Regulations 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the diversity of the Board, effectiveness of the board processes, information and functioning etc.

The performances of the committees were evaluated by the Board after seeking inputs from the committee members



on the basis of the criteria such as the composition of committees and effectiveness of the committee meetings etc. The performance of the individual directors was reviewed on the basis of the criteria such as contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings etc.

The performances of non-independent directors, Board as a whole and of the Chairman were evaluated in a separate meeting of Independent Directors after taking into account the views of executive directors and non-executive directors.

#### **INTERNAL FINANCIAL CONTROL**

The Company has in place an established internal control system to ensure proper recording of financial & operational information, compliance of various internal controls and other regulatory/statutory compliances. All Internal Audit findings and control systems are periodically reviewed by the Audit Committee of the Board of Directors, which provides strategic guidance on Internal Controls.

#### **STATUTORY AUDITORS**

Further Provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. Mahesh Yadav & Co., Chartered Accountants (Firm Registration No. 036520N), was appointed as statutory auditors of the Company to hold office from the conclusion of this 34th AGM until the conclusion of the 39th AGM.

#### **SECRETARIAL STANDARDS OF ICSI**

The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') and that such systems were adequate and operating effectively.

#### **DEPOSITS**

No disclosure or reporting is required in respect of deposits covered under Chapter V and other applicable provisions of the Companies Act, 2013, as there were no transactions in respect of the same during the year under review.

#### **RISK MANAGEMENT**

There is a continuous process of identifying / managing risks through a Risk Management Process. The measures used in managing the risks are also reviewed. The risks identified by the Company broadly fall in the category of operational risk, regulatory risk, financial & accounting risk & foreign currency related risks. The risk management process consists of risk identification, risk assessment, risk monitoring & risk mitigation. During the year, measures were taken for minimization of risks and the Board was informed from time to time. In the opinion of the Board, none of the said risks which have been identified may threaten the existence of the Company.

#### **AUDIT COMMITTEE**

The Audit Committee of the Company consists of Mr. Krishnaswamy Mohanraj Madurai, Chairman, Ms. Rajani Shirish Ladda and Mr. Ketineni Sayaji Rao as members. The Board of Directors of your Company has revised its terms of reference to make it in line with the requirements of Section 177 of the Companies Act, 2013 and regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO**

The information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is enclosed as Annexure - A, and forms part of this Report.

#### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company does not have any employee except KMP. A statement showing details pertaining to remuneration and other details 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 is enclosed as **Annexure – B** and forms part of this Report.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/S 186**

The Company has made investments in securities of other body corporate(s), the details of which are given in Note 3 to the Financial Statements, which are within the limits prescribed under section 186 of the Companies Act, 2013

**CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All related party transactions are in ordinary course of business and at arm's length, which are not material in nature. All related party transactions are with the approval of the Audit Committee and periodically placed before the Board for review.

The prescribed Form AOC-2 is enclosed as Annexure –C, and forms part of this Report.

**EXTRACT OF ANNUAL RETURN**

The details forming part of Extract of Annual Return in prescribed form MGT-9 is enclosed as Annexure - D and forms part of this Report.

**SECRETARIAL AUDIT**

The Board has appointed **M/s Hannu Goyal & Associates, Company Secretaries**, to conduct Secretarial Audit for the financial year 2023-24. The Secretarial Audit Report for the financial year 2022-23 is enclosed herewith as Annexure - E and forms part of this Report. The Secretarial Audit Report does not contain any qualifications, reservation or adverse remark.

**CODE OF CORPORATE GOVERNANCE**

Pursuant to the Regulation 34(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 a detailed Corporate Governance Report along with Auditors' certificate thereon and Management Discussion and Analysis Report are enclosed, and form part of this report.

**DISCLOSURE REQUIREMENTS**

1. Policy on materiality of related party transactions and dealing with related party transactions is available on the website of the Company.
2. The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns, which is available on Company's website [www.jausspolymers.com](http://www.jausspolymers.com). The provisions of this policy are in line with the provisions of Section 177(9) of the Companies Act, 2013 and the Regulation 22 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015.
3. The Company's Remuneration Policy is enclosed as **Annexure - F** and forms part of this Report.
4. There were no significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. During the year under review, there were no cases reported under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**ACKNOWLEDGEMENT**

The Directors wish to acknowledge and thank the Central and State Governments and all regulatory bodies for their continued support and guidance. The Directors thank the shareholders, customers, business associates, Financial Institutions and Banks for the faith reposed in the Company and its management.

The Directors place on record their deep appreciation of the dedication and commitment of your Company's employees at all levels and look forward to their continued support in the future as well.

**Place : Noida**

**For on behalf of the Board**

**Date : 01.09.2023**

**Sd/-  
KetineniSayajiRao  
Chairman  
(DIN.: 01045817)**

**Sd/-  
KetineniSatishRao  
Managing Director  
DIN: 02435513**