



KAHAN PACKAGING LIMITED

11TH

ANNUAL REPORT

2023-24



CORPORATE INFORMATION

Particulars	Page Nos.
Notice	1
Directors Report	14
Annexure to Director's Report	26
Management Discussion & Analysis Report	38
Auditors' Report	44
Balance Sheet	60
Statement of Profit & Loss	61
Cash Flow Statement	62
Notes on Financial Statements	63

Board of Directors

Prashant Jitendra Dholakia	Chairman & Managing Director
Rohit Jitendra Dholakia	Whole-Time Director
Purvi Prashant Dholakia	Whole-Time Director
Jagruti Rohit Dholakia	Non-Executive Director
Jainam Prashant Dholakia	Additional Director
Naman Haresh Patel	Independent Director
Tushar Rameshchandra Shah	Independent Director

Company Secretary & Compliance Officer

Mr. Mithun Patel (Up to 10.08.2024)	Ms. Pooja Burad (w.e.f. 23.08.2024)
-------------------------------------	-------------------------------------

Chief Financial Officer

Mrs. Purvi Prashant Dholakia (Up To 18.10.2023)	Mr. Jainam Prashant Dholakia (W.e.f 18.10.2023)
---	---

Statutory Auditor	Dhanesh Amrutlal & Associates 401, Atlantic Tower Commercial Premises, Patel Chowk, R.B. Mehta Rd., Ghatkopar (E), Mumbai - 400077
Secretarial Auditor	Zankhana Bhansali & Associates B- 301-302, Kusum Bharti, Opp. Tata SSL Dattapada Road, Borivali (E), Mumbai - 400066
Bankers	Bank of India Hermes House, Maharshi Karve Road, Mama Parmanand Marg, Opera House, Mumbai - 400004
Registrars and Share Transfer Agents	Purva Sharegistry India Pvt. Ltd. Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt, J. R. Boricha Marg, Lower Parel East, Mumbai, Maharashtra - 400011
Registered Office	212 Jhalawar Service Premises, E S Patanwalla Compound, LBS Marg, Ghatkopar West, Mumbai, Maharashtra – 400086 Tel: +91 88793 97540 Email: info@kahanpackaging.com , Website: www.kpackltd.com CIN: L36100MH2013PLC240584

NOTICE

NOTICE is hereby given that the 11th Annual General Meeting of the Members of **Kahan Packaging Limited ('the Company')** will be held on **Saturday, 28th September, 2024 at 11:30 a.m.** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") which shall deemed be held at the registered office of the Company at 212 Jhalawar Service Premises, E S Patanwalla Compound, LBS Marg, Ghatkopar West, Mumbai, 400086 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Financial Statements of Profit and Loss, Cash Flow Statement of the Company for the year ended 31st March, 2024 and the Audited Balance Sheet as at 31 March, 2024 and the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Rohit Jitendra Dholakia (DIN:05302050) who retires by rotation and, being eligible, offers herself for re-appointment.
3. To appoint a Director in place of Mrs. Purvi Prashant Dholakia (DIN:05302029) who retires by rotation and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. APPOINTMENT OF MR. JAINAM PRASHANT DHOLAKIA (DIN: 10343866) AS DIRECTOR

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

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee, Mr. Jainam Prashant Dholakia, (DIN 10343866), who was appointed as an Additional Director of the Company in terms of Section 161 of the Act by the Board of Directors with effect from 18th October, 2023 and who holds office upto the date of this Annual General Meeting (AGM) and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, whose year of office shall be liable to determination by retirement of directors by rotation."

5. ALTERATION OF ARTICLES OF ASSOCIATION BY ADDITION OF NEW CLAUSE OF WAIVER OF DIVIDEND:

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

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013; read with the Companies (incorporation) Rules, 2014, guidelines and clarifications issue by any statutory /regulatory authorities, the new clause for the waiver of dividend, is to be inserted as **Clause 88A** in the Articles of association as below:

“A shareholder can waive/forgo the right to receive the dividend (either final and /or interim) to which a member is entitled, on some or all the Equity shares held by them in the Company as on the Record Date/Book –closure Date fixed for determining the names of shareholders entitled for such dividend. The waiver in whole or in part of any dividend on any share by any document (whether or not under Seal) shall be effective only if such document is signed by the member (or the person entitled to the share in consequence of the death or bankruptcy of the holder) and delivered to the Company and if or to the extent that the same is accepted as such or acted upon by the Board.

The Instructions for intimating their waiver/forgoing of the right to receive the dividend for any year for interim, final or both shall be intimating separately for each declared dividend(s). The instruction once given by a shareholder intimating their waiver/forgoing of the right to receive the dividend for any year for interim, final or both shall be irrevocable and cannot be withdrawn for that particular interim, final or both dividends. But in case, the relevant shares are sold by the same shareholder before the Record date/ Book Closure Date fixed for the payment of such dividend, the instruction once exercised by such earlier shareholder intimating their waiver/forgoing the right to receive dividend will be invalid for the next succeeding shareholder(s) unless such next succeeding shareholder(s) intimates separately in the prescribed form, about their waiving/forgoing of the right to receive the dividend for the particular interim, final or both dividends.”

“RESOLVED FURTHER THAT any of the Director/s, Chief Financial Officer (CFO), Company Secretary (CS) be and hereby authorized to sign documents, issue appointment letters, do all such acts, deeds and things as may be necessary in this regard including filing of necessary e-forms, and intimations to such other authorities as may be required.”

**By Order of the Board of Directors
For Kahan Packaging Limited**

**Sd/-
Prashant Jitendra Dholakia
Chairman & Managing Director
(DIN 06428389)**

Place: Mumbai

Dated: 23rd August, 2024

Registered Office:

212 Jhalawar Service Premises, E S Patanwalla Compound, LBS Marg,
Ghatkopar West, Mumbai, Maharashtra 400086

Notes: -

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 09/2023 dated September 25, 2023 read with General Circular No.10/2022 dated December 28, 2022, General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") permitted convening the Annual General Meeting ('AGM') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. In compliance with the provisions of the Companies Act, 2013 (the 'Act') and MCA Circulars, the 11th AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM will be the Registered Office of the Company.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 4 of the Notice, is annexed hereto. Further, the relevant details with respect to Item No. 3 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed. Mr. Rohit Jitendra Dholakia (DIN: 05302050) and Mrs. Purvi Prashant Dholakia (DIN: 05302029), Directors proposed to be re- appointed at this AGM, has furnished the relevant consent for her re-appointment.
3. A Member entitled to attend and vote at the general meeting is entitled to appoint a proxy, who need not be a Member, to attend and vote on poll on behalf of himself/herself. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA Circulars, the facility for appointment of proxies by the Members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice. 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.
4. The Company's Registrar & Share Transfer Agents are M/s. Purva Sharegistry (India) Pvt. Ltd. ('R & TA') located at Unit no. 9 Shiv Shakti Ind. Estt J .R. Boricha Marg, Lower Parel (E) Mumbai 400011 Tel. No.: +912249700138/ +918850425703, Email ID: support@purvashare.com.
5. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, September 23rd, 2024 to Saturday, September 28th, 2024 (both days inclusive).
6. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for Members, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Board Committees, Auditors etc., as per the MCA Circulars.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
8. Members desiring any information pertaining to the Financial Statement or any matter to be placed at the AGM, are requested to write to the Investor Relation Officer at info@kahanpackaging.com on or before Friday, 20th September, 2024 through your registered email address so as to enable the Management to reply at the AGM.
9. Electronic copies of all the documents referred to in the accompanying Notice of the AGM shall be made available for inspection electronically without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. till September 28, 2024. Members seeking to inspect such documents can send an email to info@kahanpackaging.com. During the 11th AGM also, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act; the Register of Contracts and Arrangements in which Directors are interested maintained under section 189 of the Act.

10. As per Regulation 40 of Listing Regulations, as amended, securities of Listed Companies can be transferred only in dematerialized form. In view of the above and to avail various benefits of dematerialisation, eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are advised to convert their holdings to dematerialized form.
11. The Securities and Exchange Board of India ("SEBI") vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 (collectively referred to as "SEBI Circulars") has provided relaxation from requirement of sending the hard copy of annual report and sending proxy forms, as required under the Listing Regulations. In line with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ R&TA/ Depositories. The Notice of the 11th AGM and Annual Report for the financial year 2023-24 are available on the Company's website viz. <https://kpackltd.com/> under the Tab "Annual Reports" under sub tab "2023-24" and may also be accessed from the relevant section of the websites of BSE Limited at www.bseindia.com. The AGM Notice is also hosted on the website of Purva (agency providing Remote e-voting at <https://evoting.purvashare.com>).
12. **Voting through Electronic Means:**
 - a) In terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Companies listed on SME Segment of Stock Exchanges are exempted from the compliance of provisions related to e-voting. As the Company is listed on SME Segment of BSE Limited, the e-voting provisions mentioned in said Section are not applicable. However, as the 11th AGM is being conducted through VC/OAVM, as per MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 11th AGM. For this purpose, the Company has entered into an agreement with Purva Shareregistry (India) Pvt. Ltd. ("**Purva**") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as venue voting on the date of the AGM will be provided by Purva Shareregistry (India) Pvt. Ltd.
 - b) In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations (as amended), MCA Circulars, the Company is providing its Members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means (by using the electronic voting system provided by **Purva**). The instructions for e-voting system are given herein below.
 - c) Subject to the applicable provisions of the Act read with the Rules made there under, as amended, the voting rights of the Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date for the purpose of remote e-voting, being Saturday, 21st September, 2024. Members are eligible to cast vote only if they are holding shares on Saturday, 21st September, 2024.
 - d) The remote e-voting year will commence at 09:00 a.m. (IST) on Wednesday, 25th September, 2024 to and will end at 05:00 p.m. (IST) on Friday, 27th September, 2024. During this year, the Members of the Company holding shares in the Company as on cut-off date may cast their vote through remote e-voting. The remote e-voting module shall be blocked/disabled for voting thereafter.
 - e) Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Saturday, 21st September, 2024, may obtain the login ID and password by sending a request at info@kahanpackaging.com. However, if he/she is already registered with Purva Share Registry for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
13. The Company has appointed Mrs. Zankhana Karan Bhansali, Practicing Company Secretary, (FCS: 9261 and CP: 10513), Proprietor of Zankhana Bhansali & Associates- Practicing Company Secretaries, as Scrutinizer the voting process in a fair and transparent manner.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting year begins on Wednesday, 25th September, 2024 at 09:00 A.M. and ends on Friday, 27th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by Purva for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 21st September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, 21st September, 2024.

Purva e-Voting System - For Remote e-voting and e-voting during AGM/EGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus 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 MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Purva Sharegistry (India) Private Limited (Purva) 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 Purva.
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 at least 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 MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. 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) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at info@kahanpackaging.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://evoting.purvashare.com/>.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The remote e-voting begins on Wednesday, 25th September, 2024 at 09:00 A.M. and ends on Friday, 27th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by Purva for voting thereafter. During this year shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, 21st September, 2024 may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 year or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting year or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 year or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 year or joining virtual meeting & voting during the meeting.

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

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

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

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” 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 EVENT Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVENT is 8 then user ID is 8001***

- 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

- 5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of	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.

Birth (DOB)	● 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).
-------------	--

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) **Facility 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 <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.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.
 - 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; info@kahanpackaging.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote 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/EGM.
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/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
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/EGM 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 EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall 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/DEPOSITORIES.

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

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

Annexure to resolution mentioned at item no. 2 & 3 to the notice calling 11th Annual General Meeting providing details as required to be furnished as per para 1.2.5 of the Secretarial Standard – 2 and Regulation 36(3) of the SEBI (LODR) Regulations, 2015 with respect to Director seeking reappointment at this AGM

Name of the Director and DIN	Mr. Rohit Jitendra Dholakia (DIN: 05302050)	Mrs. Purvi Prashant Dholakia (DIN: 05302029)
Date of Birth	24/01/1968	28/03/1975
Nationality	Indian	Indian
Date of Appointment on the Board	19/02/2013	19/02/2013
Brief Profile	Rohit Jitendra Dholakia , is one of our Promoter and the Whole Time Director of our Company. He has been associated with the Company since incorporation. He has a work experience of over 33 years in the Manufacturing & Packaging Industry. He is playing vital role in supervision of Marketing, administration and logistics. He is responsible for the expansion and overall management of the business of our Company and his leadership abilities have been instrumental in leading the core team of our Company.	Purvi Prashant Dholakia , is the Whole Time Director of our Company. She has been associated with the Company since incorporation. She has a work experience of 10 years in the field of Manufacturing & Packaging Industry. She is responsible for handling the financial activities of the company including finance, statutory compliance.
Qualification	He has completed his Bachelor of Commerce from University of Bombay in 1989.	She has completed her Bachelor of Commerce from Bombay University, in 1995.
List of Directorships held in other companies (excluding section 8 and foreign companies)	NIL	NIL
Memberships of committees across other companies (includes only Audit & Shareholders/ Stakeholder Relationship Committee)	NIL	1- Stakeholder Relationship Committee
Shares held in the Company	6,60,000	3,39,000
Last Remuneration drawn (in the year 23-24)	Rs. 3,18,246	Rs. 2,80,000
Remuneration to be drawn after appointment/ re-appointment	To be re-appointed as retire by rotation on the existing terms and conditions including remuneration.	To be re-appointed as retire by rotation on the existing terms and conditions including remuneration.
Relationship between directors, managers or other KMP inter-se	Mr. Rohit Jitendra Dholakia (DIN: 05302050) is brother of Mr. Prashant Jitendra Dholakia (DIN: 06428389) Managing Director and Promoter of the Company.	Mrs. Purvi Prashant Dholakia (DIN: 05302029) is wife of Mr. Prashant Jitendra Dholakia (DIN: 06428389) Managing Director and Promoter of the Company.
Number of Board Meetings attended during F.Y. 2023-24	23	23
Terms and Conditions of Appointment/ re-appointment	To be re-appointed as retire by rotation on the existing terms and conditions including remuneration	To be re-appointed as retire by rotation on the existing terms and conditions including remuneration

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS MENTIONED IN THE NOTICE CALLING 13TH ANNUAL GENERAL MEETING OF THE MEMBERS OF KAHAN PACKAGING LIMITED

Pursuant to provisions of Section 102(1) of the Companies Act, 2013 nature of concern and interest of Directors and Key Managerial Persons in resolutions mentioned at item nos. 4 of the notice calling this AGM are as follows:

Item No. 4: Appointment of Mr. Jainam Prashant Dholakia (DIN 10343866) as Director

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, the Board of Directors (the Board) has appointed Mr. Jainam Prashant Dholakia (DIN: 10343866) as an Additional Director of the Company with effect from 18th October, 2023 who holds office upto the date of the ensuing Annual General Meeting. Mr. Jainam Prashant Dholakia is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

In accordance with the provisions of Regulation 36(3) of the Listing Regulations, a brief profile of Mr. Jainam Prashant Dholakia is given as an annexure to this Notice and forms part of this explanatory statement.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Jainam Prashant Dholakia for the office of Director of the Company.

The Nomination and Remuneration Committee has recommended the appointment Mr. Jainam Prashant Dholakia as a Director.

Keeping in view his expertise and vast knowledge, it will be in the interest of the Company that, Mr. Jainam Prashant Dholakia be appointed as a Director.

All the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested (financially or otherwise), in this resolution to the extent of their shareholding in the Company.

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

The Board recommends the Ordinary Resolution, as set out in Item No. 4 of the Notice, for approval by the Members

Item No. 4: DETAILS OF DIRECTOR SEEKING REAPPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

Name of the Director and DIN	Mr. Jainam Prashant Dholakia
Date of Birth	04/12/1997
Nationality	Indian
Date of Appointment on the Board	18/10/2023
Brief Profile	Mr. Jainam Prashant Dholakia is a professional qualified in BLS LLB, LLM, Diploma in Cyber Crime, Corporate Law and Legal Drafting. He is also having and experience in financial planning and analyzing Company's financial strength and weakness and also in managing warehousing business
Qualification	BLS LLB, LLM, Diploma in Cyber Crime, Corporate Law and Legal Drafting
List of Directorships held in other companies (excluding section 8 and foreign companies)	NIL
Memberships of committees across other companies (includes only Audit & Shareholders / Stakeholder Relationship Committee)	NIL
Shares held in the Company	1000
Last Remuneration drawn (in the year 23-24)	NIL
Remuneration to be drawn after appointment/ re-appointment	NIL
Relationship between directors, managers or other KMP inter-se	Son of Mr. Prashant Jitendra Dholakia (DIN: 06428389) Managing Director of the Company
Number of Board Meetings attended during F.Y. 2023-24	6
Terms and Conditions of Appointment/ re-appointment	To be re-appointed as Director on the existing terms and conditions including remuneration

Item No. 5: Alteration of Articles of Association by addition of New Clause of Waiver of Dividend

There may be situations when a Company would like to distribute profits to its shareholders in the form of dividends and shareholders of the Company would like to waive their right of share in the Company profits. Dividend waivers may be exercised by the shareholders to be remunerated via large dividends in successive years or the waived dividends can be utilized in day-to-day affairs of the Company for the ultimate benefit of the shareholder in order to give an effect for the payment of selective dividend, the articles should have enabling provisions and hence your Directors recommend the need for alteration of Articles of Association.

The Board of Directors recommend the Resolution No. 5 of the Notice for the approval of the Member. All the Directors and KMPs are interested in the above Resolution to the extent of their Shareholding.

Directors Report

Dear Members,

Your Directors have pleasure in presenting the 11th Annual Report of the Board on the performance of the Company and the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Auditor's Reports thereon.

1. Financial Results

The summarized financial results for the financial year ending March 31, 2024, are highlighted as under:

(in Lakhs)		
Particulars	Year ended 31 st March, 2024	Year ended 31 st March, 2023
Total Income	2,475.84	2,071.30
Less: Total Expenses excluding Depreciation	2,306.33	1,918.03
Profit/(Loss) before Depreciation, Exceptional Item and Tax	169.51	153.27
Less: Depreciation	34.79	22.60
Profit/ (Loss) before Tax and Exceptional Item	134.72	130.67
Less: Exceptional Item	0	0
Less: Extraordinary Item	0	3.05
Less: Tax Expenses	34.51	27.21
Profit/(Loss) after tax	100.22	100.41

2. Brief description of the Company's working during the year/ State of Company's affairs and Operational Results

Kahan Packaging Limited, is manufacturing polymer based woven products in its state of the art manufacturing set up in Mumbai. With an immense expertise in the field of polymer industry, Kahan Packaging manufactures and supply woven sacks while ensuring the safety of your product from damage or spillage.

Company came with an IPO dated 6th September, 2023. Company got listing approval of Equity Shares on September 14, 2023 for listing on SME Platform with effect from September 15, 2023.

The Company has performed well in the year 2023-24. The total income of the Company for the year 2023-24 increased to ₹ 2,475.84 Lakhs from ₹ 2,071.30 Lakhs in previous year registering a growth of 19.53%. Further, the Profit after tax for the year 2023-24 was to ₹ 100.22 Lakhs as compared to Profit after tax of ₹ 100.42 Lakhs in previous year, registering a decline of -0.18%.

The Management is continuously working on increasing the revenue and to give better results in coming years by introducing new technologically advanced products at competitive rates, using IT system, hiring and training sales team, adding new customers by venturing into new market and area and also do better inventory management.

3. Transfer to reserves:

For the financial year ended 31st March, 2024, the Company earned net profit (after tax) of ₹100.22 Lakhs and added to surplus in statement of Profit & Loss.

During the year under review, the Company received Securities Premium of ₹ 504.00 Lakhs and the company reduced the issue expenses amounting ₹ 122.08 Lakhs from Securities Premium Reserves.

The Company's reserves & surplus including Securities Premium is ₹ 601.47 Lakhs as compared to ₹ 119.33 Lakhs in the corresponding previous year.

4. Dividend

Your Directors have not recommended any dividend on equity shares for the year under review.

5. Share Capital

The paid up share capital of the Company is ₹ 2,72,00,000/- (₹ Two Crore Seventy-Two Lakhs only) as on March 31, 2024.

The authorised share capital of company is ₹ 5,00,00,000 (Five Crore) divided into 50,00,000 Equity Shares of ₹ 10/- each.

Note: - At the Extra-Ordinary General Meeting of the Company held on 23rd April, 2023 members approved increase in Authorised Capital from ₹ 2,00,00,000 (₹ Two Crores Only) to ₹ 5,00,00,000 (₹ Five Crores Only).

The Company has done Rights Issue for 10,00,000 Shares at ₹10 each. The same has been allotted dated 15th June, 2023.

The Company has raised 7,20,000 Equity Shares of ₹10 each at a premium of ₹70 per share of via public issue dated 6th September, 2023. The same has been allotted dated 13th September, 2023.

The Company has not issued shares with differential voting rights nor has issued any Sweat Equity. As on March 31, 2024, none of the Directors of the Company hold any convertible instruments of the Company.

6. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

7. Material changes and commitments affecting financial position of the company, occurred between the end of financial year and the date of report

Except as disclosed elsewhere in this report, no material changes and commitments have occurred between the end of the financial year of the Company and date of this report which can affect the financial position of the Company.

8. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There have not been any material orders passed by any regulators or courts or tribunals impacting the going concern status of the Company and Company's operations in future.

9. Details of companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the year

During the year under review no Company has become Subsidiary/ Joint venture/ Associate of the Company. And no company has been ceased to be Subsidiary/ Joint venture/ Associate of the Company during the Year.

10. Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement

There are no Subsidiary, Joint venture and Associates of the Company.

11. Annual Return:

Pursuant to Section 92(3) and 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return is placed on website of the Company and which shall be treated as part of this Report. The link of the Annual Report is as follows: <https://kpackltd.com/index.php/frr/>

12. Dematerialization of Shares

All the Equity Shares of the Company are in dematerialized form with either of the depositories viz. NSDL and CDSL. The ISIN allotted is **INE04T901017**.

13. Change in Nature of Business

There has been no change in the nature of business carried out by the Company during the year.

14. Management Discussion & Analysis Reports

The Management Discussion and Analysis of financial condition, including the results of operations of the Company for the year under review as required under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided as a separate section forming part of the Annual Report.

15. Finance

Cash and Bank Balance as at March 31, 2024 was ₹ 34.63 Lakhs. The Company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

16. Deposits

There was no deposit accepted by the Company within the meaning of Section 73 and 76 of the Companies Act, 2013 and Rules made thereunder at the beginning of the year. The Company has not invited or accepted deposit during the year and there was no deposit which remained un-paid or unclaimed at the end of the year.

17. Particulars of Loans, Guarantees or Investments under section 186

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

18. Internal Control Systems and their Adequacy

Adequate internal controls, systems and checks are in places, which commensurate with the size of the Company and the nature of its business. The Management exercises financial control on the operations through a well-defined budget monitoring process and other standard operating procedures. In addition to the above, the Audit Committee and the Board specifically reviews the Internal Control and Financial Reporting process prevalent in the Company. On a yearical basis, the Board also engages the services of professional experts in the said field in order to ensure that the financial controls and systems are in places. The Management also improvise the various Standard Operating Process (SoP) based on findings of Internal Auditors as well review of SoPs by the Management.

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

The details of conservation of energy, technology absorption and foreign exchange earnings and outgo as required under the provisions of section 134(3)(m) of Companies Act, 2013 read with rule 8 (3) of Companies (Accounts) Rules, 2014 are as follows:

(A) Conservation Of Energy	
i. The steps taken or impact on conservation of energy	NA
ii. The steps taken by the company for utilizing alternate sources of Energy	NA
iii. The capital investment on energy conservation equipment	NA
(B) Technology Absorption	
i. The efforts made towards technology absorption	NA
ii. The benefits derived like product improvement, cost reduction, product development or import substitution	NA
iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	NA
a) The details of technology imported	NA
b) The year of import	NA
c) Whether the technology been fully absorbed	NA
iv. The expenditure incurred on research and development	NA
(C) Foreign Exchange Earnings Or Outgo In Foreign Exchange During The Year	
i. The foreign exchange earned in terms of actual inflows during the year	NIL
ii. The foreign exchange outgo during the year in terms of actual outflow	NIL

20. Directors and Key Managerial Personnel

As on the date of this Report, your Company has 7 (Seven) Directors consisting of 2 (Two) Independent Directors, 4 (Four) Executive Directors and 1 (One) Non-Executive Directors, out of which 2 directors are Women Director.

In accordance with the provisions of Section 152 of the Companies Act, 2013, read with the applicable Rules thereto and the Articles of Association of the Company, Mr. Rohit Jitendra Dholakia (DIN:05302050) and Mrs Purvi Prashant Dholakia (DIN:05302029) retire by rotation at the ensuing Annual General Meeting and, being eligible, offers themselves for re- appointment. The Board recommends to the Members their re-appointment as Director of the Company.

Mr. Jainam Prashant Dholakia, (DIN 10343866), who was appointed as an Additional Director of the Company in terms of Section 161 of the Act by the Board of Directors with effect from 18th October, 2023. Your Directors propose his appointment as Director of the Company.

Mrs. Purvi Prashant Dholakia (PAN: AESPD0487Q) has resigned Chief Financial Officer (CFO) of the Company and Mr. Jainam Prashant Dholakia, (PAN: CNVPD4418H), was appointed as Chief Financial Officer (CFO) of the Company in terms of Section 203 of the Companies Act, 2013 with effect from 18th October, 2023.

Brief profile of the Director proposed to be re-appointed at the 11th AGM, relevant information as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards- 2 have been provided in Annexure II to the Notice convening 11th AGM.

As on March 31, 2024 following were the Directors and Key Managerial Personnel in the Company:

1. Mr. Prashant Jitendra Dholakia (DIN: 06428389) Chairman & Managing Director- Key Managerial Personnel (appointed w.e.f. 17th June, 2023)
2. Mr. Rohit Jitendra Dholakia (DIN: 05302050), Whole-Time Director (appointed w.e.f. 17th June, 2023)
3. Mrs. Purvi Prashant Dholakia (DIN: 05302029), Whole-Time Director (appointed w.e.f. 17th June, 2023)
4. Mrs. Purvi Prashant Dholakia (PAN: AESPD0487Q) appointed as Chief Financial Officer w.e.f. 17th June, 2023 and resigned w.e.f. 18th October, 2023.
5. Mrs. Jagruti Rohit Dholakia (DIN: 05302006), Non-Executive Director (appointed w.e.f. 17th June, 2023)
6. Mr. Jainam Prashant Dholakia (DIN: 10343866), Additional Director & CFO- Key Managerial Personnel (appointed w.e.f. 18th October, 2023)
7. Mr. Tushar Rameshchandra Shah (DIN: 10200280), Independent Director (appointed w.e.f. 17th June, 2023)
8. Mr. Naman Haresh Patel (DIN: 10200283), Independent Director (appointed w.e.f. 17th June, 2023)
9. Mr. Mithun Patel (Membership No. A43753), Company Secretary & Compliance Officer - Key Managerial Personnel. (appointed w.e.f. 17th June, 2023) He resigned w.e.f. 10th August, 2024.
10. Ms. Pooja Burad (Membership No. A71849) has been appointed as Company Secretary and Compliance Officer of the Company w.e.f. 23rd August, 2024.

Other than above there was no change in Directors or Key Managerial Personnel by way of appointment, resignation, death or cessation.

21. Declaration by an Independent Director(s)

All the Independent Directors have given declaration of Independence, as required pursuant to Section 149 (7) of the Companies Act, 2013, stating that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there has been no change in the circumstances affecting their status as Independent Directors of the Company and that they are not disqualified to become Independent Directors under the Act. In the opinion of the Board of Directors, all the Independent Directors fulfil the criteria of independence as provided under the Act and that they are independent of the Management.

22. Board Evaluation

The Board evaluation process is carried through a structured questionnaire which was prepared after taking into consideration inputs received from the Directors, setting out parameters of evaluation; the questionnaire for evaluation are to be filled in, consolidated and then evaluation was carried out. Pursuant to the provisions of Section 178 of the Companies Act, 2013 and terms of reference of Nomination and Remuneration Committee, the Committee had decided that performance of the Board, Committee and all the Directors, excluding Independent Directors, would be carried by Independent Directors and performance evaluation of Independent Directors would be carried by the Board of Directors once in year. In accordance with the criteria suggested by the Nomination and Remuneration Committee, the performance of each Independent Director was evaluated by the entire Board of Directors in its meeting held on (date) (wherein the Director getting evaluated was absent) on various parameters like engagement, leadership, analysis, decision making, communication, governance, interest of stakeholders, etc. The Board was of the unanimous view that every Independent Director was a reputed person and brought their rich experience to the deliberations of the Board and suggesting new system and process to improve performance of the Company.

The performance of all the Non-Independent Directors was evaluated by the Independent Directors at their separate meeting held on December 23, 2023. The various criteria considered for the purpose of evaluation included leadership, engagement, transparency, analysis, decision making, functional knowledge, governance, stakeholders, etc. Independent Directors were of the unanimous view that all the Non-Independent Directors were having good business and leadership skills. The Independent

Directors also reviewed and discussed the performance of the Board as whole and flow of information from Management to the Directors. They were satisfied with the performance of the Board as a whole. Further, they have also evaluated the performance of the Chairman of the Company on various aspects such as Meeting dynamics, Leadership (business and people), Governance and Communication, etc. and expressed their satisfaction over the same.

23. Meetings of the Board

The Board of Directors met 23 times during the financial year 2023-24. The intervening gap between any two meetings was not more than 120 days as prescribed by the Companies Act, 2013. Details of date of Board meeting held during the year and attendance of Directors are given in table below:

Sr. No	Date of Board Meeting	Total Number of directors associated as on the date of meeting	Number of directors attended
1	01 April 2023	4	4
2	16 May 2023	4	4
3	01 June 2023	4	4
4	12 June 2023	4	4
5	13 June 2023	4	4
6	15 June 2023	4	4
7	17 June 2023	6	6
8	20 June 2023	6	6
9	30 June 2023	6	6
10	18 July 2023	6	6
11	05 August 2023	6	6
12	10 August 2023	6	6
13	31 August 2023	6	6
14	07 September 2023	6	6
15	13 September 2023	6	6
16	15 September 2023	6	6
17	05 October 2023	6	6
18	18 October 2023	7	7
19	20 October 2023	7	7
20	10 November 2023	7	7
21	23 November 2023	7	7
22	23 December 2023	7	7
23	28 March 2024	7	7

Details of the Board of Directors and Attendance Record of Directors during the financial year ended March 31, 2024 is as under:

Name of the Director	DIN	Board Meetings Held	Board Meetings attended
Prashant Jitendra Dholakia	06428389	23	23
Rohit Jitendra Dholakia	05302050	23	23
Purvi Prashant Dholakia	05302029	23	23
Jagruiti Rohit Dholakia	05302006	23	23
Naman Haresh Patel	10200283	17	17
Tushar Rameshchandra Shah	10200280	17	17
Jainam Prashant Dholakia	10343866	6	6

The intervening gap between the meetings was within the year prescribed under the Companies Act, 2013.

Separate meeting of Independent Directors, pursuant to Section 149 (7) read with Schedule VI of the Companies Act, 2013 was held on 23rd December, 2023.

24. Details of Committees of the Board

Currently the Board has 3 Committees: The Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee. The Composition of various Committees and other details are as follows:

A. Audit Committee:

The Board has an Audit Committee in conformity with the provisions of Section 177 of the Companies Act, 2013. As on March 31, 2024, the Audit Committee comprised of two Independent Directors namely, Mr. Tushar Rameshchandra Shah (DIN: 10200280), Mr. Naman Haresh Patel (DIN: 10200283) and one Managing Director, Mr. Prashant Jitendra Dholakia (DIN: 06428389), where Tushar Rameshchandra Shah (DIN: 10200280) acted as the Chairman of the Committee. Further, Mr. Mithun Patel, Company Secretary and Compliance Officer of the Company, acted as Secretary of the Committee.

All the Members of the Audit Committee are financially literate and have accounting or related financial management expertise as required under the Companies Act, 2013. All the major steps impacting the financials of the Company are undertaken only after the consultation of the Audit Committee. During the year under review, the Board of Directors of the Company had accepted all the recommendations of the Audit Committee.

The details of number of Committee Meetings held during the year 2023-24 and attendance of Members of the Committee are given in table below:

Name of Committee Members	18.10.2023	10.11.2023	28.03.2024
Tushar Rameshchandra Shah	Yes	Yes	Yes
Naman Haresh Patel	Yes	Yes	Yes
Prashant Jitendra Dholakia	Yes	Yes	Yes

B. Nomination & Remuneration Committee:

The Board has Nomination & Remuneration Committee in conformity with the provisions of Section 178 of the Companies Act, 2013. As on March 31, 2024, the Nomination and Remuneration Committee was comprised of two Independent Directors namely, Mr. Tushar Rameshchandra Shah (DIN: 10200280), Mr. Naman Haresh Patel (DIN: 10200283) and Non-Executive Director Mrs. Jagruti Rohit Dholakia (DIN: 05302006), where Mr. Tushar Rameshchandra Shah (DIN: 10200280) acted as the Chairman of the Committee. Further, Mr. Mithun Patel, Company Secretary and Compliance Officer of the Company, acted as Secretary of the Committee.

The appointment of the Directors and Key Managerial Personnel is recommended by the Nomination & Remuneration Committee to the Board. Your Company has devised the Nomination and Remuneration Policy for the appointment of Directors and Key Managerial Personnel (KMPs) of the Company who have ability to lead the Company towards achieving sustainable development. The said Policy also covers the matters related to the remuneration of Directors, Key Managerial Personnel and Senior Managerial Personnel.

The Nomination and Remuneration Policy may be accessed on the Company's website at the link: <https://kpackltd.com/index.php/investor>.

The Details of remuneration paid to the Directors are given in form MGT-7 and also in annexures to the Board's Report. Only one meeting of the Nomination & Remuneration Committee held during the year 2023-24 on August 18, 2023 which was attended by all the Committee Members.

C. Stakeholders' Relationship Committee:

The Company has always valued its investors and stakeholders. In order to ensure the proper and speedy redressal of shareholders'/investors' complaints, the Stakeholders' Relationship Committee was constituted. The role of the Committee is to consider and resolve security holders' complaint and to attend all the investors' request. The constitution and terms of reference of the Stakeholders' Relationship Committee is in conformity with the provisions of Section 178(5) of the Companies Act, 2013.

As on March 31, 2024, the Stakeholders' Relationship Committee was comprised of Mr. Tushar Rameshchandra Shah (DIN: 10200280), Mr. Prashant Jitendra Dholakia (DIN: 06428389) and Mrs. Purvi Prashant Dholakia (DIN: 05302029), where Mr. Tushar Rameshchandra Shah (DIN: 10200280) acted as the Chairman of the Committee.

Only one meeting of the Nomination & Remuneration Committee held during the year 2023-24 on November 10, 2023.

25. Directors' Responsibility Statement as Required Under Section 134(3)(C) of the Companies Act, 2013

The Directors state that: -

- a. in the preparation of the annual accounts for the financial year ended on March 31, 2024, the applicable accounting standards have been followed along with proper explanation by way of notes to accounts relating to material departures;
- b. the selected accounting policies were applied consistently and the judgments and estimates made by them are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year on 31st March, 2024 and of the profit of the Company for that year;
- c. proper and sufficient care has been taken 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 annual accounts have been prepared on a going concern basis.
- e. the Directors had laid down internal financial controls to be followed by the Company and that such internal controls are adequate and were operating effectively during the financial year ended 31st March, 2024; 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 during the financial year ended 31st March, 2024.

26. Related Party Contracts or Arrangements

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business.

The particulars of Contract or Arrangement in Form AOC-2 as required under Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed to this Board Report as Annexure 'A'. The Company do not have any holding or subsidiary company hence disclosure under point A of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable.

The details of transactions entered into with related parties, as per Accounting Standards, are disclosed in the Financial Statement.

The Policy on Related Party Transactions has been published on the Company's website (www.kpackltd.com) under the "Investor" section.

27. Code of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings/ behaviours of any form and the Board has laid down the directives to counter such acts. The Code has been posted on the Company's website www.kpackltd.com.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

28. Vigil Mechanism/ Whistle Blower Policy

The Company has a vigil mechanism named Whistle Blower Policy (WBP) to deal with instance of fraud and mismanagement, if any. Whistle Blower Policy is available on the Company's website. The Policy on vigil mechanism may be accessed on the Company's website at the link: <https://kpackltd.com/index.php/investor/>.

29. Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance beyond threshold limit mentioned in the policy for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the year when the Trading Window is closed. The Company Secretary is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

30. Audit Committee

The details pertaining to composition of Audit Committee are included in Corporate Governance Report, which forms part of this Annual report.

31. Nomination and Remuneration Policy

The Company's policy on Directors appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in Corporate Governance Report, which forms part of Annual Report. The Nomination and Remuneration Policy of the Company is also posted on the website of the Company under Investors' Relation Section.

32. Statutory Auditors and Statutory Audit Report

At the Annual General Meeting of the Company held on **31st December, 2020**, **M/s. Dhanesh Amritlal & Associates, Chartered Accountants (Firm Registration No. 142800W)**, were appointed as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held for the financial year **2024-25**. In terms of the proviso to Section 139, 142 and other applicable provisions of the Companies Act, 2013, and rules made thereunder, including any statutory enactment or modification thereof, the Company hereby **M/s. Dhanesh Amritlal & Associates, Chartered Accountants bearing ICAI firm registration number 142800W**, the Statutory Auditors of the Company to hold office until the conclusion of the Annual General Meeting

of the Company to be held for the financial year **2024-25** on such remuneration as may be determined by the Board of Directors. Accordingly, M/s. Dhanesh Amritlal & Associates will continue as Statutory Auditor of the Company till the financial year **2024-25**.

The Auditors' Report and annexure to the Auditors' Report are self-explanatory and does not contain any observation/ qualification therefore, no explanations need to be provided for in this report.

33. Secretarial Auditor and Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the requirement to take the Secretarial Audit Report from the Peer Reviewed Practicing Company Secretary, the Company has appointed Zankhana Karan Bhansali, Proprietor of M/s Zankhana Bhansali & Associates, Company Secretary in Practice (COP 10513 & PR No.1625) to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit in form MR-3 is annexed herewith as **Annexure 'B'** to this Report and there are certain qualifications, management explanation of which is given in the report.

34. Internal Auditors

Mr. Shrikant Sawane resigned as Internal Auditor of the Company w.e.f. 26th March, 2024. Pursuant to the provisions of Section 138 of Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 M/s. Sunil S Gokhale and Associates, Chartered Accountants were appointed as Internal Auditors of Company w.e.f. 28th March, 2024.

35. Cost Auditors

Provisions for Cost Auditor are not applicable to your company.

36. Listing

The Equity Shares of the Company are listed on SME Platform of BSE Limited. The Company has made payment of Annual Listing Fees and other compliance fees.

37. Statutory Disclosures

None of the Directors of the Company are disqualified as per provisions of Section 164(2) of the Companies Act, 2013.

Your Directors have made necessary disclosures, as required under various provisions of the Companies Act, 2013 and Listing regulations.

38. Risk Management

Your Company has a well-defined Risk Management System in place, as a part of its good Corporate Governance practices. All the risks are identified at various levels and suitable mitigation measures are thereafter adopted. These are subjected to a quarterly review by the Audit Committee as well as the Board. Accordingly, management of risk has always been an integral part of the Company's 'Strategy of Organisation' and straddles its planning, execution and reporting processes and systems. Backed by strong internal control systems, the current Risk Management Framework consists of the following key elements:

- The Risk management policy of the Company clearly lays down the roles and responsibilities of the entity in relation to risk management covering a range of responsibilities, from the strategic to the operational. These role definitions, inter-alia, provides the foundation for your Company's Risk Management Policy and Framework that is endorsed by the Board and is aimed at ensuring formulation of appropriate risk management procedures, their effective

implementation across your Company and independent monitoring and reporting by Internal Auditors.

- Appropriate structures are in place to proactively monitor and manage the inherent risks in businesses with unique / relatively high risk profiles.
- The Audit Committee of the Board Reviews Internal Audit findings and provides strategic guidance on internal controls. The Audit Committee closely monitors the internal control environment within your Company including implementation of the action plans emerging out of internal audit findings.
- The Company has appointed Internal Auditors and Secretarial Auditors to comply with the various provisions and compliances under applicable laws.

39. Particulars of Employees

The information required to be disclosed with respect to the remuneration of Directors and KMPs in the Board's Report pursuant to Section 197 of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The names of top ten employees of the Company in terms of remuneration drawn for the financial year 2023-24, as required pursuant to Section 197 of the Companies Act, 2013, read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Both are appended as Annexure C of the Boards Report.

40. Corporate Governance

Your Company is committed to maintain the highest standards of corporate governance. We believe sound corporate governance is critical to enhance and retain investor trust. We have implemented best corporate governance practices in the Company to enhance long-term shareholder value and respect minority rights in all our business decisions. Being listed on SME Exchange of BSE Ltd., as per Regulation 15 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Corporate Governance provisions contained in the said Regulations are not applicable to your Company hence your Company is not required to give report on Corporate Governance. Even though the provisions of Corporate Governance are not applicable to the Company, the Company in words and spirit follows the most of the provisions of Corporate Governance.

41. Committee and Policy under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has constituted Internal Complaints Committee under and as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, no instance of complaint or report under the said Act was registered in any of the units of the Company.

42. Corporate Social Responsibility

As per the Section 135, Corporate Social Responsibility is not applicable to our Company.

43. Industrial Relations

During the year under review, your Company enjoyed cordial relationship with contractor and employees at all levels.

44. Insolvency and Bankruptcy Code

No application has ever been filed against the Company under the Insolvency and Bankruptcy Code, 2016.

45. Secretarial Standards:

The Company has complied with the applicable Secretarial Standards, as issued by the Institute of Company Secretaries of India and notified by the Central Government.

46. Additional Disclosures under Companies Act, 2013

- a. The Company has not issued any bonus shares, sweat equity shares and shares with differential voting rights during the year under review.
- b. The Company does not accept any deposit from its public.
- c. No material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.
- d. There was no change in the nature of business during the year under review.
- e. The provisions regarding receipt of remuneration or commission from holding or subsidiary of the Company are not applicable and hence, the disclosure under Section 197(14) is not required.
- f. The Company has not received any complaints under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
- g. No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.
- h. The Company has complied with the Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

47. Acknowledgements

The Board of Directors wish to place on record their appreciation for the support extended by the Company's bankers, Bombay Stock Exchange Limited, Local Authorities, business associates, clients, consultants, auditors, shareholders and the employees of the Company for their continued co-operation and support to the Company and look forward to their continued support.

The Directors also thank the members for continuing their support and confidence in the Company and its management.

**By Order of the Board of Directors
For Kahan Packaging Limited**

**Sd/-
Prashant Jitendra Dholakia
Managing Director
(DIN 06428389)**

Place: Mumbai

Dated: 23rd August, 2024

Form AOC-2

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

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

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

All transactions entered into by the Company during the year with related parties were on arm's length basis.

2. Details of contract or arrangements or transactions at arm's length basis:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1	Kahan Packaging	Group Firm	Sale of Goods & Services	NA	Sales upto ₹. 400.00 Lakhs is approved, Transaction value during the year is ₹. 213.43/- Lakhs	01.04.2023	NIL
2	Kahan Packaging	Group Firm	Purchase of Goods & Services	NA	Purchase upto ₹. 450.00 Lakhs is approved, Transaction value during the year is ₹. 209.70/- Lakhs	01.04.2023	NIL
3	Prashant Dholakia	Managing Director	Remuneration	NA	NA	17.06.2023	NIL
4	Rohit Dholakia	Whole Time Director	Remuneration	NA	NA	17.06.2023	NIL
5	Purvi Dholakia	Whole Time Director	Remuneration	NA	NA	17.06.2023	NIL
6	Jagruti Dholakia	Director	Remuneration	NA	NA	01.04.2023	NIL
7	Jainam Dholakia	CFO	Salary	NA	NA	18.10.2023	NIL
8	Rohit Dholakia	Whole Time Director	Loan	NA	NA	01.04.2023	NIL
9	Purvi Dholakia	Whole Time Director	Loan	NA	NA	01.04.2023	NIL
10	Jagruti Dholakia	Director	Loan	NA	NA	01.04.2023	NIL

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

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

To,
The Members,
Kahan Packaging Limited
212, Jhalawar Service Premises,
E S Patanwalla Compound,
LBS Marg, Ghatkopar West,
Mumbai- 400086

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Kahan Packaging Limited (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our electronic and physical 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 physically and electronically during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit year covering the financial year ended on 31st March 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable during the year under Review;**
- (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;

- d. The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2013; **(Not applicable to the Company during the Audit year)**
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit year)**
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit year)** and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit year)**

(vi) Other laws as per the representation made by the Company are as follows;

We have relied on the representations made by the Company and its officers for compliance under other laws specifically applicable to the industry to which the Company belongs, as under subject to the explanation given below.

- Factories Act, 1948
- Payment of Gratuity Act, 1972
- Environment Protection Act, 1986
- Indian Contracts Act, 1872
- Indian Stamp Act, 1899
- Income Tax Act, 1961 and Indirect Tax Laws
- The Contract Labour (Regulation & Abolition) Act, 1970
- The Payment of Bonus Act, 1965
- Electricity Act, 2003
- Negotiable Instrument Act, 1881
- Goods and Services Tax Act, 2017
- Water (Prevention & Control of Pollution) Act 1974 and rules thereunder
- Air (Prevention & Control of Pollution) Act 1981 and rules thereunder
- Applicable Municipal/ Panchayat Laws
- POSH Act

Based on the review of systems and processes adopted by the Company and the Statutory Compliance self-certification by functional head of the Company which was taken on record by the Board of Directors, 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 as per the list of such laws as mentioned above in point no.(vi). During the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board Meetings (SS – 1) and General Meetings (SS – 2) are complied.
- (b) The provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (LODR);

During the year under review and as per the explanations/ representation made by the management, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, laws and regulations to the Company.

We further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors during the year under review were carried out in compliance with the provisions of the Act and the revised regulation of LODR.

1. Company came with an IPO dated 6th September, 2023. Company got listing approval of Equity Shares on September 14, 2023 for listing on SME Platform with effect from September 15, 2023.
2. Mr. Prashant Jitendra Dholakia (DIN: 06428389) Chairman & Managing Director- Key Managerial Personnel (appointed w.e.f. 17th June, 2023).
3. Mr. Rohit Jitendra Dholakia (DIN: 05302050), Whole-Time Director (appointed w.e.f. 17th June, 2023)
4. Mrs. Purvi Prashant Dholakia (DIN: 05302029), Whole-Time Director (appointed w.e.f. 17th June, 2023).
5. Mrs. Purvi Prashant Dholakia (PAN: AESPD0487Q) appointed as Chief Financial Officer w.e.f 17th June, 2023 and Resigned w.e.f 18th October, 2023.
6. Mrs. Jagruti Rohit Dholakia (DIN: 05302006), Non-Executive Director (appointed w.e.f. 17th June, 2023)
7. Mr. Jainam Prashant Dholakia (DIN: 10343866), Additional Director & CFO- Key Managerial Personnel (appointed w.e.f. 18th October, 2023)
8. Mr. Tushar Rameshchandra Shah (DIN: 10200280), Independent Director (appointed w.e.f. 17th June, 2023)
9. Mr. Naman Haresh Patel (DIN: 10200283), Independent Director (appointed w.e.f. 17th June, 2023)
10. Mr. Mithun Patel (Membership No. A43753), Company Secretary & Compliance Officer - Key Managerial Personnel (appointed w.e.f. 17th June, 2023). He resigned w.e.f. 10th August, 2024.
11. Ms. Pooja Burad (Membership No. A71849) has been appointed as Company Secretary and Compliance Officer of the Company w.e.f. 23rd August, 2024.
12. The Company has increased its Authorised Capital from Rs. 2,00,00,000/- to Rs. 5,00,00,000/- vide Extra-Ordinary General Meeting of the members held on 25th April, 2023.
13. The Company has issued shares 10,00,000 Shares at ₹10 each on Rights basis to the existing shareholders. The same has been allotted dated 15th June, 2023.
14. The Company has raised 7,20,000 Equity Shares of ₹10 each at a premium of ₹70 per share of via public issue dated 6th September, 2023. The same has been allotted dated 13th September, 2023.

Adequate notice is given to all directors to schedule the Board Meetings/ Committee 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. In case of shorter notice, prior consent of all the Directors were taken. Provisions are made for sharing and handling unpublished price sensitive information for legitimate purposes.

Majority decision is carried through while the dissenting member's views are captured and recorded as part of the minutes.

The Company has installed the software for the Structured Digital Database and required entries are made there under as per the provisions of SEBI (PIT) Regulations, 2015.

We 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.

We further report that during the audit year there were no instance of:

- (i) Preference issue of shares/ debentures/ sweat equity, etc.
- (ii) Redemption/ buy-back of securities.
- (iii) Major decisions taken by the members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Foreign technical collaborations.

**For Zankhana Bhansali & Associates
Practicing Company Secretaries**

Sd/-
Zankhana Bhansali
Proprietor

UDIN: F009261F001027190

CP No.: 10513 Membership No.: 9261

Place: Mumbai

Date: 23.08.2024

Office:

B-302, Kusum Bharti,
Opp. TATA S.S.L., Dattapada Road,
Borivali (E),
Mumbai- 400066

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

Annexure A

To,
The Members,
Kahan Packaging Limited
212, Jhalawar Service Premises
E S Patanwalla Compound,
LBS Marg, Ghatkopar West,
Mumbai 400086

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

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

For Zankhana Bhansali & Associates
Practicing Company Secretaries

Sd/-
Zankhana Bhansali
Proprietor
UDIN: F009261F001027190
CP No.: 10513 Membership No.: 9261

Place: Mumbai
Date: 23.08.2024

Office:
B-302, Kusum Bharti,
Opp. TATA S.S.L., Dattapada Road,
Borivali (E),
Mumbai-400066

CERTIFICATE OF NON DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Kahan Packaging Limited
212, Jhalawar Service Premises
E S Patanwalla Compound,
LBS Marg, Ghatkopar West,
Mumbai- 400086

I have examined the relevant registers, records, forms, returns and disclosure received from the Directors of **Kahan Packaging Limited** having CIN L36100MH2013PLC240584 and having registered office at 212, Jhalawar Service Premises, E S Patanwalla Compound, LBS Marg, Ghatkopar West, Mumbai- 400086 (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 SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

In my opinion and to the best of my knowledge and according to the verifications including Director Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary and explanation 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 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities Exchange Board of India, Ministry of Corporate Affairs or such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of appointment in the Company
1.	PRASHANT JITENDRA DHOLAKIA	06428389	19/02/2013
2.	ROHIT JITENDRA DHOLAKIA	05302050	19/02/2013
3.	PURVI PRASHANT DHOLAKIA	05302029	19/02/2013
4.	JAGRUTI ROHIT DHOLAKIA	05302006	19/02/2013
5.	JAINAM PRASHANT DHOLAKIA	10343866	18/10/2023
6.	TUSHAR RAMESHCHANDRA SHAH	10200280	17/06/2023
7.	NAMAN HARESH PATEL	10200283	17/06/2023

Ensuring the eligibility for the appointment or continuity of every Director on the Board of above referred Company is the responsibility of the management of the Company. My responsibility is to express an opinion as stated above based on my verification. This certificate is neither an assurance as to the future viability of the company or effectiveness with which the management has conducted the affairs of the Company.

**For Zankhana Bhansali & Associates
Practicing Company Secretaries**

Sd/-

Zankhana Bhansali

Proprietor

UDIN: F009261F001027190

CP No.: 10513 Membership No.: 9261

Place: Mumbai

Date: 23.08.2024

Office:

B-302, Kusum Bharti,

Opp. TATA S.S.L., Dattapada Road,

Borivali (E),

Mumbai-400066

PARTICULARS OF EMPLOYEES**a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

Executive Director	Ratio to median remuneration
Rohit Dholakia	2.12
Jagruti Dholakia	1.60
Prashant Dholakia	0.99
Purvi Dholakia	1.87

Non-Executive directors are not paid remuneration. However, Mrs. Jagruti Dholakia's designation from an Executive to Non-Executive was changed w.e.f. 17.06.2023 and the remuneration mentioned in the Financial Statement was earned by her during her term as an Executive Director of the Company.

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

There is a change in the remuneration of Director. During the year Company Secretary and CFO are appointed and hence, there are no comparable figures for the previous year. Due to this it will amount to increase in remuneration for median calculation. Hence, the same is not mentioned.

The overall salary increased by 83.62% for the FY 2023-24.

c. The percentage increase in the median remuneration of employees in the financial year: -

In the Financial Year, there was an increase of 1.94% in the remuneration of median employee.

d. The number of permanent employees on the rolls of the Company:

Total 12 employees on the pay roll of the Company out of which 2 are Key Managerial Personnel.

e. Comparison of the remuneration of the key managerial personnel against the performance of the Company:

Aggregate remuneration of Key Managerial Personnel (KMP) in FY 2024 (₹ In Lakhs)	14.69
Consolidated Revenue	2475.84
Remuneration of KMPs (as % of revenue)	0.59%
Profit before Tax (PBT)	134.73
Remuneration of KMPs (as % of PBT)	10.90%

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

Average percentage increase in salary of employees other than managerial personnel is -1.94%.
Average percentage increase in salary of managerial personnel is 83.62%.

g. Comparison of each remuneration of the key managerial personnel against the performance of the Company:

(Rs. In Lacs)

	Prashant Dholakia	Rohit Dholakia	Purvi Dholakia	Jagruti Dholakia	Jainam Dholakia	Mithun Patel
Remuneration in FY	1.48	3.18	2.80	2.40	3.30	1.53
Revenue	2475.84	2475.84	2475.84	2475.84	2475.84	2475.84
Remuneration (as % of Revenue)	0.06%	0.13%	0.11%	0.10%	0.13%	0.06%
Before Tax (PBT)	134.73	134.73	134.73	134.73	134.73	134.73
Remuneration (as % of PBT)	1.10%	2.36%	2.08%	1.78%	2.45%	1.14%

There is no variable component in remuneration of director

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

The Company affirms that the remuneration is as per the remuneration policy of the Company.

i. 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:

None

Information as per Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The details of top ten employees and specified employees of the Company as per Rule 5:

Particulars	1	2
Name	Jainam Prashant Dholakia	Dnyaneshwar Pawar
Designation	Chief Executive Officer	Logistics Manager
Remuneration paid	3,30,000	2,70,000
Nature of employment	Permanent	Permanent
Qualifications and Experience	BLS LL.B. , LLM criminology and more than 4 years	B.Com. and 7 Years
Date of commencement of employment	18.10.2023	01.07.2017
Age (In years)	26	40
Previous Employment	NA	Tira Automobiles Pvt. Ltd
% of Equity Shares	0.04	NA
Whether relative of Director or employee	He is son of Chairman and Managing Director Mr. Prashant Dholakia	NA

Particulars	3	4
Name	Akshata A Parab	Priyanka Vaishnav
Designation	Senior Accountant	Junior Accountant
Remuneration paid	2,52,000	2,46,000
Nature of employment	Permanent	Permanent
Qualifications and Experience	M.Com. and 6 Years	B.A. and 7 Years
Date of commencement of employment	01.04.2018	01.07.2017
Age (In years)	33	41
Previous Employment	Tobit Engineering Pvt. Ltd	Dhoot Compact Limited
% of Equity Shares	NA	NA
Whether relative of Director or employee	NA	NA

Particulars	5	6
Name	Devram Nainram	Rahul Avhad
Designation	Marketing	Office Admin
Remuneration paid	1,80,000	1,66,000
Nature of employment	Permanent	Permanent
Qualifications and Experience	B.Com. and 1 Year	HSC and 5 Years
Date of commencement of employment	01.02.2023	01.12.2019
Age (In years)	50	29
Previous Employment	PVN Fabrics	VGP Appreals
% of Equity Shares	NA	NA
Whether relative of Director or employee	NA	NA

Particulars	7	8
Name	Mithun Patel	Kanchan Bhujbalrao
Designation	Company Secretary	Junior Accountant
Remuneration paid	1,53,000	1,45,600
Nature of employment	Permanent	Permanent
Qualifications and Experience	Company Secretary	B Com
Date of commencement of employment	17.06.2023	28.06.2023
Age (In years)	34	25
Previous Employment	C. Mahendra Exports Limited	HILL WELL
% of Equity Shares	NA	NA
Whether relative of Director or employee	NA	NA

Particulars	9
Name	Sujata Mankar
Designation	Junior Accountant
Remuneration paid	1,12,000
Nature of employment	Permanent
Qualifications and Experience	B Com
Date of commencement of employment	01.09.2023
Age (In years)	26
Previous Employment	ABP MANUFACTURING CO
% of Equity Shares	NA
Whether relative of Director or employee	NA

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS

The packaging industry is a critical sector with a complex structure and dynamic development patterns. It encompasses a wide range of materials, products, and processes, serving numerous end-use markets such as food and beverages, pharmaceuticals, cosmetics, consumer goods, and industrial applications. The packaging industry is poised for growth, driven by technological advancements, sustainability trends, and evolving consumer behaviour. It remains a vital sector in the global economy, adapting to challenges and opportunities across its diverse segments.

OPPORTUNITIES AND THREATS

The packaging industry is rapidly evolving due to changes in consumer behaviour, technological advancements, and environmental concerns. Here's a look at some of the key opportunities and threats facing the industry:

1.1.1 Opportunities

1. Sustainability and Eco-Friendly Packaging:

- o **Growing Demand:** Consumers and governments are increasingly prioritizing environmentally friendly packaging. This shift creates opportunities for companies that can innovate with biodegradable, recyclable, or reusable materials.
- o **Regulatory Support:** Policies and regulations promoting sustainability offer opportunities for companies to differentiate themselves by adopting green practices.

2. E-Commerce Growth:

- o **Increased Packaging Needs:** The rise in online shopping has led to a surge in demand for packaging, particularly for protective and functional packaging that can withstand shipping.
- o **Custom and Personalized Packaging:** Brands are increasingly looking for unique, personalized packaging to enhance the unboxing experience, creating a niche market.

3. Technological Advancements:

- o **Smart Packaging:** Innovations like QR codes, RFID tags, and NFC technology in packaging allow for better tracking, inventory management, and enhanced consumer interaction.
- o **Automation and AI:** The integration of automation and AI in packaging production lines improves efficiency, reduces costs, and minimizes human error.

4. Emerging Markets:

- o **Growth in Developing Economies:** As developing economies expand, there is an increasing demand for packaged goods, offering a significant growth opportunity for the packaging industry.
- o **Urbanization:** Rapid urbanization leads to changes in lifestyle and consumption patterns, increasing the need for packaged products.

5. Innovation in Materials:

- o **Biodegradable and Compostable Materials:** There is a growing interest in packaging made from alternative materials like plant-based plastics, mushroom-based packaging, and edible packaging.
- o **Lightweighting:** Developing lighter packaging materials can reduce costs and environmental impact while meeting sustainability goals.

1.1.2 Threats

1. Environmental Regulations and Compliance:

- o **Stricter Regulations:** As governments impose stricter environmental regulations, companies may face challenges in meeting these requirements, potentially leading to higher costs and operational changes.
- o **Public Scrutiny:** Increased awareness and activism around environmental issues may lead to negative publicity or boycotts for companies not meeting sustainability standards.

2. Supply Chain Disruptions:

- o **Raw Material Shortages:** The packaging industry is vulnerable to supply chain disruptions, especially in sourcing raw materials. Shortages or delays can significantly impact production and costs.
- o **Global Events:** Pandemics, geopolitical tensions, and trade wars can disrupt supply chains, affecting the availability and price stability of materials.

3. Economic Fluctuations:

- o **Cost Pressures:** Inflation and fluctuating raw material prices can lead to increased costs, which may be difficult to pass on to consumers
- o **Reduced Consumer Spending:** Economic downturns can lead to decreased consumer spending, particularly on non-essential or premium packaged goods.

4. Intense Competition:

- o **Market Saturation:** The packaging industry is highly competitive, with many players vying for market share. This can lead to price wars and reduced margins.
- o **Innovation Race:** Companies must continuously innovate to stay ahead, requiring significant investment in research and development, which can be a challenge for smaller players

5. Technological Disruption:

- o **Obsolescence Risk:** Rapid technological advancements can render existing packaging technologies obsolete, forcing companies to invest heavily in new systems or face competitive disadvantage.
- o **Cybersecurity Risks:** As the industry increasingly adopts digital technologies, it becomes more vulnerable to cyber threats that could disrupt operations or compromise sensitive data.

The packaging industry stands at a crossroads, with significant opportunities for growth driven by innovation and sustainability, but it also faces considerable threats from regulatory pressures, supply chain challenges, and economic uncertainties.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

Analyzing performance in the packaging industry requires breaking down data into segment-wise and product-wise categories. Here's how you can approach this:

1.1.1 1. Segment-Wise Performance

• Market Segments:

- o **Food & Beverage:** Evaluate demand, production efficiency, and market share within this segment.
- o **Healthcare & Pharmaceuticals:** Look at compliance, product safety, and material innovation.
- o **Consumer Goods:** Focus on design, functionality, and sustainability.
- o **Industrial Packaging:** Analyze volume, durability, and cost-effectiveness.
- o **E-commerce Packaging:** Consider the rise in demand due to online shopping and packaging innovation.

• Geographical Segments:

- o **Regional Analysis:** Examine performance across different regions like North America, Europe, Asia-Pacific, etc.
- o **Emerging Markets:** Focus on growth rates, investment opportunities, and market entry strategies.

2. Product-Wise Performance

• Packaging Types:

- o **Rigid Packaging:** Bottles, containers, cans, etc.
- o **Flexible Packaging:** Pouches, bags, wraps, etc.
- o **Paper & Board Packaging:** Cartons, corrugated boxes, etc.
- o **Plastic Packaging:** Films, trays, bottles, etc.
- o **Metal Packaging:** Cans, tins, etc.
- o **Glass Packaging:** Bottles, jars, etc.
- o **Biodegradable Packaging:** Focus on eco-friendly alternatives.

- **Material Performance:**
 - o **Plastic:** Analyze usage, cost-effectiveness, and environmental impact.
 - o **Paper & Cardboard:** Evaluate recyclability, strength, and cost.
 - o **Glass:** Consider sustainability, durability, and cost.
 - o **Metal:** Examine its robustness, recyclability, and application in different segments.
 - o **Biodegradable Materials:** Focus on market demand, innovation, and cost.

3. Key Metrics to Evaluate

- **Revenue Contribution:** Measure the revenue generated by each segment and product.
- **Market Share:** Compare market share across segments and products.
- **Growth Rate:** Track the growth rate of each segment and product line over time.
- **Profit Margins:** Evaluate the profitability of each segment and product type.
- **Customer Satisfaction:** Assess customer feedback and satisfaction for different segments and products.
- **Innovation & R&D:** Track investments and returns in new product development and innovation.

4. Trends & Challenges

- **Sustainability Trends:** Monitor the shift towards eco-friendly and sustainable packaging solutions.
- **Regulatory Compliance:** Consider the impact of regulations on packaging materials and designs.
- **Technological Advancements:** Evaluate the impact of automation, smart packaging, and digital printing.

5. Competitive Analysis

- **Benchmarking:** Compare performance with industry leaders in each segment and product category.
- **Innovation:** Analyze competitors' strategies in product innovation and market expansion.

This framework will help you evaluate the performance of different segments and products within the packaging industry. Depending on the available data, you can apply specific metrics and analyses to gain deeper insights.

OUTLOOK

The packaging industry is experiencing significant growth and transformation, driven by various trends and market demands. Here's a brief overview:

1. **Sustainability:** Increasing consumer awareness and regulatory pressure are pushing the industry toward sustainable practices. There's a growing demand for eco-friendly materials, recyclable packaging, and reduction of single-use plastics.
2. **E-commerce Growth:** The rise of e-commerce has fuelled the demand for packaging, particularly in the areas of protective and efficient designs that ensure product safety during transportation.
3. **Innovative Materials:** Companies are investing in research and development of new materials, such as biodegradable plastics, plant-based packaging, and smart packaging that offers additional functionalities like tracking and temperature control.
4. **Digital Printing and Customization:** Advances in digital printing technology are enabling greater customization and personalization of packaging, allowing brands to connect more effectively with consumers.
5. **Regulations and Compliance:** Governments around the world are imposing stricter regulations on packaging, particularly related to environmental impact. This is driving innovation in materials and design to comply with new standards.
6. **Circular Economy:** The shift towards a circular economy, where packaging materials are reused and recycled, is influencing packaging design and material selection.

7. **Cost Management:** Rising raw material costs and supply chain challenges are leading companies to explore cost-effective and efficient packaging solutions without compromising quality.

Overall, the packaging industry is poised for continued growth, with sustainability and innovation being key drivers

RISKS AND CONCERNS

The packaging industry faces several risks and concerns, including:

1. **Environmental Impact:** Growing concerns over plastic waste and pollution have led to stricter regulations and increased demand for sustainable packaging solutions. Companies need to invest in eco-friendly materials, which can be costly and challenging.
2. **Regulatory Changes:** The industry is subject to evolving regulations on materials, recycling, and waste management. Compliance can be complex and may require significant changes to operations and supply chains.
3. **Supply Chain Disruptions:** Global supply chain issues, such as shortages of raw materials, transportation delays, and geopolitical instability, can lead to increased costs and production delays.
4. **Rising Costs:** Fluctuations in the cost of raw materials, energy, and labour can impact profitability. Companies may struggle to pass these costs onto consumers, affecting margins.
5. **Technological Changes:** The need to adopt new technologies, such as automation, smart packaging, and digital printing, requires significant investment and can be a barrier for smaller companies.
6. **Consumer Preferences:** Shifts in consumer behaviour towards more sustainable and personalized packaging require constant innovation and adaptation, which can be resource-intensive.
7. **Health and Safety Concerns:** Ensuring that packaging materials are safe for food and other consumer products is crucial. Failures in this area can lead to recalls, legal liabilities, and damage to brand reputation.
8. **Competition:** The industry is highly competitive, with pressure to innovate and differentiate products. Companies that fail to keep up may lose market share to more agile or innovative competitors.
9. **Economic Uncertainty:** Economic downturns or instability can reduce consumer spending, impacting demand for packaged goods and leading to decreased production volumes.

Addressing these concerns requires a proactive approach, including investment in research and development, close monitoring of regulatory changes, and collaboration across the supply chain.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal control systems are essential in the packaging industry to ensure the accuracy, reliability, and efficiency of operations. Here's a brief overview:

1. Operational Controls

- **Inventory Management:** Controls are implemented to track raw materials, work-in-progress, and finished goods, ensuring accurate inventory levels and preventing theft or loss.
- **Production Processes:** Standard operating procedures (SOPs) are established for all production stages to maintain quality standards and minimize waste.

2. Financial Controls

- **Revenue and Cost Tracking:** Proper accounting systems are in place to monitor sales, expenses, and cost allocations, ensuring financial data's accuracy and reliability.
- **Budgeting and Forecasting:** Regular budget reviews and variance analysis help in identifying discrepancies and taking corrective actions promptly.

3. Compliance Controls

- **Regulatory Compliance:** Ensures that the company adheres to industry-specific regulations, such as health and safety standards, environmental regulations, and labor laws.
- **Quality Assurance:** Regular audits and quality checks are conducted to ensure that products meet industry standards and customer specifications.

4. IT Controls

- **Data Security:** Implementation of cybersecurity measures to protect sensitive information, including intellectual property, customer data, and financial records.
- **System Access Controls:** Restricting access to critical systems to authorized personnel only, ensuring accountability and reducing the risk of fraud.

5. Risk Management

- **Risk Assessment:** Regular identification and assessment of potential risks, including supply chain disruptions, market fluctuations, and operational hazards.
- **Contingency Planning:** Developing and maintaining contingency plans to address unforeseen events, such as equipment failures or natural disasters

Adequacy of Internal Control Systems

The adequacy of internal control systems in the packaging industry depends on the following factors:

- **Comprehensive Coverage:** The system should cover all critical areas, including operations, finance, compliance, IT, and risk management.
- **Regular Monitoring and Review:** Continuous monitoring and yearic reviews ensure that controls remain effective and are updated as needed.
- **Management Support:** Adequate support from management in enforcing controls and addressing any identified weaknesses is crucial.
- **Adaptability:** The ability of the system to adapt to changes in the industry, technology, and regulations ensures its long-term effectiveness.

A well-designed and adequately implemented internal control system enhances operational efficiency, reduces risks, ensures compliance, and supports the overall growth and stability of the packaging industry.

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

This is to certify that the Company has in place Code of Conduct applicable to the Board Members as well as the Senior Management Personnel and that the same has been uploaded on the Company's website <https://kpackltd.com>

All the Board members and the Senior Management Personnel have affirmed compliance with the Code of Conduct for the Financial Year ended 31st March, 2024.

For Kahan Packaging Limited

Sd/-
Prashant Jitendra Dholakia
(DIN 06428389)

Place: Mumbai

Date: 23rd August, 2024



Dhanesh A. Savani

INDEPENDENT AUDITORS' REPORT

To the Members of,

KAHAN PACKAGING LIMITED

Mumbai.

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying Standalone Financial Statements of **Kahan Packaging Limited** ("the Company") which comprises the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss, the Statement of Cash Flow for the year then ended, and notes to the Standalone Financial Statements, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit and its cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.
4. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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 that there are no key audit matters to be communicated in our report

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. Read with Rule 7 of the Companies (Accounts) Rules, 2014.

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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management 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 is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

As part of an audit in accordance with 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 auditors' 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.
- Obtain sufficient appropriate audit evidence regarding the Financial Results of the Company to express an opinion on the Financial Statement.

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 Results 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 auditors' 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

5. 1) As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Government of India -Ministry of Corporate Affairs, in terms of sub-section (11) of section 143 of the Act, we enclose in the “**Annexure-A**”, a statement on the matters specified in paragraphs 3 and 4 of the said Order to the extent applicable.

2) As required by Section 143 (3) of the Act, based on our audit, we report, to the extent applicable that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance sheet, the statement of Profit and Loss, and the Statement Cash Flow dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended.
- (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 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-B**”; and
- (g) In our opinion, the managerial remuneration for the year ended 31/03/2024 has been paid/provided by the company to its directors in accordance with the provisions of section 197 read with Schedule V 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) Rule, 2014 as amended, in our opinion and to the best of our information and according to the explanation given to us:
- I. The Company does not have any pending litigation which would impact its financial position.
 - II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - III. The Company is not liable to make any payments towards Investor Education and Protection Fund.
 - IV. a. The management has represented that, to the best of its knowledge and belief, 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 or entity, including foreign entity (“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, no funds have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c. Based on such audit procedures as 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 (iv) (a) and (iv) (b) contain any material misstatement.

V. The company have not declared or paid dividend during the year hence, reporting regarding compliance of section 123 of the Companies Act, 2013 is not applicable.

VI. Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As 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) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For DHANESH AMRITLAL & ASSOCIATES

Chartered Accountants

Firm's Registration No. 142800W

Dhanesh Savani

Proprietor

Membership No. 111805

UDIN:24111805BKAUWU3134

Date:30-05-2024

Place: Mumbai

Annexure -A to the Independent Auditor's Report

(Referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our Report of even date on the Standalone Financial Statements for the year ended on 31st March, 2024 of **Kahan Packaging Limited**)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) (i.) The Company has maintained proper records showing particulars including quantitative details and situation of plant, property and equipment including Capital work-in-progress.
- (ii.) The Company has maintained proper records showing particulars of intangible assets.
- (b) According to the information and explanations given to us, the plant, property and equipment have been physically verified by the management in a phased manner at regular intervals based on program designed to cover all the material items. In our opinion the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed by the management on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company .
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) According to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at 31st March 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

- (ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.
- (b) According to the information and explanation given to us and according to the information given to us, during the year company is availing credit facilities in the form of working capital limits below Rs. 5 Crore, in aggregate, from banks or financial institution on the basis of security of current assets and hence the clause 3 (ii) (b) is not applicable.
- (iii) According to the information and explanations given to us, the company has not made 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. Thus, reporting under this clause is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provision of section 185 & 186 of the Companies Act, 2013 in respect of loans, investments, guarantees or securities, as applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits, hence, reporting under clause 3(v) of the Order is not applicable.
- (vi) The maintenance of cost records specified by the central government under sub-section (1) of section 148 of the Act is not applicable to the company. Hence, reporting under clause (vi) of the Order is not applicable to the company.
- (vii) (a) In our opinion, and according to the information and explanations given to us, The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Service tax, Sales Tax, Custom Duty, Excise Duty, Goods and Service Tax and other material statutory dues, as applicable. Based on our audit procedures and according to the information and explanations given to us, there are no arrears of undisputed statutory

dues which remained outstanding as at 31st March, 2024, for a period of more than six months from the date they became payable, *except as under*:

Name of the statute	Nature of dues	Amount Demanded in ₹	Amount Paid in ₹	Period to which the amount relates	Remarks, if any
Income Tax Act	Income Tax	NIL	-		
Income Tax Act	TDS	29,217	-		

(b) According to the information and explanations given to us and records of the Company, no dues of Income-tax, VAT, Service Tax and Goods and Service Tax are outstanding in the books of the Company on account of any dispute.

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.

(ix) (a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender. Thus reporting under sub-clause (a) is not applicable.

(b) The company is not declared as wilful defaulter by any bank or financial Institution or other lender and reporting under this clause is not applicable.

“Wilful Defaulter” here means a person or an issuer who or which is categorized as a willful defaulter by any bank or financial institution (as defined under the Act) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

(c) The Company has taken term loan for purchase of Factory Premises from Bank & company has utilized term loan for the purpose for which it has been obtained .

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company .

(e) On an overall examination of the financial statements of the Company, the Company does not have any subsidiary or joint venture companies .Thus reporting under sub-clause (e) is not applicable.

(f) The company does not have subsidiaries, or joint venture companies. Thus reporting under sub-clause (f) is not applicable.

- (x) (a) Based on our audit procedures and according to information given by the management, money's raised by way of an Initial Public Offer or further public offer (including debt instruments) during the year were applied for the purposes for which those were raised.;
- (b) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence sub-clause (b) of clause (x) of the Order is not applicable to the Company.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality as outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us, there are no whistle blower complaints received by the company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable.
- Further, the details of such related party transactions have been disclosed in the Standalone Financial Statements, as required under Accounting Standard 18, Related Party Disclosures.
- (xiv) a) Based on information and explanations provided to us, and our audit procedures, the Company has an internal audit system commensurate with the size and nature of its business.
- b) We have considered the internal audit report of the Company issued till date for the period under audit.

- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) According to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable to the Company.
- (b) According to the information and explanation given to us, and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly clause 3(xvi)(c) of the Order is not applicable.
- (c) According to the information and explanations given to us, 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) The Company has not incurred any cash loss in the current as well as the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditor during the year and accordingly reporting under clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) According to the information and explanations given to us by the management and based on our audit procedures, we report that the Company doesn't satisfy any of the criteria prescribed under Section 135(1) of the Companies Act, 2013 during the immediately preceding financial year, thus there was no requirement for the Company to spend any amount on CSR activities during the year ended 31st March, 2024. Accordingly, the requirement to report on clause 3(xx) (a) and (b) of the Order is not applicable to the Company.
- (xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For DHANESH AMRITLAL & ASSOCIATES

Chartered Accountants

Firm's Registration No. 142800W

Dhanesh Savani

Proprietor

Membership No. 111805

UDIN: 24111805BKAUWU3134

Date : 30-05-2024

Place: Mumbai

Annexure-B to Auditors report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. We have audited the internal financial controls of **Kahan Packaging Limited** ("the Company") as of 31st March, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal financial Controls

2. The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls & financial reporting based on our audit. We Conducted our audit in accordance with the Guidance Note on Audit of internal Financial Controls over Financial Reporting (the "Guidance. Note.") Issued by ICAI and the Standards on Auditing, and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance note required 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial Controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide basis for our audit opinion on the Company's internal financial control system over financial reporting.

Meaning of internal financial controls over Financial Reporting

6. 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 Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Control over Financial Reporting

7. 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.

Opinion

8. In our opinion, 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 31st March, 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.

For DHANESH AMRITLAL & ASSOCIATES

Chartered Accountants

Firm's Registration No. 142800W

Dhanesh Savani

Proprietor

Membership No. 111805

UDIN: 24111805BKAUWU3134

Date:30-05-2024

Place: Mumbai

Kahan Packaging Limited**CIN:U36100MH2013PLC240584****(Address: 212, JHALAWAR SERVICE PREMISES, L B S MARG, GHATKOPAR WEST, MUMBAI - 400 086)****Balance Sheet as at 31 March 2024**

(Amount in Rs lakhs)

Particulars	Note	31-Mar-24	31-Mar-23
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share Capital	3	272.00	100.00
(b) Reserves and Surplus	4	601.47	119.33
Total		873.47	219.33
(2) Non-current liabilities			
(a) Long-term Borrowings	5	285.89	425.96
(b) Deferred Tax Liabilities (net)	6	25.28	25.98
(c) Long-term Provisions		3.06	3.06
Total		314.23	455.00
(3) Current liabilities			
(a) Short-term Borrowings	7	349.05	347.94
(b) Trade Payables	8		
- Due to Micro and Small Enterprises		-	-
- Due to Others		382.48	445.14
(c) Other Current Liabilities	9	18.02	3.91
(d) Short-term Provisions	10	28.75	23.55
Total		778.30	820.54
Total Equity and Liabilities		1,965.99	1,494.88
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	11	657.59	480.51
(b) Non-current Investments	12	33.49	31.71
(c) Long term Loans and Advances	13	0.54	16.30
(d) Other Non-current Assets	14	31.58	17.64
Total		723.20	546.16
(2) Current assets			
(a) Inventories	15	590.60	594.41
(b) Trade Receivables	16	617.56	333.62
(c) Cash and cash equivalents	17	34.63	4.10
(d) Other Current Assets	18	-	16.58
Total		1,242.79	948.72
Total Assets		1,965.99	1,494.88

See accompanying notes to the financial statements

As per our report of even date

For DHANESH AMRITLAL & ASSOCIATES

Chartered Accountants

Firm's Registration No. 142800W

Sd/-

Dhanesh Savani

Proprietor

Membership No. 111805

UDIN: 24111805BKAUWU3134

Place: Mumbai

Date: 30-05-2024

For and on behalf of the Board**Kahan Packaging Limited**

CIN :U36100MH2013PLC240584

Sd/-

Mr.Prashant Dholakia

Managing Director

06428389

Sd/-

Mr. Jainam Dholakia

Chief Financial Officer

Place: Mumbai

Date:30-05-2024

Sd/-

Mr.Rohit Dholakia

WholeTimeDirector

05302050

Sd/-

Mr.MithunPatel

Company Secretary

Memno43753

Kahan Packaging Limited

CIN:U36100MH2013PLC240584

(Address: 212, JHALAWAR SERVICE PREMISES, L B S MARG, GHATKOPAR WEST,

Statement of Profit and loss for the year ended 31 March 2024

(Amount in Rs lakhs)

Particulars	Note	31 March 2024	31 March 2023
Revenue from Operations	19	2,470.18	2,067.16
Other Income	20	5.66	4.14
Total Income		2,475.84	2,071.30
Expenses			
Cost of Material Consumed	21	1,857.36	1,771.69
Purchases of Stock in Trade	22	-	-
Change in Inventories of work in progress and finished goods	23	96.47	-191.44
Employee Benefit Expenses	24	31.11	22.77
Finance Costs	25	64.64	56.54
Depreciation and Amortization Expenses	26	34.79	22.60
Other Expenses	27	256.75	258.47
Total expenses		2,341.11	1,940.63
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		134.73	130.67
Exceptional Item		-	-
Profit/(Loss) before Extraordinary Item and Tax		134.73	130.67
Extraordinary Item			3.05
Profit/(Loss) before Tax		134.73	127.62
Tax Expenses	28		
- Current Tax		28.75	21.90
- Deferred Tax		5.76	5.31
Profit/(Loss) after Tax		100.22	100.41
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic	29	4.59	10.04
-Diluted	29	4.59	10.04

See accompanying notes to the financial statements

As per our report of even date

For DHANESH AMRITLAL & ASSOCIATES

Chartered Accountants

Firm's Registration No. 142800W

Sd/-

Dhanesh Savani

Proprietor

Membership No. 111805

UDIN: 24111805BKAUWU3134

Place: Mumbai

Date: 30-05-2024

For and on behalf of the Board**Kahan Packaging Limited**

CIN :U36100MH2013PLC240584

Sd/-

Mr.Prashant Dholakia

Managing Director

06428389

Sd/-

Mr.Jainam Dholakia

Chief Financial Officer

Place: Mumbai

Date: 30-05-2024

Sd/-

Mr.Rohit Dholakia

Whole Time Director

05302050

Sd/-

Mr. Mithun Patel

Company Secretary

Mem no 43753

Kahan Packaging Limited**CIN:U36100MH2013PLC240584****(Address: 212, JHALAWAR SERVICE PREMISES, L B S MARG, GHATKOPAR WEST, MUMBAI - 400 086)****Cash Flow Statement for the year ended 31 March 2024**

(Amount in Rs lakhs)

Particulars	Note	31 March 2024	31 March 2023
CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit before tax		134.73	127.62
Depreciation and Amortisation Expense		34.79	22.60
Finance Costs		64.64	56.54
Operating Profit before working capital changes		234.15	206.76
Changes in Working Capital			
Adjustment for:			
(Increase)/decrease in inventories		3.81	(299.54)
(Increase)/decrease in trade receivables		(283.94)	(36.54)
(Increase)/decrease in other current assets		16.58	(5.53)
Increase/(decrease) in trade payables		(62.66)	184.21
Increase/(decrease) in other current liabilities		14.11	0.32
Increase/(decrease) in short-term provisions		5.20	4.71
Deferred Tax Liability (Net)		(0.70)	-
Cash generated from Operations	-	73.45	54.38
Tax paid (net)		17.99	1.41
Net Cash from Operating Activities	-	91.44	52.97
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment	-	211.87	(123.78)
Investment in Term Deposits		(1.78)	(31.71)
Maturity of Term Deposits		-	15.23
Net Cash (Used in) Investing Activities	-	213.65	(140.26)
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Issue of Share Capital		72.00	-
Securities Premium		504.00	-
Fresh Equity Issue		100.00	-
IPO Expenses		(122.08)	-
Increase/(decrease) in Long-term provisions		-	-
Proceeds from Long Term Borrowings		-	157.32
Repayment of Long Term Borrowings		(140.07)	-
Proceeds from Short Term Borrowings		1.10	-
(Increase)/decrease in other non current assets		(30.46)	-
(Increase)/ Decrease in Long term Loans & Advances		15.76	(13.90)
Interest Paid		(64.64)	(56.54)
Net Cash (Used in) / Generated from Financing Activities		335.61	86.88
Net (Decrease) in Cash and Cash Equivalents		30.53	(0.40)
Opening Balance of Cash and Cash Equivalents		4.10	4.51
Exchange difference of Foreign Currency Cash and Cash equivalents		-	-
Closing Balance of Cash and Cash Equivalents	17	34.63	4.10

Note:

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3). "Cash Flow Statements".

See accompanying notes to the financial statements

As per our report of even date

For DHANESH AMRITLAL & ASSOCIATES**Chartered Accountants**

Firm's Registration No. 142800W

Sd/-

Dhanesh Savani**Proprietor**

Membership No. 111805

UDIN: 24111805BKAUWU3134

Place: Mumbai

Date: 30-05-2024

For and on behalf of the Board**Kahan Packaging Limited****CIN :U36100MH2013PLC240584**

Sd/-

Mr.Prashant Dholakia**Managing Director**

06428389

Sd/-

Mr. Jainam Dholakia

Chief Financial Officer

Place: Mumbai

Date: 30-05-2024

Sd/-

Mr.Rohit Dholakia**Whole Time Director**

05302050

Sd/-

Mr. Mithun Patel

Company Secretary

Mem no 43753

3 Share Capital

Particulars	(Amount in Rs lakhs)	
	31 March 2024	31 March 2023
Authorised Share Capital		
Equity Shares, Rs. 10 par value, 50,00,000 (Previous Year -20,00,000) Equity Shares	500.00	200.00
Issued, Subscribed and Fully Paid up Share Capital		
Equity Shares, Rs. 10 par value 27,20,000 (Previous Year -10,00,000) Equity Shares paid up	272.00	100.00
Total	272.00	100.00

Pursuant to the Board of Director's resolution dated June 15, 2023 the Company issued 10,00,000 equity shares of face value of Rs 10/- on a Rights Basis to the existing shareholders of the Company in the ratio of 1:1 (1 equity share for 1 share held).

During the FY 2023-24, the Company increased its Authorised Capital from 20,00,000 equity shares of Rs 10 each aggregating to Rs 200 Lakhs to 50,00,000 equity shares of Rs 10 each aggregating Rs 500 lakhs vide shareholders approval dated 25/04/2023.

(i) Reconciliation of number of shares

Particulars	31 March 2024		31 March 2023	
	No. of shares	(Amount in Rs lakhs)	No. of shares	(Amount in Rs lakhs)
Equity Shares				
Opening Balance	10,00,000	100.00	5,00,000	50.00
Issued during FY 2022-23 - Bonus	-	-	5,00,000	50.00
Issued during the year - Rights Issue	10,00,000	100.00	-	-
Fresh Issue - IPO	7,20,000	72.00	-	-
Deletion during the year	-	-	-	-
Closing balance	27,20,000	272.00	10,00,000	100.00

(ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Equity Shares	31 March 2024		31 March 2023	
	No. of shares	In %	No. of shares	In %
Name of Shareholder				
Mr. Prashant Dholakia	6,60,000	24.26%	3,30,000	33.00%
Mr. Rohit Dholakia	6,60,000	24.26%	3,30,000	33.00%
Mrs. Purvi Dholakia	3,39,000	12.46%	1,69,000	16.90%
Mrs. Jagruti Dholakia	3,31,000	12.17%	1,61,000	16.10%
Total	19,90,000	73.16%	9,90,000	99.00%

(iv) Shares held by Promoters at the end of the year 31 March 2024

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
Mr. Prashant Dholakia	Equity Shares	6,60,000.00	24.26%	100.00%
Mr. Rohit Dholakia	Equity Shares	6,60,000.00	24.26%	100.00%
	Total	13,20,000.00	48.53%	

Shares held by Promoters at the end of the year 31 March 2023

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
Mr. Prashant Dholakia	Equity Shares	3,30,000.00	33.00%	0.00%
Mr. Rohit Dholakia	Equity Shares	3,30,000.00	33.00%	0.00%
	Total	6,60,000.00	66.00%	

(v) Equity shares movement during 5 years preceding 31 March 2024

Particulars	2022-23	2021-22	2020-21	2019-20	2018-19
i) Aggregate number of Shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
ii) Aggregate number of Shares allotted as fully paid-up by way of bonus shares.	5,00,000	-	-	-	-
ii) Aggregate number of Shares bought back.	-	-	-	-	-

Note :

The Company allotted 5,00,000 equity shares as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to Rs 50 lakhs, pursuant to a resolution passed at the EGM Held on March 22, 2023.

4 Reserves and Surplus

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Statement of Profit and loss		
Balance at the beginning of the year	119.33	68.92
Add: Profit during the year	100.22	100.41
Less: Appropriation		
Bonus Shares Issue	-	50.00
	219.55	119.33
Securities Premium		
Balance at the beginning of the year	-	-
Add: Additions during the year	504.00	-
Less: Issue Expenses written off	-	122.08
	381.92	-
Balance at the end of the year		
Total	601.47	119.33

5 Long term borrowings

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Secured Term loans from banks	285.89	287.18
Unsecured Term loans from banks		-
Unsecured Term loans from other parties		-
Unsecured Loans and advances from related parties		
-Jagruti Dholakia Loan	-	22.41
-Purvi Dholakia Loan	-	63.64
-Rohit Dholakia Loan	-	52.72
Total	285.89	425.96

Particulars of Borrowings

Name of Lender/Type of Loan	Nature of Security	Rate of Interest (%)	Monthly Installments	No of Installment
Term Loan from Bank (BOI)	Land & Building	10.15	50 equated monthly instalments	50
Term Loan from Bank (BOI)	Plant & Machinery	10.15	50 equated monthly instalments	50
Term Loan from Bank (BOI)	Plant & Machinery	10.15	56 equated monthly instalments	56
Term Loan (SIDBI)	Plant & Machinery	8.25	54 equated monthly instalments	54
Term Loan from Bank (BOI)	Land & Building	10.15	84 equated monthly instalments	84
Term Loan from Bank (BOI)	Stock & Debt	9.25	36 equated monthly instalments	36

1. Registered Mortgage of Land and Building situated at Plot No 23, Amalgamated Industrial Complex, Mumbai Nashik Road, Near Diamond Retreat Hotel, Village - Asangaon, Taluka - Shahapur, Thane - 421601

2. Hypothecation of Plant & Machinery situated at Plot No. 23, Amalgamated Industrial Complex, Mumbai Nashik Road, Near Diamond Retreat Hotel, Village - Asangaon, Taluka - Shahapur, Thane - 421601

3. Registered Mortgage of Land and Building situated at Plot No 22, Amalgamated Industrial Complex, Mumbai Nashik Road, Near Diamond Retreat Hotel, Village - Asangaon, Taluka - Shahapur, Thane - 421601

6 Deferred tax liabilities Net

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Deffered Tax Liability Balance Sheet	25.28	25.98
Total	25.28	25.98

7 Short term borrowings

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Current maturities of long-term debt	99.60	65.80
Secured Loans repayable on demand from banks		
-Bank of India AC NO: 007630110000026	249.44	282.14
Unsecured Loan repayable on demand from Bank	-	-
Total	349.05	347.94

Primary Security for Cash Credit facilities

Hypothecation of stocks @25% and Book Debts @40%

Further all the Credit facilities by Bank of India is having personal guarantee of A) Mr. Rohit J Dholakia, B) Ms. Jagruti R Dholakia, C) Mr. Prashant J Dholakia, and D) Ms. Purvi P Dholakia.

8 Trade payables

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Total Outstanding dues of Micro, Small and Medium Enterprises	-	-
Total Outstanding dues of creditors other than Micro, Small and Medium	382.48	445.14
Total	382.48	445.14

8.1 Trade Payable ageing schedule as at 31 March 2024

(Amount in Rs lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	345.63	34.07	2.62	0.16	382.48
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total					382.48

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

8.2 Trade Payable ageing schedule as at 31 March 2023

(Amount in Rs lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	442.92	2.06	-	0.16	445.14
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
Total					445.14

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

Micro and Small Enterprise

(Amount in Rs lakhs)

Particulars	31 March 2024		31 March 2023	
	Principal	Interest	Principal	Interest
Amount Due to Supplier	-	-	-	-
Principal amount paid beyond appointed date	-	-	-	-
Interest due and payable for the year	-	-	-	-
Interest accrued and remaining unpaid	-	-	-	-

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

9 Other current liabilities

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Other payables		
-Director Remuneration Payable	-	-
-Remuneration Payable to JRD	2.93	0.90
-Remuneration Payable to RJD	2.01	0.53
-Remuneration Payable to PPD	0.06	-
-TDS on Contractor	0.06	0.10
-TDS on Goods	0.10	0.18
-TDS on Interest	-	0.06
-TDS on Professional fees	0.08	2.14
- GST Payable	12.79	-
Total	18.02	3.91

10 Short term provisions

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Provision for employee benefits		
-Provision for Gratuity (Current Period)	-	0.73
Others		
-Provision for Audit Fees Payable	-	0.92
-Provision for Income Tax	28.75	21.90
Total	28.75	23.55

Kahan Packaging Limited
Note 11 Property, Plant and Equipment

(Amount in Rs lakhs)

Name of Assets	Gross Block				Depreciation and Amortization				Net Block	Net Block
	As on 01-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 01-Apr-23	For the year	Deduction	As on 31-Mar-24	As on 31-Mar-23	As on 31-Mar-24
Tangible Assets										
(i) Property, Plant and Equipment										
Factory Premises- asangaon	280.98	191.81		472.79	37.20	10.91		48.11	243.78	424.68
Electrical Installations	1.30			1.30	0.54			0.54	0.76	0.76
Plant and Equipment	278.89	20.06		298.95	45.17	21.95		67.12	233.72	231.84
Computer & Software	2.55			2.55	1.81	0.71		2.52	0.74	0.03
Office Equipments	3.51			3.51	2.00	1.22		3.22	1.51	0.29
				-				-	-	-
Intangible Assets	-	-	-	-	-	-	-	-	-	-
Total	567.23	211.87	-	779.10	86.72	34.79	-	121.51	480.51	657.59
Previous Year	443.45	123.78	-	567.23	64.12	22.60	-	86.72	379.33	480.51

Note :

- (i) The title deeds in respect of Land and Buildings and title deeds of all other immovable properties(other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Companyas at the balancesheet date.
- (ii) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (iii) The Company does not have any Capital Work in Prograss, Intangible assets under development(ITAUD) during the year.

12 Non current investments

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Other non-current investments		
-SMALL INDUSTRIES DEVELOPMENT BANK OF INDIA- FDR No- ADHFD24450	33.19	31.71
-RD with BOI-00764411002072	0.30	-
Total	33.49	31.71

13 Long term loans and advances

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Capital Advances	-	16.30
Other loans and advances (Secured, considered good)		
-Advance to Staff	-	-
	0.54	
Total	0.54	16.30

14 Other non current assets

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Security Deposits		
-Deposit	0.76	0.66
-Jhalawar Rent Deposit	6.00	6.00
-Rent Deposit	1.74	1.74
-Room Deposit	0.82	0.82
- BSE Deposit	5.76	-
Others		
-Deferred Tax Assets (Current Assets)	-	6.46
-Advance Income Tax FY 2023-24	15.00	
-TDS on Fixed Deposit	0.20	0.07
-TCS	0.12	0.18
-TDS on Sales	1.19	1.62
-TDS(22-23)	-	0.10
Total	31.58	17.64

15 Inventories

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Raw materials	306.50	213.85
Work-in-progress	193.57	217.65
Finished goods	89.27	162.03
Loose Tool	1.25	0.87
Total	590.60	594.41

Invenotry has been physically verified by the management of the Company at the end of respective year.

16 Trade receivables

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
(a) Trade Receivables outstanding for a period exceeding six months from the date they were due for Payment	16.95	6.67
(b) Other Trade Receivables		
Unsecured considered good	600.61	326.96
Total	617.56	333.62

Note : The year end balances of Trade Receivables are subject to confirmation and reconciliation.

16.1 Trade Receivables ageing schedule as at 31 March 2024

(Amount in Rs lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	600.61	12.74	3.04	0.93	0.24	617.56
Undisputed Trade Receivables- considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Sub total	600.61	12.74	3.04	0.93	0.24	617.56
Undue - considered good						
Total	600.61	12.74	3.04	0.93	0.24	617.56

16.2 Trade Receivables ageing schedule as at 31 March 2023

(Amount in Rs lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	326.96	5.53	-	0.98	0.16	333.63
Undisputed Trade Receivables- considered	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Sub total	326.96	5.53	-	0.98	0.16	333.63
Undue - considered good						
Total	326.96	5.53	-	0.98	0.16	333.63

Ageing of the Trade receivable, alongwith any amount involved in disputes, if any as required by Schedule III of Companies Act, 2013 is disclosed .
Ageing of debtors is based on the date of transaction in case there is no credit period agreed at the time of Supply.

17 Cash and cash equivalents

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Cash on hand	3.96	2.95
Balances with banks in current accounts	30.67	1.15
Total	34.63	4.10

18 Other current assets

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Advance Expenses	-	1.73
Advance to Customers	-	-
IPO Professional fees	-	5.62
SVC Bank Limited A/C CLCSS Subsidy	-	9.23
Total	-	16.58

19 Revenue from operations

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Sale of products		
-GST on Sales	377.14	315.37
-Sales	2,093.05	1,751.79
Total	2,470.18	2,067.16

20 Other Income

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Interest Income		
-Interest On FD	1.69	0.84
-Others	-	0.01
Others		
-CLCSS Subsidy	-	-
-Dicount Received	3.96	2.53
-Discount	-	0.66
-Rate Difference	-	0.03
-Sundry Creditor Write Off	-	0.07
Total	5.66	4.14

21 Cost of Material Consumed

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Raw Material Consumed		
Opening stock	213.85	105.75
Purchases	1,950.02	1,879.79
Less: Closing stock	306.50	213.85
Total	1,857.36	1,771.69
Total	1,857.36	1,771.69

1,881.25

23.89

22 Purchases of stock in trade

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Total	-	-

23 Change in Inventories of work in progress and finished goods

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Opening Inventories		
Finished Goods	162.03	60.62
Work-in-progress	217.65	127.47
Loose Tool	0.87	1.03
Less: Closing Inventories		
Finished Goods	89.27	162.03
Work-in-progress	193.57	217.65
Loose Tool	1.25	0.87
Total	96.47	- 191.44

24 Employee benefit expenses

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Salaries and wages		
-Gratuity Expense (Current Year)	-0.73	0.73
-Salary & other Employes Cost	30.87	21.64
-Staff Welfare	0.96	0.40
Total	31.11	22.77

25 Finance costs

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Interest expense		
-Bank Interest	64.64	44.08
-Others		7.70
Other borrowing costs	-	4.76
Total	64.64	56.54

26 Depreciation and amortization expenses

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Depreciation (Computer & Data Process)	0.71	0.67
Depreciation (Electrical & Installations)	-	0.12
Depreciation (Factory Premises)	10.91	8.87
Depreciation (Office Equipments)	1.22	0.57
Depreciation (Plant & Machinery)	21.95	12.36
Total	34.79	22.60

27 Other expenses

(Amount in Rs lakhs)

Particulars	31 March 2024	31 March 2023
Auditors' Remuneration	1.68	0.92
Manufacturing Expenses		
-Labour Charges Purchases	26.50	32.51
Professional fees		
-Professional Fees	5.88	10.42
Rent	2.81	4.89
Rates and taxes	2.57	0.77
Selling & Distribution Expenses	-	1.97
Other Expenses		
-Others	1.59	0.91
-AMC Charges	0.54	0.42
-Annual Custody Fees	-	0.05
-Annual Return Form No 27	0.05	0.05
-Bank Charges	5.37	0.03
-Business Promotion	3.45	0.69
-Certification Charges	0.03	0.10
-Cleaning Expenses	0.58	0.23
-Consulting fees	0.55	0.01
-Conveyance Expenses	2.41	1.19
-Courier Charges	0.23	0.17
-Diesel Expenses	2.31	2.51
-Donation	0.21	-
-Electrical Expenses	1.89	6.51
-Electricity Expenses	112.66	108.58
-Freight Charges	18.01	16.84
-Gst Paid	32.24	37.55
-Hamalai Expenses	7.45	1.98
-Hardware Expenses	1.28	10.91
-Housekeeping Expenses	0.10	0.18
-Insurance Expenses	1.88	1.75
-Interest on Late Payment (GST)	0.60	0.17
-Interest on Late Payment (TDS)	0.03	0.11
-Interest on Late Payment (Income Tax)	2.21	-
-Internet Charges	0.05	0.18
-Late Payment Fees (GST)	0.00	0.03
-Late Payment fees TDS	0.09	-

-Legal fees	0.13	0.59
-Legal fees Expenses	0.19	-
-Local Freight Charges	0.01	0.02
-Maintenance Charges (Society Maint)	0.79	1.01
-Membership Fees	-	0.11
-Miscellaneous Expense	0.75	-
-MPCB Licence	-	0.30
-Packing and Forwarding	0.03	0.10
-Petrol Expenses	0.40	0.72
-Printing & Stationery Expenses	0.13	0.25
-Professional Tax	0.14	0.15
-Repair & Maintenance Charges	2.35	3.81
-Round off	0.00	0.00
-Service Charges	5.21	1.58
-Snacks and Refreshments	2.50	3.50
-Stationary Expenses	0.13	-
-Stamp Duty Charges	2.17	-
-Stamp Duty and Registrtrion fees	3.04	-
-Telephone Expenses	0.31	0.46
-Toll for Car	-	0.48
-Travelling Expenses	0.75	0.54
-Water Charges	2.54	2.24
Total	256.75	258.47

28 Tax Expenses			(Amount in Rs lakhs)
Particulars	31 March 2024	31 March 2023	
Current Tax	28.75	21.90	
Deferred Tax			
-Deferred tax	5.76	5.30	
Total	34.51	27.20	

29 Earning per share			
Particulars	31 March 2024	31 March 2023	
Profit attributable to equity shareholders (Amount in Rs lakhs)	100.22	100.41	
Weighted average number of Equity Shares	21,81,667	10,00,000	
Earnings per share basic (Rs)	4.59	10.04	
Earnings per share diluted (Rs)	4.59	10.04	
Face value per equity share (Rs)	10	10	

30 Auditors' Remuneration			(Amount in Rs lakhs)
Particulars	31 March 2024	31 March 2023	
Payments to auditor as			
- Auditor	1.68	0.92	
- for taxation matters	-	-	
- for company law matters	-	-	
- for management services	-	-	
- for other services	-	-	
- for reimbursement of expenses	-	-	
Total	1.68	0.92	

31 Contingent Liabilities and Commitments			(Amount in Rs lakhs)
Particulars	31 March 2024	31 March 2023	
Claims			
- Income tax demands	-	0.02	
- TDS Default	0.29	0.22	
- Other 1	-	-	
- Other 2	-	-	
-	-	98.71	
Total	0.29	98.95	

Capital Commitments : During the FY 2022-23 Kahan Packaging Ltd entered into a commitment to purchase industrial property plant & equipments for Rs 1,15,01,000 . The company has paid advance amounting to Rs 16,29,923 and Further the company is committed to incur capital Expenditure of Rs 98,71,077. These commitments were settled in FY 2023-2024.

Note 32 GRATUITY EXPENSES

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

Employee benefit Plan**(A) Defined benefit Plan**

The defined benefit plan operated by the Company is as below:

(i) Change in Defined Benefit Obligation (DBO)

Particulars	As At	
	31-03-2024	31-03-2023
Present value of DBO at the beginning of the year	3.79	3.05
Interest cost	0.24	0.22
Current Service Cost	0.51	0.54
Actuarial (gain) / loss	-1.48	-0.02
Benefits paid		
Present value of DBO at the end of the year	3.06	3.79

(ii) Change in fair value of plant assets

Particulars	31-03-2024	31-03-2023
Fair value of plan assets at the beginning of the year	0.00	0.00
Interest income	0.00	0.00
Employer contributions	0.00	0.00
Benefits paid	0.00	0.00
Fair value of plan assets at the end of the year	0.00	0.00

(iii) Amounts recognised in the Balance Sheet

Particulars	31-03-2024	31-03-2023
Present value of DBO at the end of the year	3.06	3.79
Fair value of plan assets at the end of the year	0.00	0.00
Net Liability recognised in the Balance Sheet	3.06	3.79

(iv) Components of employer expense

Particulars	31-03-2024	31-03-2023
Current service cost	0.24	0.22
Interest cost	0.51	0.54
Actuarial (gain) / loss	(1.48)	(0.02)
Expense recognised in Statement of Profit and Loss	(0.73)	0.74

(v) Nature and extent of investment details of the plan assets

Particulars	31-03-2024	31-03-2023
State and Central Securities	0%	0%
Bonds	0%	0%
Special deposits	0%	0%
Insurer managed funds	0%	0%

(vi) Assumptions

Particulars	31-03-2024	31-03-2023
Discount Rate	7.25%	7.50%
Salary Increase Rate	5.00%	5.00%
Rate of Return on Plan Assets	NA	NA
Mortality Table	IALM 2012-14	IALM 2012-14
Retirement Age	60 Years	
Withdrawal rates	5% per Annum	

(B) Defined Contribution Plan**Provident fund and pension**

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952, eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the employee provident fund organization (EPFO).

33 Title Deed of Property Held in the name of Company .

During the FY 2023-24 the Company has Purchased Land and Building situated at Plot No 22, Amalgamated Industrial Complex, Mumbai Nashik Road, Near Diamond Retreat Hotel, Village - Asangaon, Taluka - Shahapur, Thane - 421601 during the year . The company has entered into registered Purchase Agreement Dated 24.01.2024 with the buyer.

34 Related Party Disclosure**(i) List of Related Parties****Relationship**

Jagruti Dholakia	Director
Prashant Dholakia	Director
Rohit Dholakia	Director
Purvi Dholakia	Director
Jainam Dholakia	Chief Financial Officer

(ii) Related Party Transactions

(Amount in Rs lakhs)

Particulars	Relationship	31 March 2024	31 March 2023
Remuneration			
- Mrs Jagruti Dholakia	Director	2.40	2.40
- Mr. Prashant Dholakia	Director	1.47	0.40
- Mr. Rohit Dholakia	Director	3.18	2.40
- Mrs. Purvi Dholakia	Director	2.80	2.80
Purchase of goods			
- Mr. Prashant Dholakia	Director	209.70	294.28
Salary & OPE			
- Mr. Jainam Dholakia Salary	Chief Financial Officer	3.30	-
- Mr. Jainam Dholakia OPE	Chief Financial Officer	0.30	
Rent			
- Mrs. Purvi Dholakia	Director	-	2.40
Sale of Goods			
- Mr. Prashant Dholakia	Director	213.43	152.94

(iii) Related Party Balances

(Amount in Rs lakhs)

Particulars	Relationship	31 March 2024	31 March 2023
Remuneration			
- Mr. Rohit Dholakia	Director	2.00	0.90
- Mrs. Jagruti Dholakia	Director	2.93	0.53
- Mr. Prashant Dholakia	Director	0.05	-
Purchase of goods(Cr Balance)			
-Mr. Prashant Dholakia	Director	-	-
Sales of goods (Dr Balance)			
- Mr. Prashant Dholakia	Director	-	22.73

Note : Related parties have been identified by the management

35 Ratio Analysis

Particulars	Numerator/Denominator	31 March 2024	31 March 2023	Change in %
(a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.60	1.16	38.11%
(b) Debt-Equity Ratio	$\frac{\text{Total Debts}}{\text{Shareholder's Equity}}$	0.73	3.53	-79.40%
(c) Debt Service Coverage Ratio	$\frac{\text{Earning available for Debt Service}}{\text{Debt Service}}$	1.15	1.46	-21.23%
(d) Return on Equity Ratio	$\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$	9.17%	59.37%	-84.55%
(e) Inventory turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Inventories}}$	4.17	4.65	-10.34%
(f) Trade receivables turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Account Receivable}}$	5.19	6.56	-20.76%
(g) Trade payables turnover ratio	$\frac{\text{Total Purchases}}{\text{Average Account Payable}}$	4.71	5.32	-11.50%
(h) Net capital turnover ratio	$\frac{\text{Total Turnover}}{\text{Net Working Capital}}$	5.32	16.13	-67.02%
(i) Net profit ratio	$\frac{\text{Net Profit}}{\text{Total Turnover}}$	4.06%	4.86%	-16.47%
(j) Return on Capital employed	$\frac{\text{Earning before interest and taxes}}{\text{Capital Employed}}$	4.57%	6.97%	-34.45%

For DHANESH AMRITLAL & ASSOCIATES

Chartered Accountants

Firm's Registration No. 142800W

Sd/-

Dhanesh Savani

Proprietor

Membership No. 111805

UDIN: 24111805BKAUWU3134

Place: Mumbai

Date: 30-05-2024

For and on behalf of the Board

Sd/-

Mr. Prashant Dholakia

Managing Director

06428389

Sd/-

Mr. Jainam Dholakia

Chief Financial Officer

Place: Mumbai

Date : 30-05-2024

Sd/-

Mr. Rohit Dholakia

Whole Time Director

05302050

Sd/-

Mr. Mithun Patel

Company Secretary

Mem no 43753