

DIVYASHAKTI LIMITED

(Formerly known as "DIVYASHAKTI GRANITES LIMITED")

100% E.O.U

**AN ENDURING
LEADERSHIP**



 **32nd ANNUAL
REPORT
2022-2023**

BOARD OF DIRECTORS

Managing Director
Sri N. Hari Hara Prasad

Directors:

Sri T.H. Sastry
Sri T. Ramesh Chandra Bose
Sri S. Srinivas
Smt. Anuradha Anne
Sri. M. Ramakrishna Prasad
Sri N. Sai Venkateshwara Prasad (Whole time Director)

AUDITORS:

M/s. Pavuluri & Co.
Chartered Accountants
Plot No.48, Flat No.301,
“Micasa” Phase-I, Kavuri Hills,
Hyderabad-500033 .

SECRETARIAL AUDITORS:

M/s. Puttaparthi Jagannatham & Co
Company Secretaries
#Flat 315, Bhanu Enclave, Adj ESI Hospital,
Sunder Nagar, Hyderabad-500038,
Telangana, India.

CHIEF FINANCIAL OFFICER

Smt. Anuradha Anne

COMPANY SECRETARY

Ms. Deepika Chawda

BANKERS

State Bank of India
HDFC Bank

REGISTERED OFFICE

Flat No.301 to 304, Divyashakti Complex,
7-1-58, Ameerpet, Hyderabad – 500016,
Telangana, India.

FACTORY

Survey No. 432/1& 447,
Narsapur village, Medak District,
Telangana, India.

WEBSITE

www.divyashakti.com

NOTICE

**Regd. Office: 7-1-58 Divyashakti Apartments, Ameerpet,
Hyderabad – 500016, Telangana, India.**
Telephone: 91-40-23730240, Fax No. +91-40-23730013,
Website: www.divyashakti.com, Email: info@divyashakti.com,
CIN: L99999TG1991PLC012764

NOTICE IS HEREBY GIVEN THAT THE 32ND ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF DIVYASHAKTI LIMITED (FORMERLY KNOWN AS DIVYASHAKTI GRANITES LIMITED) (CIN: L99999TG1991PLC012764) WILL BE HELD ON 21ST SEPTEMBER, 2023 AT 11.00 A.M THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING ITEMS OF BUSINESS.

The proceedings of the Annual General Meeting (“AGM”) shall be deemed to be conducted at the Registered Office of the Company at 7-1-58 Divyashakti Apartments, Ameerpet, Hyderabad – 500016, Telangana, India.

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend of 20% on Equity Shares for the financial year ended 31st March, 2023.
3. To appoint a Director in place of Smt Anuradha Anne (DIN No.02802437), who retires by rotation and being eligible, offers herself for reappointment to the office of Director.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass the following resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act, 2013 and the rules made there under including any modification or amendments or clarifications thereon, if any, and pursuant to the Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, and pursuant to the Policy of the Company on Related Party Transactions, consent of the members be and is hereby accorded for entering into transactions, including Material Related Party Transactions, in the ordinary course of business at arms’ length price, whether by means of contracts/ arrangements or otherwise, from time to time, with the related parties, provided such transactions, in the opinion of the Board of Directors of the Company, with those related parties are in the ordinary course of business and at arm’s length price for the financial year 2023-24 up to the maximum amounts as stated herein below:

Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party Companies	Amount (Rupees in Crores)
Export/Supplying Goods /Availing or rendering of any services	Sri N.Hari Hara Prasad Sri N.Hari Hara Prasad Sri N.Hari Hara Prasad and his relatives are Partners in Firm	Cosmos Granite (West) Cosmos Granite (South East) Cosmos Granite (South West)	30 45 5

“RESOLVED FURTHER THAT the Board be and is hereby authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above resolution and to do all such acts, deeds, things as may be necessary in its absolute discretion, deemed necessary, proper, desirable and to finalize any documents and writings related thereto.”

**Place: Hyderabad,
Date:31.07.2023**

For and on behalf of the Board
Sd/-
N. Hari Hara Prasad
Managing Director
DIN: 00354715

NOTES

1. In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos. 20/2020, 02/2021 and 19/2021 dated 5th May, 2020, January 13, 2021 and December 8, 2021 respectively, and clarification circular No. 21/2021 dated December 14, 2021 issued by the Ministry of Corporate Affairs ('MCA Circulars') and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 32nd AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The deemed venue for the 32nd AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being proposed to be held pursuant to the said MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Attendance Slip and Proxy Form are not attached to this Notice.
3. Statement as required under Section 102 (1) of the Companies Act, 2013, in respect of items of special business is annexed hereto.
4. In case you are holding the Company's shares in dematerialized form, please contact your depository participant and give suitable instructions to update your bank details in your demat account and to notify any changes with respect to their addresses, email id, ECS mandate etc.

In case you are holding Company's shares in physical form, please inform Company's RTA viz. M/s. Venture Capital and Corporate Investments Pvt. Ltd, "AURUM" D.No.4-50/p-II/57/4F&5F, Plot No.57, 4th & 5th Floors, Jayabheri Enclave, Phase-II, Gachibowli, Hyderabad -500 032 by enclosing a photocopy of blank cancelled cheque of your bank account.

5. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. M/s. Venture Capital and Corporate Investments Pvt., Ltd, "AURUM" D.No.4-50/p-II/57/4F&5F, Plot No.57, 4th & 5th Floors, Jayabheri Enclave, Phase-II, Gachibowli, Hyderabad -500 032 are the Registrar & Share Transfer Agents (RTA) of the Company. All communications in respect of share transfers, dematerialization and change in the address of the members may be communicated to the RTA.
6. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the RTA/Company.

7. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the company a certified copy of the Board resolution authorising their representative to attend and vote on their behalf at the meeting.
8. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 15th September, 2023 to 21st September, 2023 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
10. Dividend of Rs. 2/- per Equity Share of Rs.10/- (20%) each for the year as recommended by the Board of Directors and, if declared at the Annual General Meeting, will be payable to those Members whose names appear on the Register of Members as on 14th September, 2023.
11. Members may also note that the Notice of the 31st Annual General Meeting is available on the Company's website www.divyashakti.com. All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013 shall be open for inspection in electronic mode by the Members by writing an e-mail to the Company Secretary at info@divyashakti.com.

In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depository Participants. Members may note that the Notice and the Annual Report 2022-23 will also be available on the Company's website at www.divyashakti.com

To support 'Green Initiative', members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/ their Depository Participants in respect of shares held in physical/electronic mode, respectively.

12. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
13. Since the AGM will be held through VC/OAVM, the route map is not annexed to the notice.
14. Additional information, pursuant to Regulation 36 of the SEBI (LODR) Regulations, 2015, and pursuant to the Secretarial Standards on general meetings, information in respect of the Directors seeking appointment/reappointment at the AGM, forms part of the Notice. The Directors have furnished the requisite consent /declaration for their appointment/re-appointment.
15. **Transfer of Unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):**

Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') as amended from time to time, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

The Members/Claimants whose unclaimed dividend and/or shares (if any) have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 which is available on www.iepf.gov.in.

Members who have not yet encashed the dividend warrants from the financial year ended 31st March 2016 onwards are requested to forward their claims to the Company's Registrar and Share Transfer Agents without any further delay. It is in Members' interest to claim any unencashed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the Members' account on time.

It may be noted that once the unclaimed dividend is transferred to IEPF as above, no claim shall rest with the Company in respect of such amount. It may also be noted that the unclaimed dividend amount which were lying with the Company upto and in respect of the year ended on 31st March 2015, have already been transferred to IEPF. Members are requested to contact the Company's Registrar and Share Transfer Agent or the Company to claim the unclaimed/unpaid dividends

- 16. Members seeking any information or clarification on the accounts are requested to send their queries to the Company, in writing, at least one week before the date of the meeting. Replies will be provided in respect of such written queries at the meeting.*
- 17. Pursuant to the directions/notifications of Securities and Exchange Board of India (SEBI) and Depositories, the demat account holders can operate their accounts if they had already provided Income Tax Permanent Account Number either at the time of opening of the account or at any time subsequently. In case they have not furnished the Income Tax Permanent Account Number to the Depository Participants, such demat account holders are requested to contact their DPs with a photocopy of the PAN Card (with original PAN Card for verification), so that the frozen demat accounts would be available for operation and further consequences of non-compliance with the aforesaid directives would be obviated.*

18. E-VOTING:

- i. 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 videoconferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.*
- ii. 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 mentioned above, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized 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 NSDL.*
- iii. The Members can join the AGM in the VC/OAVM mode 30 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*



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- 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.
- iv. 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.
 - v. 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. 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.
 - vi. The AGM is being 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.

19. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Sunday, 17th September, 2023 at 09:00 A.M. and ends on Wednesday, 20th September, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

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

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

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

Details on Step 1 is mentioned below:

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID

	For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, home page of e-Voting will open.



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Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pjagan123@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING ON THE RESOLUTIONS PROPOSED IN THIS NOTICE

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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to the Company Secretary at info@divyashakti.com
2. For Demat shareholders -, please provide Demat account details (CDSL-16-digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to Company Secretary at info@divyashakti.com
3. The Company Secretary shall co-ordinate with NSDL and provides the login credentials to the above-mentioned shareholders.
4. Alternatively, member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (1) or (2) as the case may be.



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INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM:

1. Shareholder will be provided facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Shareholders may access the same on **Thursday, 21st day of September, 2023 at 11.00 am** through the NSDL e-voting system at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Shareholders are advised to join the Meeting through Laptops / IPads for better experience.
3. Further, shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or Tablets or through Laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance, i.e., from **14th September, 2023 (9.00 a.m IST) to 19th September, 2023 (5.00 p.m. IST)**, mentioning their name, demat account number/folio number, email id, mobile number at info@divyashakti.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance, i.e., **from 14th September, 2023 (9.00 a.m IST) to 19th September, 2023 (5.00 p.m. IST)** mentioning their name, demat account number/folio number, email id, mobile number at info@divyashakti.com. These queries will be replied suitably by the Company vide email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time during the AGM.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
3. If any votes are cast by the shareholders through the e-voting available during the AGM and If the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

INCOME TAX ON DIVIDEND:

Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/Registrar & Transfer Agent (in case of shares held in physical mode and depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form 15G/15H, to avail the benefit of non-deduction of tax at source by email to info@vccipl.com / info@vccilindia.com or info@divyashakti.com. Shareholders are requested to note that if their PAN is not registered; the tax will be deducted at a higher rate of 20%.



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Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e., No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to info@vccipl.com / info@vccilindia.com or info@divyashakti.com. The above documents can be downloaded from the Company's website <http://www.divyashakti.com/investor>.

The aforesaid declarations and documents need to be submitted by the shareholders by **5:00 PM IST on or before 14th September, 2023**.

Links for Form 15G & Form 15H:

https://www.divyashakti.com/wp-content/uploads/2020/06/Form_15G.pdf
https://www.divyashakti.com/wp-content/uploads/2020/06/Form_15H.pdf

General Instructions:

- a. The e-voting period commences on **Sunday, 17th September, 2023 at 09:00 A.M. and ends on Wednesday, 20th September, 2023 at 05:00 P.M.** During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of 14th September, 2023**, may cast their vote electronically. The e-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **14th September, 2023** and not casting their vote electronically, may only cast their vote through ballot enclosed and send to Mr. Puttaparthi Jagannatham, Advocate, who has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- c. The Scrutinizer shall, within a period of not exceeding 48 hours from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour of or against, if any, forthwith to the Chairman of the Company.
- d. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on **14th September, 2023**. The results declared along with the Scrutinizer's Report shall be placed on the Company's website **www.divyashakti.com** and on the website of NSDL within two days of the passing of the resolutions at 32nd Annual General Meeting of the Company on **Thursday, 21st September, 2023** and communicated to the BSE Ltd.

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

ITEM NO.4:

Pursuant to Section 188 of Companies Act, 2013 read with Rule 15(3) of Companies (Meetings of Board and its Powers) Rules, 2014 any company having a paid-up share capital of Ten Crores Rupees or more shall not enter into a contract or arrangement with any related party other than transactions which are done in the ordinary course of business and at arm's length price unless it has obtained prior consent of shareholders by passing an Ordinary resolution. The Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 has also prescribed seeking shareholders' approval for material related party transactions.

Pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following contracts / arrangements / transactions are material in nature and require the approval of the unrelated shareholders of the Company by an Ordinary resolution.

In view of the provisions of Companies Act, 2013, the Board of Directors has approved the proposed transactions along with annual limits that your company may enter into related parties.

The particulars of the transaction pursuant to the provisions of Section 188 and the Companies (Meetings of Board and its Powers) Rules, 2014 are as under:

- (1) **Name of the Related Parties** : **Cosmos Granite (West),
Cosmos Granite (South East)
Cosmos Granite (South West)**
- (2) **Names of the Director or Key Managerial Personnel who is related, if any** : **Sri N. Hari Hara Prasad**
- (3) **Nature of Relationship** : **DIRECTOR/Partner**

Name of the Related Party	Name of the Director/KMP who is related and their nature of Relationship
Cosmos Granite (West) Cosmos Granite (South East) Cosmos Granite (South West)	Sri N. Hari Hara Prasad and his relatives are Partners in Firm

- (4) **Nature, material terms, monetary value and particulars of the contract or arrangement:**
The details with respect to approval of Related Party Transactions are furnished below:

Name of the related party	Nature of Transaction	Particulars	Maximum Amount per annum
Foreign Bodies			
Cosmos Granite (West) Cosmos Granite (South East) Cosmos Granite (South West)	Export/Sale, Purchase, Supply, availing or rendering of any services	Export/Supply of Polished Granites Slabs & Engineering stone slabs	Rs.30 Crores Rs.45 Crores Rs.5 Crores

Members are hereby informed that pursuant to second proviso of Section 188 (1) of the Companies Act, 2013 no interested member of the company shall vote on such ordinary resolution to approve any contract or arrangement which may be entered into by the company as ordinary resolution.

Except for the promoter Directors and Key managerial Personnel, no other Director is interested in the resolution.

The Board recommends the Resolutions as set out in the Notice for approval of the Members.

The Board of Directors recommends the resolutions for your approval as an Ordinary Resolution.

For and on behalf of the Board
Sd/-

N. Hari Hara Prasad
Managing Director
DIN: 00354715

Place: Hyderabad,
Date: 31.07.2023.

Additional information on Director recommended for appointment/reappointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Smt. Anuradha Anne (DIN: 02802437)

Brief Resume:

1	Name of the Director	Smt Anuradha Anne
2	Father's Name	Late Sri N.V.Rattaiah
3	Date of Birth	10.07.1965
4	Qualifications	Master of Commerce (M.Com)
5	Date of Appointment	12.05.2017
6	Experience	Over 26 plus Years of versatile experience in Business Administration & Finance.

Nature of Expertise in specific functional areas: Business Administration & Finance.

Disclosure of inter-se relationships between Directors and Key Managerial Personnel:

Smt. Anuradha Anne is the sister of Shri Hari Hara Prasad Nallapati, Managing Director of the Company.

Listed entities (other than Divyashakti Limited (Formerly Known As Divyashakti Granites Limited) in which Smt. Anuradha Anne holds directorship and Committees membership

- Directorship: Nil.
- Chairperson/Membership of Board Committees in Divyashakti Limited (Formerly Known As Divyashakti Granites Limited).
- Member of Internal Complaints Committee & Stakeholders Relationship Committee.

Shareholding in the Company: 465992 Equity Shares

Place: Hyderabad,
Date: 31.07.2023.

For and on behalf of the Board
Sd/-
N. Hari Hara Prasad
Managing Director
DIN: 00354715

DIRECTORS' REPORT

Dear Shareholders,

Your directors have pleasure in presenting the 32nd Annual Report and the Audited Accounts for the financial year ended 31st March, 2023.

1. FINANCIAL RESULTS

Particulars	Year ended 31.03.2023 (Rs. in Lakhs)	Year ended 31.03.2022 (Rs. in Lakhs)
Revenue from operations	7553.12	6356.79
Other Income	799.18	347.45
Gross Operating Profit before Depreciation, Finance Cost and Taxes	1355.98	1186.23
Profit after depreciation but before Exceptional Items and Taxes	1101.26	946.41
Profit after Exceptional items	1101.26	946.41
Profit after Tax	782.78	714.99
Appropriations:		
General Reserves	577.40	509.61
Proposed Dividend	205.38	205.38
Total	782.78	714.99

1A. SUMMARY OF COMPANY'S OPERATIONAL AND FINANCIAL PERFORMANCE:

During the FY 2022-23, The revenue from operations increased from Rs.6357 Lakhs to 7553 Lakhs, thereby registering an increase of 18.81%. and profit before tax was Rs. 1101 Lakhs against Rs. 946 Lakhs of Previous year, representing an increase of 16.38%.

2. DIVIDEND:

Your directors are pleased to recommend for your consideration a Dividend of Rs.2.00 per share (20% on the face value Rs.10/-) on the equity share capital of the company for the financial year ended 31st March, 2023, aggregating an amount of Rs.205.38 Lakhs. The same is put for approval of members at the ensuing Annual General Meeting.

In terms of the provisions of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("the Listing Regulations"), The Company has formulated a Dividend Distribution Policy.

The recommended dividend is in line with our Company's dividend policy, which is available on the Company's Website <http://>

3. TRANSFERS TO RESERVES AND RETENTION IN THE PROFIT AND LOSS ACCOUNT ETC:

The Company proposes to transfer an amount of Rs.577 Lakhs to Reserves during the financial year under review.

4. FINANCE:

Cash and cash equivalents as at 31st March, 2023 were Rs.708 Lakhs and Rs.1115 Lakhs in the previous year. The Company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters and they were kept under strict check through continuous monitoring.



DIVYASHAKTI LIMITED
(Formerly known as Divyashakti Granites Ltd)

5. COMPANY'S WORKING DURING THE FINANCIAL YEAR 2022-23 AND THE FUTURE PROSPECTS ALONG WITH REASONS WHILE COMPARING WITH PREVIOUS YEAR RESULTS:

Your Company has exported polished granite slabs and Quartz slabs valued at **Rs.6804** Lakhs to U.S.A. during the year under consideration.

The year closed on a positive note with export orders on hand to the tune of Rs.500 Lakhs as compared to Rs.300 Lakhs of last year.

6. CHANGE IN NATURE OF BUSINESS:

During the year the Company has not changed its business.

7. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAS OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

There are no material changes and commitments that have bearing on 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 are no significant and material orders by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

9. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Management continuously reviews the internal control systems and procedures for the efficient conduct of the Company's business. The Company adheres to the prescribed guidelines with respect to the transactions, financial reporting and ensure that all its assets are safeguarded and protected against losses. The Internal Auditors of the company conduct audit on regular basis and the Audit Committee periodically reviews internal audit reports and effectiveness of internal control systems.

10. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

The Company does not have any Subsidiaries or Joint-Venture or Associate Companies.

11. PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT.

Since the Company does not have any Subsidiaries or Joint Venture or Associate Companies, consolidation of financial statements of the Company is not applicable.

12. DEPOSITS

The Company has not accepted/renewed any fixed deposits from the public during the year.

13. AUDITORS AND OBSERVATIONS

M/s. Pavuluri & Co, Chartered Accountants, Hyderabad (Firm Registration. No.012194S), Independent Auditors of the Company were appointed in the Annual General Meeting held on 18th August, 2022 for a period of Five years till conclusion of Thirty Sixth (36th) Annual General Meeting to be held in the year 2027 and no ratification is required based on the amended Section 139 of the Companies Act, 2013 and the ordinary resolution passed at the previous Annual General Meeting.



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There are no observations in the Audit report which require any comments of the Directors for the Financial Year 2022-23.

14. SECRETARIAL AUDIT REPORT

Pursuant to provisions of Section 204 of the Companies Act, 2013, M/s. Puttaparthi Jagannatham, Company Secretaries, Hyderabad has undertaken the Secretarial Audit of the Company. The Secretarial Audit Report obtained is annexed within as **Annexure-I**. The Secretarial Audit report does not have any qualifications, reservations, observation or adverse remark.

15. EXTRACT OF ANNUAL RETURN:

The extract of the Annual Return is placed on the website of the Company. The link to access the same is:

https://www.divyashakti.com/wp-content/uploads/2023/06/DSG_Annual_Return_Extracts_2022_23.pdf

16. SHARE CAPITAL

The Paid-up share capital of the Company is Rs.102688700/- and there has been no change during the year.

None of the following issues were taken up during the year and hence details thereof were not required to be furnished

- A) Issue of shares with differential rights
- B) Issue of sweat equity shares
- C) Issue of employee stock options
- D) Provision of money by company for purchase of its own shares by employees or trustees for the benefit of employees

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A) Conservation of energy

- a) Awareness programmers for employees were conducted for reducing energy waste.
- b) Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.
- c) No specific Capital investment has been made on reduction in energy consumption during the current financial year.
- d) As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.
- e) Details of electricity consumption are as under:

		2022-23	2021-22
	Electricity		
a)	Purchased Units	1680241	1513236
	Total Amount (Rs. in Lakhs)	163.21	132.77
	Average Cost/Unit (Rs. /KWH)	9.71	8.77
b)	Own Generation		
i)	Through Solar Plant-(w.e.f. Feb.2017)		
	Produced Energy (in Units)	728459	696763
	Total Value estimated (Rs. in Lakhs)	49.86	48.77
	Average Cost/Unit (Rs. /KWH)	6.84	7.00
ii)	Through Diesel Generator (Total Units)	27823	42807
	Total Amount (Rs. in Lakhs)	8.11	13.13
	Units per liter of Diesel Oil	3.26	3.26
	Average Cost/Unit (Rs. /KWH)	29.15	30.67

(B) Technology Absorption:

No outside technology is being used for manufacturing activities; therefore, no technology absorption is required. The Company constantly strives for maintenance and improvement in quality of its products and entire research and development activities are directed to achieve the aforesaid goal.

(C) Foreign exchange earnings and outgo:

Details of foreign exchange earnings and outgo are as follows

a) Foreign Exchange Earnings	: Rs. 6804.35 Lakhs
b) Foreign Exchange Outgo	: Rs. 423.71 Lakhs

18. CORPORATE SOCIAL RESPONSIBILITY AND GOVERNANCE COMMITTEE

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, your Company has constituted the CSR committee consisting of the following Directors with the roles and responsibilities duly defined in accordance with the CSR Policy Rules. The Committee met on 12th January, 2023 during the financial year ended 31st March, 2023.

Name of the Member	Designation
Sri T.R.C. Bose	Chairman
Sri T.H.Sastry	Member
Sri S.Srinivas	Member

The Board of Directors on the recommendation of CSR Committee framed a CSR Policy in consonance with Section 135 of The Companies Act, 2013 read with rules framed there under duly indicating the activities to be undertaken by the Company as specified in the Schedule VII of The Companies Act, 2013. The Company as part of its CSR initiative undertook the CSR activities by providing children care via Janyaa Foundation, have donated for the Construction of Old age homes, have donated educational needs to Orphans and donated to Narsapur Municipal Corporation which comes under the vicinity of Factory for overall development of the area.

The Annual Report on CSR activities, pursuant to Rule 8 of The Companies (Corporate Social Responsibility) Rules, 2014, is given in **Annexure-II** and forms part of this Report.

19. DIRECTORS AND KEY MANAGERIAL PERSONNEL**A) Changes in Directors and Key managerial personnel:**

- Pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, Sri Nallapati Hari Hara Prasad (DIN: 00354715) has been re-appointed as the Managing Director of the Company for a period of 5 years with effect from 4th March, 2023 at the Board Meeting held on 20th January, 2023 and subsequently approved by the Shareholders by the Postal Ballot.
- Pursuant to the requirements of the Companies Act, 2013 and Articles of Association of the Company, Ms. Anuradha Anne, Director retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment.

B) Declaration by the Independent Directors of the Company that they meet the criteria of independence as provided in Sec 149(6) of the Companies Act, 2013.

All the Independent Directors have given declarations under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(2) and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

C) Formal evaluation statement by the Board of its own performance, it's committees and individual Directors:

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has formulated a policy for evaluation of its Board, Board Committee, Director's, and their performances and carried out an evaluation of them. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

D) Number of meetings of the Board of Directors:

The Directors met for 5 times during the financial year 2022-23. A calendar of meetings is prepared and circulated in advance to all the Directors. The number and details of the meetings of the Board are furnished in the Corporate Governance Report.

E) Meeting of Independent Directors:

A separate meeting of Independent Directors of the Company was held on 20th January, 2023 as required under Schedule IV to the Companies Act, 2013 (Code for Independent Directors) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. At the Meeting, the Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole.

F) Familiarization Programme for Independent Directors

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry. The Familiarisation programme for Independent Directors is disclosed on the Company's website.

20. AUDIT COMMITTEE:

The Board of Directors of the Company constituted Audit Committee consisting of the following Directors, with the roles and responsibilities duly defined in accordance with the applicable statutory and other requirements. During the year, four (4) meetings of the Committee took place.

Name of the Member	Designation
Sri T. R. C. Bose	Chairman
Sri T. H. Sastry	Member
Sri S. Srinivas	Member

The Board has accepted all the recommendations of the Audit Committee.

21. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:

The Company at present has the vigil mechanism to deal with the instances of fraud and mismanagement, if any. The Company ensures that strict confidentiality is maintained while dealing with the concerns and also that no discrimination is meted out to any person for a genuinely raised concern. It is taken care of by the audit committee of the company.

The Company has also formulated Whistle Blower Policy through which it's Directors, Employees and Stake Holders can report their genuine concern about unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct or Ethics Policy.

The Company hereby affirms that no Director/ employee have been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

22. CODE OF CONDUCT:

The Board of Directors have 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 is against bribery, corruption and unethical dealings / behaviours of any form and the board has laid down the directives to counter such acts. The code laid down by the Board is known as "Code of Business Conduct" and declaration with respect to its compliance forms an appendix to the Report.

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 on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

All the Board members and Senior Management Personnel have confirmed compliance with the code. All management staff were given training in this regard.

23. PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct as per Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 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 for dealing in the Company's shares and prohibits the purchase or sale of Company's shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the company and during the period when the trading window is closed. The Board is responsible for implementation of the code. The Code is in line with the latest amendments.

During the year under review, there has been due compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

24. NOMINATION AND REMUNERATION COMMITTEE:

The Board of Directors of the Company constituted of Nomination and Remuneration Committee consisting of the Following are the members of Nomination and Remuneration Committee with the roles and responsibilities duly defined and in accordance with the applicable statutory and other requirements.

Name of the Member	Designation
Sri T. R. C. Bose	Chairman
Sri S. Srinivas	Member
Sri M. R. Prasad	Member

The Board has formulated a policy in consultation with the Nomination and Remuneration Committee for selection and appointment of Directors, Senior management and fixation of their remuneration keeping in view the requirements given in Section 178 of the Companies Act, 2013 and it also involves in the evaluation of the Board and its remuneration policies. During the Financial Year under review, the Committee has met one time i.e. on 18th January, 2023.

25. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All transactions entered with Related Parties for the year under review were on arm's length basis. The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto are disclosed in Form No. AOC-2 as **Annexure-III** to this Report.

Policy on Related Party Transactions as approved by Board has been uploaded on Company's website: <https://www.divyashakti.com/wp-content/uploads/2023/05/8.-Policy-on-Related-Party-Transactions.pdf>

There were no materially significant transactions with Related Parties during the financial year 2022-23 which were in conflict with the interest of the Company. Suitable disclosures as required under Accounting Standard have been made in Note 3.07 of the Notes to the financial statements.

26. MANAGERIAL REMUNERATION:

Details of the ratio of the remuneration of each Director to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

a)

Remuneration to Directors:		2022-23 (In Rs.)	% on Total Salaries
Sri N. Hari Hara Prasad (Managing Director)	Salary	48,00,000	14.40%
	Perquisites	23,27,825	
Smt Anuradha Anne (Chief Financial Officer)	Salary	6,00,000	1.21%
Sri N. Sai Venkateshwara Prasad (Whole Time Director)	Salary	6,00,000	1.21%

- b) There is no information required pursuant to Section 197 read with 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as no employee of the Company is covered by these rules.
- c) It is hereby affirmed that the remuneration paid is as per the remuneration policy for Directors, Key Managerial Personnel and other Employees.
- d) The median remuneration of employees of the company during the financial year was Rs. 1.02 Lakhs
- e) There were permanent employees on the rolls of company as on 31st March, 2023
- f) No Director is in receipt of any commission from the company and the Managing Director and Whole-time Director of the Company have not received any remuneration or commission from any other Company subject to its disclosure by the Company in the Board's Report.

27. CORPORATE GOVERNANCE

The Directors reaffirm their commitment to good corporate governance practices. During the year under review, the Company was in compliance with the provisions relating to corporate governance as provided under Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The compliance report, together with the Auditors' Certificate on compliance with the conditions of Corporate Governance of the Listing Regulations is enclosed as **Annexure-IV** to this Report.

The Managing Director and Chief Financial Officer of the Company have issued necessary certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulations and the same forms part of this Report.

28. RISK MANAGEMENT AND INSURANCE

Your Company continuously monitors business and operational risk through business process, re-engineering and reviewing areas such as production, finance, legal and other issues. An exhaustive exercise is underway to bring a model regulating risk management mechanism. Your Company's assets are adequately insured against the risk from fire and earthquake.

There is no identification of risks which in the opinion of the Board may threaten the existence of the Company

29. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed and that there are no material departures;*
- (b) We have selected such accounting policies in consultation with the Statutory Auditors and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;*
- (c) We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;*
- (d) The annual accounts have been prepared on a going concern basis;*
- (e) The Company had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and*
- (f) We have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.*

30. PAYMENT OF LISTING FEE

At present the equity shares of the Company are listed on The Bombay Stock Exchange at Mumbai. The Company confirms that it has paid Annual Listing Fees due to The Bombay Stock Exchange for the year 2023-24.

31. DEPOSITORY SYSTEM

*As the Members are aware, your Company's shares are tradable compulsorily in electronic form and your Company has established connectivity with Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the depository system, the Members are requested to avail the facility of Dematerialization of the Company's shares on NSDL & CDSL. The ISIN allotted to the Company's Equity shares is **INE410G01010**.*

The Company is pursuing the shareholders, holding the shares in physical form for dematerialization of their shares.

32. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

There are no loans, guarantees or investments made under section 186 of the Companies Act, 2013.

33. MANAGEMENT DISCUSSION & ANALYSIS REPORT

*The Management Discussion and Analysis Report as required Regulation 34(3) and 53(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 With Stock Exchange forms part of this report as **Annexure-V**.*

34. INTERNAL COMPLAINTS COMMITTEE:

The "Internal Complaints Committee" constituted as per Section 4 (1) of Sexual harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013 has the following members.

S.No.	Name of the Member	Designation
1.	Smt Anuradha Anne	Chairman/Preceding Officer
2.	Sri S. Srinivas	Internal Member
3.	Sri J. Narayana Swamy Damodhar	External Member
4.	Smt T. Sujata	Internal Member

During the year under review, no complaints of harassment at the workplace were received by the committee.

35. ACKNOWLEDGEMENTS

Your Directors place on record their appreciation of the financial assistance and support extended by HDFC and State Bank of India. The Directors thank the shareholders for their continued confidence and trust placed by them with the Company. The Board also thanks all categories of employees of the Company for their dedicated and sincere services.

For and on behalf of the Board

Place: Hyderabad
Date: 26th May, 2023

Sd/-
(N.HARI HARA PRASAD)
Managing Director
DIN: 00354715

Sd/-
(T.H.SASTRY)
Director
DIN: 01786600

ANNEXURE INDEX

ANNEXURE	CONTENTS
<i>I</i>	<i>Secretarial Audit Report-Form MR-3</i>
<i>II</i>	<i>Report on CSR Activities</i>
<i>III</i>	<i>Related Party Transactions –Form AOC-2</i>
<i>IV</i>	<i>Corporate Governance Report</i>
<i>V</i>	<i>Management Discussion and Analysis Report</i>
<i>VI</i>	<i>MD and CFO Certification</i>
<i>VII</i>	<i>Declaration by MD on Code of Conduct</i>
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ANNEXURE – I

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDING 31ST MARCH 2023
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To
The Members of
Divyashakti Limited
(Formerly Divyashakti Granites Limited)
7-1-58, Divyashakthi Apartments,
Ameerpet, Hyderabad-500016, Telangana.

We have conducted the Secretarial Audit pursuant to Section 204 of the Companies Act, 2013, on the compliance of applicable statutory provisions and the adherence to good corporate practices by **Divyashakti 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 verification of the Company’s books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. 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, 2009; **Not Applicable during the period under review;**
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the period under review;**



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- e) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the period under review;***
- 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; **Not Applicable during the period under review;***
- g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable during the period under review;***
- h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the period under review;***
- i) *The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015; and*
- j) *The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.*

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

- (i) *Secretarial Standards issued by The Institute of Company Secretaries of India with relating to Board Meetings and General Meetings.*
 - (ii) *The Listing Agreements entered into by the Company with BSE Limited (BSE) on 31st March, 2023 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
 - (iii) *Other Specifically applicable laws to the Company in respect of which we relied on the Internal Audit report and noted relevant compliances and observations made by the Internal Auditor.*
 - (iv) *Other Specifically applicable laws to the Company:*
 - *Bureau of Indian Standards Rules, 1987;*
 - *Mines and Minerals (Regulation and Development) Act, 1957;*
 - *The Mines Act, 1952;*
 - *The Explosives Act, 1884;*
 - *Factories Act, 1948;*
 - *Industrial Disputes Act, 1947;*
 - *The Payment of Wages Act, 1936;*
 - *The Minimum Wages Act, 1948;*
 - *The Employees Compensation Act; 1923*
 - *The Employees' Provident Fund and Miscellaneous Provisions Act, 1952;*
 - *The Payment of Bonus Act, 1965;*
 - *Equal Remuneration Act, 1976;*
 - *The Environment (Protection) Act, 1986;*
 - *The Hazardous Waste (Management, Handling and Transboundary Movement) Rules, 2008;*
 - *Labour laws and other incidental laws related to Labour and employees appointed by the Company either on its payroll or on contractual as related to wages, gratuity etc.;*
 - *The Air and Water (Prevention & Control of Pollution) Acts;*
 - *Acts as prescribed under Direct Tax and Indirect Tax;*
 - *Land Revenue laws of the State of TS;*
 - *Labour Welfare Act of the State of TS.*
6. *During the financial year under report, the Company has complied with the provisions of the Acts to the extent applicable and the Rules, Regulations, Guidelines, Standards, etc., mentioned above subject to the following:*



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- (i) As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of:
- External Commercial Borrowings were not attracted to the Company under the financial year under report;
 - Foreign Direct Investment (FDI) were not attracted to the company under the financial year under report;
 - Overseas Direct Investment by Residents in Joint Venture/ Wholly Owned Subsidiary abroad were not attracted to the company under the financial year under report.
- (ii) As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under Report.
7. We have relied on the information and 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 as stated under para-6 above.

We further report that:

- (i) based on the information provided by the Company, its officers, and its authorized representatives during the conduct of the audit and also on review of quarterly reports by respective Department Heads/Company Secretary/ CEO taken on record by the Board of Directors of the Company, adequate systems and processes and control mechanism exist in the company to monitor and ensure the compliance of with the applicable general laws like Labour laws, competition law and environment laws.
- (ii) the Compliance by the Company of applicable financial laws like direct and indirect laws has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Audit and Other designated professionals.
- (iii) the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- (iv) adequate notice is given to all Directors to schedule the Board and Committee Meetings, agenda and detailed notes on agenda were sent electronically well in advance or shorter consent were taken in other cases, 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.
- (v) all the decisions at the Board Meetings and Committee Meetings have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that:

The Company have submitted documents in relation to in relation to re-classification of "Promoter Category" to Public Shareholding Category - Non-Resident Individuals under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements). However, the approval is pending from BSE.

We further report that,

- (i) 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.



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(ii) there were no specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs except as reported in the Financial Audit Report.

Place: Hyderabad
Date: 26th May 2023

For Puttaparthi Jagannatham & Co.
Company Secretaries

Sd/-
CS Navajyoth Puttaparthi
Partner
FCS No: 9896; C P No: 16041
Peer Review Certificate No. 1158/2021
UDIN: F009896E000384721

ANNEXURE A'

To
The Members of
Divyashakti Limited
(Formerly Divyashakti Granites Limited)
7-1-58, Divyashakthi Apartments,
Ameerpet, Hyderabad-500016, Telangana.

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

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

Place: Hyderabad
Date: 26th May 2023

For Puttaparthi Jagannatham & Co.
Company Secretaries

Sd/-
CS Navajyoth Puttaparthi
Partner
FCS No: 9896; C P No: 16041
Peer Review Certificate No. 1158/2021
UDIN: F009896E000384721

Annexure – II

Annual Report on CSR Activities

[Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended]

1. Brief outline on CSR Policy of the Company:

Divyashakti Limited (Formerly Divyashakti Granites Limited) ('the Company') has been an adopter of Corporate Social Responsibility ('CSR'), the Company's CSR initiatives have played a pivotal role in contributing to the society & driving sustainable economic growth in a holistic manner. Presently, the broad focus areas of the Company are:

- a. Education
- b. Health
- c. Environment
- d. Rural Development

Education, Environment and Health are primary focus areas of CSR policy of the Company. The activities under the Education include primary, secondary and higher education, skill development of rural youth, providing scholarships to meritorious students of underprivileged and promoting preventive healthcare activities such as providing safe and healthy drinking water, aiding hospitals etc. Further thematic areas will be prioritized to reach the underserved segments of the population like women, economically and geographically disadvantaged vulnerable and marginalized population. The company also lays emphasis on employee volunteering in all its CSR efforts. Companies Act 2013 mandates qualifying companies to constitute Corporate Social Responsibility Committee to effectively monitor CSR activities. Further the Companies (Corporate Social Responsibility Policy) Rules, 2014 (hereinafter referred to as "CSR Rules") lay down the framework and modalities of carrying out CSR activities which are specified in Schedule VII of the Act.

2. Composition of CSR Committee:

Sl. No.	Name of the Director	Designation / Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Sri T R C Bose	Independent Director Chairman of the Committee	1	1
2.	Sri T H Sastry	Independent Director And Member of Committee	1	1
3.	Sri S Srinivas	Independent Director And Member of Committee	1	1



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3. Web-link for Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company: link: https://www.divyashakti.com/wp-content/uploads/2023/06/CSR_Annexure_for_FY_2022_23.pdf

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: Not Applicable.

Sl. No	Financial Year	Amount available for set off from preceding financial years (in `)	Amount required to be set off for the financial year, if any (in `)
--	--	--	--

6.

- (a) Average net profit of the company as per sub-section (5) of section 135: Rs. 916.49 Lakhs
 (b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 18.33 Lakhs
 (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Nil
 (d) Amount required to be set-off for the financial year, if any: Nil
 (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 18.33 Lakhs

7.

(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer	Name of the Fund	Amount	Date of transfer
18.65 Lakhs	---	---	---	---	---

- (b) Amount spent in Administrative Overheads: Nil
 (c) Amount spent on Impact Assessment, if applicable: Nil
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 18.65 Lakhs



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(e) CSR amount spent or unspent for the Financial Year (2022-23):

Sl. No.	Particular	Amount (in Rs. Lakhs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	18.33
(ii)	Total amount spent for the Financial Year	18.65
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	0.32
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	0.32

(f) Excess amount for set-off, if any: Nil

8. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: Not Applicable

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
1	FY-1							
2	FY-2							
3	FY-3							



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9. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): Not Applicable

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

10. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): Company is in the process of identifying a trust for CSR implementation directly and hence delayed in identifying the implementing agency.

Sd/-

Place: Hyderabad
Date: 26.05.2023

Hari Hara Prasad Nallapati
Managing Director
DIN: 00354715

Sd/-

Ramesh Chandra Bose Tummala
Independent Director/Chairman of CSR Committee
DIN: 00160630

ANNEXURE -III
Form No. AOC-2

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

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

1) Details of contracts or arrangements or transactions not at arm's length basis: NIL

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

S. No.	Name(s) of the related party and nature of relationship	Nature of contracts/a rrrangement s/transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any (Rs. in Lakhs)	Balance outstanding as on Balance Sheet date (Rs. in Lakhs)	Date(s) of approval by the Board	Amount paid as advances, if any
1	M/s Universal Extrusions Pvt. Ltd. A private company in which Managing Director and Director are Directors	Packing wood material (purchase)	Ongoing	Transaction value: 38.15 Lakhs	20.78 Lakhs (Creditor)	---	NIL
2	M/s Universal Marketing Agencies Pvt. Ltd., A private company in which Managing Director and Director are Directors	Sale of Granite & Quartz Slabs & Job work service	Ongoing	Transaction value: 771.60 Lakhs	710.21 Lakhs (Debtors)	---	NIL
3	M/s N.V.Rattaiah & Co., Enterprise in which Managing Director and Director are interested	Sale of granite slabs& Loans and Advances	Ongoing	Transaction value: DTA sales: 42.98 Lakhs	20.01 Lakhs (Debtor)	---	NIL
4	M/s. Cosmos Granite (West& South East and South West) A enterprise in which Managing Director is interested	Supply of Polished Granites Slabs & Quartz Stone Slabs	Ongoing	Transaction value: 6804.35 Lakhs	8575.74 Lakhs (Debtor)	---	NIL

ANNEXURE - IV

REPORT ON CORPORATE GOVERNANCE:

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company attaches immense importance to good Corporate Governance as formulated by the Stock Exchanges/SEBI and other authorities in right earnest. It will be the endeavor of the Board of Directors that the Company is so governed as to maximize the benefits of all stakeholders i.e., shareholders, employees, customers, society and others.

BOARD OF DIRECTORS

The Board of Directors of the Company comprised of Seven (7) Directors as on 31st March, 2023, out of whom One (1) is Managing Director, and Five (5) are Non-Executive Directors and One (1) is Executive Director. During the year under review, there were in all FIVE (5) meetings of the Board of Directors and the maximum time gap between any two board meetings was not more than four months and the following is the attendance of the Directors:

Sl. No.	Name of the Director	No. of Meetings attended	Whether attended the last AGM	No. of Directorships in other Boards
1	Sri N. Hari Hara Prasad	5	Yes	4
2	Sri T. H. Sastry	5	Yes	Nil
3	Sri T. R. Chandra Bose	5	Yes	6
4	Sri S. Srinivas	5	Yes	5
5	Smt Anuradha Anne	5	Yes	3
6	Sri M. Rama Krishna Prasad	3	Yes	15
7	Sri Nallapati Sai Venkateshwara Prasad	5	Yes	1

The dates of Board Meetings held during the year under review are:

- i) 25th April, 2022;
- ii) 04th June, 2022;
- iii) 25th July, 2022;
- iv) 31st October, 2022 &
- v) 20th January, 2023.

AUDIT COMMITTEE

As per Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company constituted Audit Committee consisting of the following Directors, with the role and responsibilities duly defined and in accordance with the applicable statutory and other requirements.

During the year, four (4) meetings of the Committee took place and attendance thereat is as under:

Name of the Member	Designation	No. of Meetings Attended	Remarks
Sri T. R. C. Bose	Chairman	4	--
Sri T. H. Sastry	Member	4	--
Sri S. Srinivas	Member	4	--



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The dates of Audit Committee Meetings held during the year under review are:

- i) 16th April, 2022;
- ii) 18th July, 2022;
- iii) 22nd October, 2022; &
- iv) 12th January, 2023.

STAKEHOLDERS RELATIONSHIP COMMITTEE

As per Regulation 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 178 of the Companies Act, 2013, the Board of Directors of the Company constituted Stakeholders Relationship Committee with the role and responsibilities duly defined and in accordance with the applicable statutory and other requirements.

During the Financial Year under review, the Committee met once on 20th January, 2023 and attendance is as under:

Name of the Member	Designation	No. of Meetings Attended	Remarks
Sri T.R.C.Bose	Chairman	1	--
Sri S.Srinivas	Member	1	--
Smt Anuradha Anne	Member	1	--

NOMINATION & REMUNERATION COMMITTEE

During the Financial Year under review, the Committee met Once on 18th January, 2023 and attendance is as under:

S. No.	Name of Members	Designation	No. of Meetings Attended	Remarks
1	Sri T. R. C. Bose	Chairman	1	--
2	Sri S. Srinivas	Member	1	--
3	Sri M.R.K Prasad	Member	1	--

REMUNERATION OF DIRECTORS

Other than Managing Director and Whole-Time Executive Directors, no other Director receives any remuneration from the Company except Sitting Fees for attending the Board Meetings. The details of remuneration paid to the Managing and Whole-Time Directors are mentioned in Item No.21 of Notes forming part of the financial statements of the Company.

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Remuneration Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and CEO & Managing Director and their remuneration. This Policy is accordingly derived from the said Charter.

Criteria of selection of Non- Executive Directors

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.

In case of appointment of Independent Directors, the Remuneration Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

The Remuneration Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

The Remuneration Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.

- i. Qualification, expertise, and experience of the Directors in their respective fields;
- ii. Personal, Professional, or business standing;
- iii. Diversity of the Board.

In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

On evaluation of the performance of the Board, it has been evaluated that

- a) Sri N. Hari Hara Prasad as Managing Director of the Company has been playing pivotal role in the operations and the marketing of the company's product and his contribution has been rated as very good.
- b) The Non-Executive Directors have given valuable suggestions and their constructive appreciation of the performance has yielded positive results and their contribution has been rated as good.
- c) Smt. Anuradha Anne, Woman Director is overseeing the Finance and General welfare of the employees including Women employees and her contribution has been rated very well.
- d) Other Independent Directors by their contribution and presence contributed to the corporate governance and discharge of CSR initiatives and their performance has been rated good.

Remuneration

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees for each meeting of the Board attended by them, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and for reimbursement of expenses for participation in the Board meetings.

CEO & Managing Director – Criteria for selection / appointment

For the purpose of selection of the CEO & MD, the Remuneration Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration for the CEO & Managing Director

At the time of appointment or re-appointment, the CEO & Managing Director shall be paid such remuneration as may be mutually agreed between the Company (Remuneration Committee and the Board of Directors) and the CEO & Managing Director within the overall limits prescribed under the Companies Act, 2013.

The remuneration shall be subject to the approval of the Members of the Company in General Meeting.

The remuneration of the CEO & Managing Director comprises only of fixed component. The fixed component comprises salary, allowances, perquisites, amenities and retirement benefits.



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Remuneration Policy for the Senior Management Employees

In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the remuneration committee shall ensure the relationship of remuneration and performance benchmark is clear.

The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein above, whilst recommending the annual increment and performance incentive to the remuneration committee for its review and approval.

INDEPENDENT DIRECTORS' MEETING:

During the year under review, the Independent Directors met once on 20th January, 2023.

The Independent Directors have evaluated the performance of the Non-Independent Directors and the Board of Directors as a Whole and were also responsible for evaluating the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors. Further, Independent Directors have evaluated the quality, contents and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

SHAREHOLDERS/INVESTORS GRIEVANCES

The Company attaches utmost attention for resolving shareholders/ investor's grievances/ complaints. Complaints received from shareholders/investors directly or through Stock Exchanges or SEBI are replied to immediately. There are no outstanding or unresolved complaints.

NOTES ON DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT

In accordance with the Companies Act, 2013 and the rules made thereunder and the Articles of Association of the Company, Smt. Anuradha Anne, retires by rotation at the forthcoming Annual General Meeting, and being eligible, has offered herself for reappointment as Director of the Company.

DISCLOSURES

Pecuniary disclosure with regard to interested Directors:

- a) *Disclosures on materially significant related party transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries, or relatives, that may have potential conflict with the interests of the Company at large:*

None of the transactions with any of related parties was in conflict with interest of the Company.

- b) *Details of non-compliance by the Company and the penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to Capital Markets during the last three years:*

There were no instances of non-compliance of any matter related to Capital Market during the last three years.

- c) *Compliance Certificate on corporate governance by the Secretarial Auditors:*

Certificate of the Secretarial Auditor's has been obtained on the compliance of the conditions of Corporate Governance in terms of Regulation 34(3) and 53(f) of the Securities



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and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the same is annexed to this report as **Annexure-IX**.

- d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause.

The Company has fully complied with the mandatory requirements of Regulation 34(3) and 53(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has adopted non-mandatory requirement of this clause, viz., and Remuneration committee of the Board which has been constituted to determine the remuneration package of the Executive Director.

- e) The Management Discussion and Analysis is a part of this Annual Report.

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

M/s. Puttaparthi Jagannatham & Co., Practicing Company Secretaries, Hyderabad, have issued a certificate as required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/Ministry of Corporate Affairs or any such Statutory Authority. The certificate is enclosed with this section as **Annexure-A**.

MEANS OF COMMUNICATION:

Quarterly/Half Yearly Financial Results of the Company are forwarded to the Bombay Stock Exchange uploaded on the BSE Listing Center and published most of the times in Financial Express and Mana Telangana. Half Yearly report is not sent to each household of shareholders as the results of the Company are published in the Newspapers.

- (i) The results or official news were not displayed in any Website.
- (ii) Company has not made any presentations to any Institutional investors/ analysts during the year.
- (iii) Management Discussions & Analysis.

Your Company has identified USA, Germany and a few other countries as its market areas for its export market, which has been growing steadily in the last few years. Your Company is one of the leading exporters of Granite & Quartz Products and it expects to improve its position in future also.

The Company has the mechanism to combat the risks of exposure to Business, Assets and Financial Risks in the form of competition, accidents, natural calamities, obsolescence, and fluctuations in foreign currency etc.

GENERAL BODY MEETINGS

The last three Annual General Meetings were held as under:

AGM No.	Location	Date	Time	Whether any special Resolutions were passed
31 st AGM	Video conferencing	18 th August, 2022	11.00 A.M	Yes
30 th AGM	Video conferencing	30 th September, 2021	11.00 A.M	Yes
29 th AGM	Video conferencing	30 th September, 2020	11.00 A.M	Yes

DEMATERIALIZATION OF SHARES

The shares of the company to the extent of 9866357 have been dematerialized and the shares to the extent of 402513 are held in physical form and the shareholders are advised to contact the depository participants of National Securities Depository Services Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL)–ISIN-INE410G01010 for dematerializing the shares held by them in the Company.

GENERAL SHAREHOLDER INFORMATION

a) Annual General Meeting	
Day, Date and Time	21 ST September, 2023 at 11.00 A. M.
Venue	Video Conferencing through Audio video means
b) Financial Calendar	1st April to 31st March
c) Date of Book Closure	15 th September, 2023 to 21 st September, 2023 (both days inclusive)
d) Dividend Payment Date	On or before 20 th October, 2023
e) Registered Office	Divyashakti Limited Divyashakti Complex, 3rd Floor, Flat Nos. 301-304, 7-1-58, Ameerpet, Hyderabad-500 016. e-mail: info@divyashakti.com
f) Listing on Stock Exchange	The Bombay Stock Exchange, Mumbai Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.
g) Listing Fee	Annual listing fee for the financial year 2023-24 paid to the Stock Exchange.
h) Depository Fee	Annual custody fee for the financial year 2023-24 paid to National Securities Depository Limited (NSDL) and Central Depository Services India Limited (CDSL).
i) International Securities Identification Number	INE410G01010
j) Code/Symbol	BSE – 526315

k) Market Price Data

Month	BSE		
	High (Rs.)	Low (Rs.)	No. of Shares
April, 22	83.60	65.00	35,887
May, 22	79.75	62.75	16,474
June, 22	79.35	63.80	36,732
July, 22	98.00	62.80	1,17,227
August, 22	94.95	75.00	1,74,157
September, 22	94.40	77.10	1,00,023
October, 22	92.00	77.00	61,674
November, 22	100.50	81.10	1,74,138
December, 22	98.00	71.00	54,767
January, 23	91.75	71.10	1,09,164
February, 23	78.00	69.05	31,613
March, 23	75.50	63.45	53,759

- l) Registrar & Share Transfer Agent : Venture Capital and Corporate Investments Pvt. Ltd.**
 (Physical And Electronic)
 "AURUM" D.No.4-50/p-II/57/4F&5F,
 Plot No.57, 4th & 5th Floors, Jayabheri Enclave,
 Phase-II, Gachibowli, Hyderabad -500 032.
 Phone:040-23818475/23868257/35164940
 Email: investor.relations@vccipl.com/
info@vccilindia.com
 Web: www.vccipl.com

m) Share Transfer Systems:

Transfer of Securities in physical form are registered and duly transferred. The share certificates are dispatched within fifteen (15) days of receipt provided the transfer documents are in order.

n) Distribution of Shareholdings (as on 31.03.2023)

Share Holdings	No. of Shareholdings	% of total	No. of Shares	% of total
Up to 500	4449	90.91	535004	5.21
501 - 1000	220	4.50	180066	1.75
1001 - 2000	106	2.17	157834	1.54
2001 - 3000	44	0.90	113405	1.10
3001 - 4000	17	0.35	59548	0.58
4001 - 5000	12	0.25	54515	0.53
5001 - 10000	16	0.33	117383	1.14
10001 & above	30	0.61	9051115	88.14
Total	4894	100.00	10268870	100.00

o) Promoters Shareholdings (as on 31.03.2023)

Sl. No	Name of the Promoter Mr./Ms	No. of Shares	% of Total
1	Mr. Nallapati Hari Hara Prasad	2496256	24.31
2	Ms. Jaishree Nallapati	1006983	9.81
3	Mr. Bhanu Prasad Nallapati	335140	3.26
4	Ms. Anuradha Anne	465992	4.54
5	Ms. Umashree Nallapati	842500	8.20
6	Mr. Tejashree Nallapati	744460	7.25
7	Mr. Sai Venkateshwara Prasad Nallapati	1625216	15.83
8	Mr. Satish Movva	164760	1.60
	TOTAL	7681307	74.80

p) Details of shares

Mode	No. of Records	No. of Shares	% to paid up Capital
CDSL	1585	8661547	84.35
NSDL	1333	1204810	11.73
Physical	1976	402513	3.92
Total	4894	10268870	100.00

q) Shareholding pattern as on March 31, 2023

S. No.	Category	No. of Holders	No. of Shares	% to paid up capital
1	Promoter – (Individuals/HUF/NRI)	8	7681307	74.80
2.	Public-			
a.	Individuals Individual Share Holders holding nominal share capital up to 2Lakh	4797	1277228	12.44
b.	Individual Share Holders holding nominal share capital in excess of 2 Lakh	12	1268350	12.35
c.	Bodies Corporate	17	15405	0.15
d.	Clearing Member	3	252	0.00
e.	Trust	0	0	0
f.	Non-Resident Individuals	54	26328	0.26
g.	Foreign Institutional Investors	0	0	0
h.	Mutual Funds	0	0	0
i.	Banks	0	0	0
	TOTAL	4891	10268870	100

r) Outstanding GDR's/ADR's/Warrants or any convertible instruments, conversion date and likely impact on equity: The Company has not issued any of these instruments.

s) **Plants Locations** : M/s Divyashakti Limited
 (Formerly Known As Divyashakti Granites Limited)
 Survey No.432/1 & 447,
 Narsapur Village,
 Medak District, Telangana.

t) **Code of Conduct and Ethics:**

The Board of Directors of the Company has formulated a code of conduct and ethics applicable to all the Members of the Board of Directors and Senior Management Personnel of the Company.

A detail declaration along with a certificate of compliance appears in the **Annexure-VIII** to the Corporate Governance Report.

u) **Compliance Officer:** Shareholders can correspond at the registered office of the Company at Hyderabad with Ms. Deepika Chawda, Compliance Officer and Company Secretary of the Company.

For and on behalf of the Board

Place: Hyderabad
 Date: 26.05.2023

Sd/-
 (N.HARI HARA PRASAD)
 Managing Director
 DIN: 00354715

Sd/-
 (T.H.SASTRY)
 Director
 DIN: 01786600



DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

Annexure - A

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

To,
The Members of
Divyashakti Limited
(Formerly Divyashakti Granites Limited)
7-1-58, Divyashakti Apartments,
Ameerpet, Hyderabad – 500016, Telangana.

We have examined the relevant registers, records, forms, returns, and disclosures received from the Directors of Divyashakti Limited (Formerly Known As Divyashakti Granites Limited) having CIN L99999TG1991PLC012764 and having registered office at 7-1-58, Divyashakti Apartments, Ameerpet, Hyderabad – 500016, Telangana (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Hari Hara Prasad Nallapati	00354715	04 th June, 1991
2	Hanumath Sastry Tadepally	01786600	28 th January 1993
3	Thati Venkataswamy Chowdary	00010435	28 th January 1993
4	Ramesh Chandra Bose Tummala	00160630	01 st November, 2013
5	Srinivas Sunkara	00194094	01 st November, 2013
6	Anuradha Anne	02802437	12 th May 2017
7	Ramakrishna Prasad Musunuri	01781225	27 th January, 2020
8	Nallapati Sai Venkateshwara Prasad	07426498	01 st June 2021

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

Place: Hyderabad
Date: 26th May 2023

For Puttaparthi Jagannatham & Co.
Company Secretaries
Sd/-
CS Navajyoth Puttaparthi
Partner
FCS No: 9896; C P No: 16041
Peer Review Certificate No. 1158/2021
UDIN: F009896E000384644

ANNEXURE-V

MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

Granite Industry Overview

Granite is one of the most sought-after material among all building stone. In the past, granite pillars and beams were used to support huge structures of temples and palaces and were used for making protective walls. Now with the invention of modern tools of better hardness and polishing ability, use of granite has increased on account of its aesthetic value. Granite is in demand due to its amenability for taking mirror like polish, high compressive strength, longevity and aesthetics. Granite finds application in many areas; accordingly market is segmented among four product categories, namely - Natural stone processing industry - Building Industry - Funerary Industry and - Consumer market.

Economy

Your Company has identified USA and a few other countries as its market areas for its export market, which has been growing steadily in the last few years. Your Company is one of the leading exporters of Granite Products and it expects to improve its position in future also.

Our Business

Your company is a 100% Export Oriented Unit (EOU), located at Hyderabad, Telangana. Your company exports to more than (2) Two countries. Our business is classified across a Single (One) segment: - Polished Granite Slabs & Tiles and Engineering Stones (Quartz Slabs)

Financial Performance of the Company / Operations

The financial performance for the Company during the financial year 2022-23:

- Net sales during the year Rs. 75.53 Crores as against Rs. 63.57 Crores in last year.
- Net Profits during year Rs.7.83 Crores as against Rs. 7.15 Crores in last year.
- Basic and diluted earnings per share stood at 7.62 in 2022-23 as against 6.96 in last year.

Profitability

Your Company's profitability increase due to increase in Currency Fluctuation gains in the financial year 2022-23. Your company had made a gross profit of Rs.11.01 Crores during the year as against the gross profit of Rs. 9.46 Crores of the last year 2021-22.

Results of operations

Your Company generated after-tax profits of Rs. 7.83 Crores in 2022-23, which was higher as compared to Rs.7.15 Crores generated last year.

Profit before tax and exceptional items stood at Rs. 11.01 Crores as against a profit of Rs. 9.46 Crores last year. After reckoning a current and deferred tax liability of Rs. 3.18 Crores, Profit after tax for the current year stood at Rs.7.82 Crores. The earnings per share increased from Rs. 6.96 in 2021-22 to Rs.7.62 in the current year under review.

Your Company has continued to publish its accounts in line with last year.



DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

Opportunities and Threats to the Industry

Your Company functions in a business environment which is subject to increasing globalization and competition. As such, controlling risk is critical to the businesses performance and your Company by virtue of undertaking diligent monitoring manages the same. The management cautions that the risks outlined hereunder are not exhaustive and are indicative only:

- *Inability to source quality granite blocks for processing continues to remain one of the major difficulties for the granite industry and is expected to continue in the future as well.*
- *Despite being present in multiple markets, the Company derives major proportion of its revenues from United States of America. Any shift in the consumption pattern on account of political or economic events in that market could have a material impact on our business as well.*
- *Our clients are spread across a large geographical area and despite examining their financial health at the time of order acceptance, there is a chance some of them may not be able to honor their commitment on time*
- *Heightened volatility in currency exchange rate following changing economic environment can have a bearing on the Company's financial condition, besides impacting its performance and may affect the comparability of results between the Company's financial periods.*

Risk Management

The Company has the mechanism to combat the risks of exposure to Business, Assets and Financial Risks in the form of competition, accidents, natural calamities, obsolescence, and fluctuations in foreign currency etc.

Internal Control Systems and Adequacy

The Company has an adequate system of internal control implemented by the management towards achieving efficiency in operations, optimum utilization of resources and effective monitoring thereof and compliance with all applicable laws.

Human Resources

Your Company recognizes the value addition of its employees and their contribution to the growth and development of the Company. In turn, the Company is committed to train and develop it's people and motivate them. Industrial relations have been cordial and mutually beneficial.

For and on behalf of the Board

Place: Hyderabad
Date: 26.05.2023

Sd/-
(N.HARI HARA PRASAD)
Managing Director
DIN: 00354715

Sd/-
(T.H.SASTRY)
Director
DIN: 01786600

ANNEXURE-VI

MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To

Divyashakti Limited
(Formerly Divyashakti Granites Limited)

Dear Sir(s),

Sub: Managing Director (MD) and Chief Financial Officer (CFO) Certification

Pursuant to the provisions of Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We have reviewed the financial statements and the cash flow statement of Divyashakti Granites Limited for the year ended March 31, 2023 and that to the best of our knowledge and belief, we state that:

- (a) (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
- (ii) These statements together present a true and fair view of the company's affairs and are in compliance with current accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, and the steps they have taken or proposed to be taken to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee:
- (i) Significant changes, if any, in internal control over financial reporting during the year;
- (ii) Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- (iii) That there were no instances of significant fraud of which we have become aware.

Sd/-
Anuradha Anne
Chief Financial Officer
DIN: 02802437

Sd/-
N.Hari Hara Prasad
Managing Director
DIN: 00354715

Place: Hyderabad
Date: 26.05.2023

ANNEXURE-VII

DECLARATION BY THE MANAGING DIRECTOR OF THE COMPANY ON CODE OF CONDUCT

I hereby declare that:

- 1. The Code of Conduct for the Board Members and Senior Management of the company was approved by the Board of Directors in the Board Meeting and the same was adopted by the Company.*
- 2. The Code of Conduct adopted by the Company was circulated to the members of the Board and Senior Management of the Company and is also posted on the website of the Company.*
- 3. All the members of the Board and Senior Management of the Company have complied with all the provisions of the Code of Conduct.*

For and on behalf of the Board

Place: Hyderabad
Date: 26.05.2023

Sd/-
N. Hari Hara Prasad
Managing Director
DIN: 00354715

ANNEXURE-VIII

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Divyashakti Limited
(Formerly Divyashakti Granites Limited)
7-1-58, Divyashakti Apartments,
Ameerpet, Hyderabad – 500016, Telangana

We have examined the relevant records relating to compliance of conditions of Corporate Governance by Divyashakti Limited (Formerly Known As Divyashakti Granites Limited) (“the Company”), for the year ended 31st March 2023, as per the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) as referred to in Regulation 15(2) of the Listing Regulations for the year ended 31st March 2023.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing Regulations. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Hyderabad
Date: 26th May 2023

For Puttaparthi Jagannatham & Co.
Company Secretaries

Sd/-
CS Navajyoth Puttaparthi
Partner
FCS No: 9896; C P No: 16041
Peer Review Certificate No. 1158/2021
UDIN: F009896E000384677

INDEPENDENT AUDITORS REPORT

To the members of,
M/s. DIVYASHAKTI LIMITED (Formerly known as DIVYASHAKTI GRANITES LIMITED)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **M/s. DIVYASHAKTI LIMITED** (“the Company”), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and except the effect of matter referred to in Basis for qualified opinion give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr No	Key Audit Matter	Auditor’s Response
1	Revenue Recognition Revenue is recognized to the extent that economic benefit will flow to the Company and the revenue can be reliably measured. It is measured at fair value consideration received or receivable, net of returns and allowances, discounts and rebates. The Company recognizes revenue when it satisfies its performance	Our audit work included, but was not restricted to: <ul style="list-style-type: none"> • We understood business revenue recognition policy and how they are applied, including the relevant controls, and tested controls over revenue recognition; • Analytical review of the revenue recognized over the year

(Formerly known as Divyashakti Granites Limited)

	<p>obligation by transferring the goods to the customers. Revenue is key driver of the business and judgment is involved in determining when contractual obligations have been performed and to the extent that the right to consideration has been earned. The management of the Company focuses on revenue as a key performance measure which could create an incentive for revenue to be recognized before the risks and rewards have been transferred. We therefore identified Revenue Recognition as a significant risk and key audit matter.</p>	<ul style="list-style-type: none"> • Agreeing on a sample basis amount of revenue to customer contracts and verifying the extent, timing and customer acceptance of goods, where relevant. • We performed cut-off testing for a sample of revenue transactions around the period end date, to check that they were recognized in the appropriate period; • We discussed key contractual arrangements with management and obtained relevant documentation, including in respect of rebate and returns arrangements. • The Company's accounting policy on Revenue recognition is shown in note no: 8 to the financial statements and related disclosures are included in notes. • Based on our audit procedures we did not identify any evidence of material misstatement in the revenue recognized for the year ended 31st March 2023 in the standalone financial statements.
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Information Other than the Standalone Financial Statements and Auditor's Report Thereon

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

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

If, based on the work we have performed, we 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.

Management's Responsibility 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 with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India including The Indian Accounting Standard specified under sec.133 of the act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of



(Formerly known as Divyashakti Granites Limited)

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 are responsible for overseeing the Company's financial reporting process.

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

(Formerly known as Divyashakti Granites Limited)

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has no pending litigations which would impact its financial position in its standalone financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. **(a)** The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 (which are material either individually or in the aggregate) 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The dividend declared or paid during the year by the company is in compliance with Section 123 of the Act.

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

Place: Hyderabad
Date: 26.05.2022

For PAVULURI &Co.
Chartered Accountants
Firm Reg. No: 012194S

SD/-
(CA P ACHUTA RAMAIAH)
PARTNER
M.No: F-203300
UDIN #23203300BGXEXK6593

Annexure “A” to the Independent Auditor’s Report:

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Divyashakti Limited of even date)

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

We have audited the internal financial controls over financial reporting of **M/s. Divyashakti limited** (“the Company”) as of March 31,2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2)



(Formerly known as Divyashakti Granites Limited)

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

Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Hyderabad
Date: 26.05.2022

For PAVULURI &Co.
Chartered Accountants
Firm Reg. No: 012194S

SD/-
(CA P ACHUTA RAMAIAH)
PARTNER
M.No: F-203300
UDIN #23203300BGXEXK6593

“Annexure B” to the Independent Auditors’ Report

Referred to in paragraph 2 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2023:

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company’s Property, Plant and Equipment and Intangible Assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment & Capital work in progress and relevant details of right-of-use assets.
 - (B) The Company does not have intangible assets, hence order i (a) (B) not applicable.
 - (b) The Company has a program of physical verification of Property, Plant and Equipment to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification



(Formerly known as Divyashakti Granites Limited)

- (c) Based on our examination of the property tax receipts, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of all immovable properties disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued any of its Property, Plant and Equipment assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.(a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the order is not applicable to the company.
- iii. According to the information and explanations given to us and the records of the company examined by us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under Section 189 of the Act. Accordingly, paragraph 3 (iii) (a) to (C) of the Order are not applicable.
- iv. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not given any loans or provided guarantees or security as specified under Section 185 and 186 of the Companies Act. Further the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company
- vii. (a) According to the information and explanations given to us and the records of the company examined by us, the company is regular in depositing undisputed statutory dues including Provident fund, Employee State Insurance, Income tax, sales tax, customs duty, goods and service tax and any other statutory dues as applicable with appropriate authorities. There were no arrears of outstanding statutory dues as on last day of the financial year concerned for a period of more than six months from the date on which they become payable.
- (b) According to the information and explanation given to us, there are no statutory dues relating to service tax, customs duty, excise duty, value added tax, GST, Central sales tax, Cess or other statutory dues which have not been deposited with appropriate authorities on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961),



DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

- ix.** According to the information and explanations given to us and on the basis of our examination of the records of the Company:
- (a) The company has not defaulted in repayment of loans or borrowings to any financial institutions or banks as on at the balance sheet date.
 - (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 - (d) The Company has not raised any funds on short-term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
 - (e) The Company has no subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(e) of the Order is not applicable.
 - (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x.** According to the information and explanations given to us and on the basis of our examination of the records of the Company:
- (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
 - (b) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- xi.** According to the information and explanations given to us and on the basis of our examination of the records of the Company:
- (a) No material fraud by the Company and on the Company has been noticed or reported during the year.
 - (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
 - (c) There have not been any whistle blower complaints received by the Company during the year (and upto the date of this report), and it has no impact while determining the nature, timing and extent of our audit procedures.
- xii.** The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii.** According to the information and explanations to us and based on our examination of the records of the company transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.



DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

- xiv.** (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv.** In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company
- xvi.** (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii.** The Company has not incurred cash operating losses during the financial year covered by our audit and during the immediately preceding financial year.
- xviii.** There has been no resignation of the statutory auditors of the Company during the year.
- xix.** 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 financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx.** There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

**For PAVULURI &Co.
Chartered Accountants
Firm Reg. No: 012194S**

**Place: Hyderabad
Date: 26.05.2022**

**SD/-
(CA P ACHUTA RAMAIAH)
PARTNER
M.No: F-203300
UDIN #23203300BGXEXK6593**

BALANCE SHEET AS AT 31ST MARCH, 2023*(Rupees in lakhs)*

Sl. No.	Particulars	Note No.	AS AT 31.03.2023	AS AT 31.03.2022
	1	2	3	4
I	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment	1	2,774.94	2,973.40
	(b) Other Financial assets	2	33.71	33.71
	(c) Long Term Loans and Advances	3	-	5.40
2	Current assets			
	(a) Inventories	4	700.96	1,301.15
	(b) Financial assets			
	(i) Investments	5	-	-
	(ii) Trade receivables	6	9,313.24	6,734.83
	(iii) Cash and cash equivalents	7	707.96	1,114.94
	(iv) Bank balances other than(iii) above	8	133.51	888.38
	(c) Other current assets	9	141.99	193.84
	TOTAL ASSETS		13,806.31	13,245.64
II	EQUITY AND LIABILITIES			
1	EQUITY			
	(a) Equity Share capital	10	1,026.89	1,026.89
	(b) Other Equity	11	11,316.25	10,729.57
	LIABILITIES			
2	Non-current liabilities			
	(a) Borrowings	12	14.67	27.25
	(b) Deferred tax liabilities (Net)	12	227.58	220.42
	(c) Provisions	15	49.50	54.46
3	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	14	12.58	11.72
	(ii) Trade payables	13		
	- Total outstanding dues of Micro enterprises and small enterprises		360.75	--
	- Total outstanding dues of creditors other than Micro enterprises and small enterprises		646.78	1,046.80
	(b) Other current liabilities	14	122.31	128.53
	(c) Provisions	15	29.00	-
	TOTAL EQUITY & LIABILITIES		13,806.31	13,245.64

As per our Report of even date attached

For and on Behalf of the Board

For PAVULURI & CO
Chartered Accountants
Firm Reg. No. 012194S

Sd/-
CA P. ACHUTA RAMAIAH
Partner
Membership No.203300

Place : HYDERABAD,
Date : 26.05.2023

Annual Report 2022-23

Sd/-
ANNE ANURADHA
Director & Chief
Financial Officer
DIN: 02802437

Sd/-
T.H.SASTRY
Director
DIN: 01786600

Sd/-
N.HARI HARA PRASAD
Managing Director
DIN: 00354715

Sd/-
S.SRINIVAS
Director
DIN: 00194094

**DIVYASHAKTI LIMITED**

(Formerly known as Divyashakti Granites Limited)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(Rupees in lakhs)

Sl. No.	PARTICULARS	Note No.	For the Year ended 31.03.2023	For the Year ended 31.03.2022
I	REVENUE FROM OPERATIONS	16		
	Sale of Products (Exports)		4,918.90	5,522.05
	Sale of Products (DTA sales)		71.99	61.42
	Sale of Traded goods (Exports)		1,885.46	773.32
	Sale of Semi processed Quartz Slabs (DTA)		301.66	-
	Job Work Receipts		375.11	-
			7,553.12	6,356.79
II	OTHER INCOME	17	799.18	347.45
III	TOTAL REVENUE (I+II)		8352.30	6,704.24
IV	EXPENSES			
a	Cost of Materials Consumed	18	3,121.31	3,839.29
b	Purchases of Stock in Trade	19	1,702.59	659.07
c	Change of Inventories of finished goods work-in-progress - (acretion) / decretion	20	399.62	(481.53)
d	Employees benefit expenses	21	494.83	458.08
e	Finance Cost	22	8.61	5.69
f	Depreciation and amortization expenses	1	252.33	239.70
g	Other Expenses	23	1,271.75	1,037.53
	Total Expenses		7,251.04	5,757.83
V	Profit before Exceptional items and Tax (III - IV)		1,101.26	946.41
VI	Exceptional Items		----	----
VII	Profit/(Loss) before Tax (V - VI)		1,101.26	946.41
VIII	Tax Expenses			
	(1) Current Tax		282.00	220.12
	(2) MAT Credit Entitlement		-	-
	(3) Tax expenses relating to earlier years		29.32	1.80
	(4) Deferred Tax (Liability)	12	7.16	9.50
IX	Profit/(Loss) for the period (VII - VIII)		782.78	714.99
X	Other Comprehensive Income			
A	(i) Items that will not be reclassified to profit or (loss)		9.27	(0.44)
XI	Total Comprehensive Income (IX +X)		792.05	714.55
XII	Earning per equity share			
	(Par value per share Rs. 10/-each)			
	i) Basic		7.62	6.96
	ii) Diluted		7.62	6.96

As per our Report of even date attached

For PAVULURI & CO

Chartered Accountants

Firm Reg. No. 012194S

Sd/-

CA P. ACHUTA RAMAIAH

Partner

Membership No.203300

Place : HYDERABAD,

Date : 26.05.2023

For and on Behalf of the Board

Sd/-

ANNE ANURADHA

Director & Chief

Financial Officer

DIN: 02802437

Sd/-

T.H.SASTRY

Director

DIN: 01786600

Sd/-

N.HARI HARA PRASAD

Managing Director

DIN: 00354715

Sd/-

S.SRINIVAS

Director

DIN: 00194094

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31.03.2023

(Rupees in lakhs)

	<i>PARTICULARS</i>	For the year ended March 31, 2023	For the year ended March 31, 2022
A.	Cash flows from operating activities	1,101.26	946.41
	Profit before tax		
	Adjustments for:		
	Depreciation and amortisation expense	252.33	239.70
	Loss/(Profit) on sale/write-off of property, plant and equipment	10.16	(2.88)
	Finance costs	2.39	0.12
	Interest income	(16.59)	(35.84)
		248.29	201.11
	Operating profit before working capital changes	1,349.55	1,147.52
	Movements in working capital		
	Adjustments for (increase)/decrease in operating assets:		
	-Trade receivables	(2,578.41)	131.12
	-Inventories	600.20	(572.07)
	-Other assets	52.32	
	Adjustments for increase/(decrease) in operating liabilities:		
	-Trade payables	(39.27)	(2.58)
	-Other liabilities	(6.22)	(233.00)
	-Provisions	4.31	
		(1,967.07)	(676.52)
	Cash generated from operations	(617.52)	471.00
	Income taxes paid (net)	(282.32)	(228.21)
	Net cash generated from operating activities (A)	(899.84)	242.79
B.	Cash flows from investing activities		
	Purchase of property, plant and equipment	(74.07)	(163.03)
	Proceeds from sale of property, plant and equipment	10.04	--
	Purchase of non-current investments		(360.00)
	Bank balances not considered as cash and cash equivalents (net)	754.87	(3.29)
	Interest received	21.51	35.84
	Net cash from/(used in) investing activities (B)	712.35	(490.48)
C.	Cash flows from financing activities		
	Proceeds / (Repayment) from long-term borrowings	(12.58)	34.09
	Proceeds / (Repayment) from short-term borrowings	0.86	
	Dividend paid on Equity Shares	(205.38)	(154.03)
	Finance costs (including in relation to lease liabilities)	(2.39)	(0.12)

D **DIVYASHAKTI LIMITED**
(Formerly known as Divyashakti Granites Limited)

Net cash from/ (used in) financing activities (C)	(219.49)	(120.06)
Net increase in cash and cash equivalents (A+B+C)	(406.97)	(367.75)
Add: Cash and cash equivalents at the beginning of the year	1,114.93	1,482.68
Effects of exchange rate changes on the balance of cash and cash equivalents held in foreign currencies		
Cash and cash equivalents at the end of the year (Refer Note 7)	707.96	1,114.93

*As per our Report of even date attached
For PAVULURI & CO
Chartered Accountants
Firm Reg. No. 012194S*

For and on Behalf of the Board

*Sd/-
CA P. ACHUTA RAMAIAH
Partner
Membership No.203300*

*Sd/-
ANNE ANURADHA
Director & Chief
Financial Officer
DIN: 02802437*

*Sd/-
N.HARI HARA PRASAD
Managing Director
DIN: 00354715*

*Place : HYDERABAD,
Date : 26.05.2023*

*Sd/-
T.H.SASTRY
Director
DIN: 01786600*

*Sd/-
S.SRINIVAS
Director
DIN: 00194094*



DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

**Note: 11: EQUITY AND OTHER EQUITY
A. EQUITY**

STATEMENT OF CHANGES IN EQUITY:

Current Reporting Period

(Figures Rs. In Lakhs)

Balance of the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
1026.89	-	1026.89	-	1026.89

STATEMENT OF CHANGES IN EQUITY:

Previous Reporting Period

(Figures Rs. In Lakhs)

Balance of the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
1026.89	-	1026.89	-	1026.89

B. OTHER EQUITY:

STATEMENT OF CHANGES IN OTHER EQUITY: Current Reporting Period

(Figures Rs. In Lakhs)

Particulars	Other Equity				Total Equity attributable to equity holders of the Company
	Reserves and Surplus				
	Capital reserve	General reserve	Retained earnings	Other Comprehensive Income	
	Rs.	Rs.	Rs.	Rs.	Rs.
Balance at 1st April, 2022	19.06	10,512.56	205.38	(7.42)	10,729.58
Less: Dividend paid for the year 2021-22			(205.38)		(205.38)
Add: Net Profit / Movements during the year			782.78	9.27	792.05
Profit transferred to General reserve		577.40	(577.40)	-	-
Balance as at 31st March, 2023	19.06	11,089.96	205.38	1.85	11,316.25

11 (B) OTHER EQUITY
STATEMENT OF CHANGES IN OTHER EQUITY: Previous Reporting Period

(Figures Rs. In Lakhs)

Particulars	Other Equity				Total Equity attributable to equity holders of the Company
	Reserves and Surplus				
	Capital reserve	General reserve	Retained earnings	Other Comprehensive Income	
	Rs.	Rs.	Rs.	Rs.	Rs.
Balance at 1st April, 2021	19.06	10,002.94	154.03	(6.98)	10,169.05
Less: Dividend paid for the year 2020-21			(154.03)	-	(154.03)
Add: Net Profit / Movements during the year			714.99	(0.44)	714.55
Profit transferred to General reserve		509.62	(509.62)	-	-
Balance as at the 31.03.2022	19.06	10,512.56	205.37	(7.42)	10,729.57

As per our Report of even date attached

For PAVULURI & CO
Chartered Accountants
Firm Reg. No. 012194S

For and on Behalf of the Board

Sd/-

Sd/-

Sd/-
CA P. ACHUTA RAMAIAH
Partner
Membership No.203300

ANNE ANURADHA
Director & Chief
Financial Officer
DIN: 02802437

N.HARI HARA PRASAD
Managing Director
DIN: 00354715

Place : HYDERABAD,
Date : 26.05.2023

Sd/-
T.H.SASTRY
Director
DIN: 01786600

Sd/-
S.SRINIVAS
Director
DIN: 00194094



DIVYASHAKTI LIMITED
(Formerly known as Divyashakti Granites Limited)

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

I. Corporate information:

Divyashakti Limited (Formerly Divyashakti Granite Limited) was incorporated on 4th June, 1991 in the state of Andhra Pradesh (i.e., Undivided Andhra Pradesh). The Company is engaged in the manufacture and export of polished granite slabs, tiles, monuments and Quartz Slabs. The Company undertook to set up a 100% Export Oriented Unit (EOU) at Narsapur Village, Medak District, Telangana State and it's Reg. Office at 7-1-58, Divyashakti Complex, Ameerpet, Hyderabad, Telangana, Divyashakti Limited (Formerly Divyashakti Granite Limited), ever since its inception in 1991, has carved a niche for itself for producing world-class Quartz Slabs and Granite slabs. Despite its brief presence, the company has grown into one of the Country's largest 100% Export Oriented Granite Processing Units in a wide spectrum of colours, textures and finish, to customers world-wide. The company is a Public Limited Company Listed on Bombay Stock Exchange (BSE).

2. Significant Accounting Policies

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

2.1 Basis of preparation and measurement

The financial statements are prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read along with Companies (Indian Accounting Standards) Rules, as amended and other relevant provisions of the Act. The presentation of the Financial Statements is based on Ind AS Schedule III of the Companies Act, 2013.

(b). Basis of Measurement

The financial statements have been prepared on an accrual basis and in accordance with the historical cost convention, unless otherwise stated. All assets and liabilities are classified into current and noncurrent generally based on the criteria of realisation/ settlement within a twelve-month period from the balance sheet date.

The financial statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:

- i) Certain financial assets and liabilities
- ii) Defined benefit plans – plan assets

(c). Current v/s Non Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is classified as current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities

The operating cycle is the time between the acquisition of assets for processing and its realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

3. Key accounting Judgement, estimates and assumptions:

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

4. Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Depreciation methods, estimated useful lives and residual value Depreciation is provided on a pro-rata basis on the Straight-Line method (SLM) over the estimated useful lives of assets, based on the rates prescribed under Schedule II to the Companies Act, 2013, as applicable on the last date of accounting period. The useful life of assets has been used as per Schedule - II of the Companies Act 2013.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Assets	Estimated useful life (Years)
Factory Building	30
Building Other Than Factory	60
Computers	3
Plant & Machinery	15
Electrical Equipment	10
Furniture & Fixtures	10
Office Equipment	5
Vehicles	8

The asset's useful lives and methods of depreciation are reviewed at the end of each reporting period and adjusted prospectively, if appropriate.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount of the asset. These are included in profit or loss within other income.

5. Impairment of non- financial assets – property, plant and equipment

The carrying amounts of assets are reviewed at each balance sheet date to see if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

6. Borrowing costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

7. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

8. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

(i) Revenue from sale of goods

Revenue from the sale of goods is recognized, when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of consideration received or receivable, net of returns and allowances, trade discounts, volume rebates. Accordingly, revenues from sale of goods are stated gross of GST, GST are not received by the Company on its own account but collected on behalf of the Government and accordingly, are excluded from revenue.

Accordingly export and domestic revenue is recognized when the performance obligations in our contracts are fulfilled.

(ii) Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest on Fixed Deposits with banks is accounted on accrual basis. The amounts due are however credited by the Banks as and when the deposits matured. Interest income is included under the head "other income" in the statement of profit and loss

(iii) Dividends

Dividend income is recognized when the company's right to receive dividend has been established by the reporting date.

9. Financial Instruments
(iv) Financial Assets
(a). Initial recognition and measurement:

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

(b). Subsequent measurement

For purposes of subsequent measurement financial assets are classified in two broad categories:

- Financial assets at fair value
- Financial assets at amortized cost

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(C). Classification:

The Company classifies financial assets as subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

(d). Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling of financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(e). Financial assets carried at amortized cost (AC)

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to the cash flows that are solely payments of principal and interest on the principal amount outstanding.

(f). Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories is measured at FVTPL.

(v) Financial liabilities**(a). Initial recognition and measurement:**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost.

(b). Subsequent measurement:

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

10. Inventory Valuation

Inventories are valued at the lower of cost and the net realizable value after providing for obsolescence and other losses, where considered necessary.

Cost of raw materials, Stores and Spares, Consumables, packing materials and traded goods are valued at Cost on First-In-First-Out (FIFO) basis. The cost includes all charges in bringing the goods to the point of sale, including inward freight and other incidental expenses, transit insurance and receiving charges.

The net realizable value of materials in process is determined with reference to the selling prices of related finished goods include appropriate proportion of overheads and taxes wherever applicable.

Traded Goods are valued on actual cost. The cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

11. Foreign currency translation**(i) Initial recognition**

Foreign currency transactions are recorded in the reporting currency, by applying the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

(iii) Exchange differences

Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

12. Retirement and other employee benefits

- (i) Retirement benefit in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund.
- (ii) Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
- (iii) Short term compensated absences are provided for based on estimates. Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method.
- (iv) Re-measurement of defined benefit plans in respect of post-employment benefits are charged to other comprehensive income
- (v) The company presents the entire leave as a current liability in the balance sheet, since it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

13. Tax Expense

Tax expense for the period comprises current tax and deferred tax. Current and deferred Tax are recognised in Statement of Profit and Loss except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

➤ **Current tax**

Current tax assets and liabilities are measured at the amounts expected to be recovered from or paid to the taxation authorities, based on the tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

➤ **Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

14. Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares).

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

15. Provisions

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.


DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

Notes forming part of the financial statements

1.0 Property, plant and equipment and capital work-in-progress
Details of Property, plant and equipment

(Rupees in Lakhs)

	Land	Factory Buildings	Office Buildings	Plant and equipment	Electrical Equipments	Furniture and fixtures	Solar Power Plant	Office equipment	Computers	Generator Set	Motor Car/Van	Motor Cycle/Mapeds	Transformers	Total
(A) Cost or deemed cost (Gross Carrying amount)														
Balance at March 31, 2021	101.48	1,014.80	28.42	4,267.87	25.86	2.74	269.49	9.71	14.45	76.90	100.12	5.06	49.21	5,966.11
Additions	-	-	-	136.24	-	-	36.00	-	-	-	30.60	-	-	202.84
Disposals/ adjustments	-	-	-	-	-	-	-	-	-	-	(46.87)	-	-	(46.87)
Balance at March 31, 2022	101.48	1,014.80	28.42	4,404.11	25.86	2.74	305.49	9.71	14.45	76.90	83.85	5.06	49.21	6,122.08
Additions/reclassification	-	-	-	54.59	-	-	-	-	-	-	18.49	0.99	-	74.07
Disposals/ adjustments	-	-	-	(403.86)	-	-	-	-	-	-	-	-	-	(403.86)
Balance at March 31, 2023	101.48	1,014.80	28.42	4,054.85	25.86	2.74	305.49	9.71	14.45	76.90	102.34	6.05	49.21	5,792.31
(B) Accumulated depreciation and impairment														
Balance at March 31, 2021	-	359.27	12.42	2,315.53	24.57	2.60	70.99	9.23	4.64	30.14	75.03	3.85	46.68	2,954.95
Disposals/ adjustments	-	33.89	0.46	173.35	-	-	19.34	-	4.58	3.65	4.21	0.22	-	239.70
Depreciation expense	-	-	-	-	-	-	-	-	-	-	(45.93)	-	-	(45.93)
Balance at March 31, 2022	-	393.16	12.88	2,488.88	24.57	2.60	90.33	9.23	9.22	33.79	33.31	4.07	46.68	3,148.72
Disposals/ adjustments	-	-	-	(383.66)	-	-	-	-	-	-	-	-	-	(383.66)
Depreciation expense (Refer Note 4 below)	-	31.84	0.46	183.24	-	-	19.34	-	4.58	3.65	8.92	0.30	-	252.33
Balance at March 31, 2023	-	425.00	13.34	2,288.46	24.57	2.60	109.67	9.23	13.80	37.44	42.23	4.37	46.68	3,017.39
(C) Carrying Amount														
Balance at March 31, 2022	101.48	621.64	15.54	1,915.23	1.29	0.14	215.16	0.48	5.23	43.11	50.54	0.99	2.53	2,973.36
Balance at March 31, 2023	101.48	589.80	15.08	1,766.39	1.29	0.14	195.82	0.48	0.65	39.46	60.11	1.68	2.53	2,774.92

3.1 Some of the assets acquired out of finance are under Hypothecation.

3.2 Title deeds of Immovable Properties not held in name of the Company

Relevant line item in the Balance sheet	Description of item of property	Gross Carrying Value	Title deeds held in the name of	Property held Since which date	Reasons for not being held in the name of the company
Property, Plant & Equipment	Office Building	28.42	Promoter	Since 1997	Transfer Formalities are pending

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note No.	PARTICULARS	(Rupees in lakhs)	
		AS AT 31.03.2023	AS AT 31.03.2022
2	OTHER FINANCIAL ASSETS		
	(a) Security Deposits (unsecured, considered good)	33.71	33.71
	TOTAL	33.71	33.71
3	LONG TERM LOANS AND ADVANCES		
	(a) Advance Tax (Net of Provision for tax)	-	5.40
	TOTAL	-	5.40
4	INVENTORIES (as valued & certified by Management)		
	(a) Raw Materials	103.88	215.32
	(b) Proportionate freight on closing stock of raw materials	26.45	63.49
	(c) Work-in-Process	2.92	83.41
	(d) Finished Goods	279.68	598.81
	(e) Stores and Consumables	63.96	86.66
	(f) Quarz Raw Materials	210.70	198.89
	(g) Quarz Consumables	13.37	54.57
	TOTAL	700.96	1,301.15
5	INVESTMENTS	<i>Nil</i>	<i>Nil</i>
6	TRADE RECEIVABLES		
	(i) Trade receivables considered good - Unsecured	9,313.24	6,734.83
	Less: Allowance for expected credit risk	-	-
	TOTAL	9,313.24	6,734.83
6.1	Trade receivable of Rs. 8,575.75/- (in lakhs) is receivable from Cosmos Granite (west & south east and South West) and Rs.710.21/- (in lakhs) is receivable from Universal Marketing Pvt. Ltd., and Rs.20.01/- (in lakhs) is receivable from N.V.Rattaiah & Co. are all related parties.		
		<i>Outstanding for following periods from due date of Payment</i>	
	<i>Particulars</i>	<i>Not Due</i>	<i>Less than 6 months</i>
	(a) Trade receivables considered good - Unsecured	5,333.94	3,979.30
	Less: Allowance for expected credit risk	-	-
	TOTAL	5,333.94	3,979.30
7	CASH AND CASH EQUIVALENTS		
	a) Cash and Cash equivalents:		
	b) Balance with scheduled Banks:		
	- in current accounts	51.89	19.56
	- Term Deposit	515.60	639.60
	- E.E.F.C. Account with SBI	8.49	7.09
	- E.E.F.C. Account with HDFC	128.41	445.60
	b) Cash and Cash equivalents:		
	- Cash on Hand	3.57	3.09
	TOTAL (a)	707.96	1,114.94
	Note: Investments in term deposits (with original maturity of less than twelve months)		
8	Other Bank Balances:		
	- Unclaimed Dividend accounts	33.51	28.38
	- Margin Money Deposit for L.C.	100.00	860.00
	TOTAL (b)	133.51	888.38
	TOTAL (a+b)	841.47	2,003.32

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in lakhs)

Note No	PARTICULARS	AS AT	AS AT
		31.03.2023	31.03.2022
9	OTHER CURRENT ASSETS		
	<i>(Advance Recoverable in cash or in kind or for value to be considered)</i>		
	<i>Advances (unsecured, considered)</i>		
	<i>(a) Machinery suppliers</i>	-	-
	<i>(b) Material suppliers</i>	2.27	34.35
	<i>(c) Staff</i>	9.35	11.28
	<i>(d) GST Input Credit/Cenvat Credit</i>	63.17	75.55
	<i>(e) Prepaid Expenses</i>	2.79	3.33
	<i>(f) Accrued Interest on Margin Money</i>	64.41	69.33
	TOTAL	141.99	193.84

II EQUITY AND LIABILITIES**10 EQUITY SHARE CAPITAL**

(Figures in Lakhs)

Particulars	No. of Shares	AS AT 31.03.2023	No. of Shares	AS AT 31.03.2022
	A. Authorised Capital:			
<i>Equity Shares of ₹ 10/- par value Issued. Subscribed and Paid up</i>	140.00	1,400.00	140.00	1,400.00
B. Capital:				
<i>Equity Shares of ₹ 10/- par value At the beginning of the year</i>	102.69	1,026.89	102.69	1,026.89
<i>Add: Movement during the year</i>	-	-	-	-
<i>At the end of the year</i>	102.69	1,026.89	102.69	1,026.89

The Company has only one class of shares referred to as equity shares having a par value of Rs. 10/- each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company in proportion to the number of equity shares held by the shareholders, after distribution of all preferential amounts. However, no such preferential amounts exist currently.

In the period of five years immediately preceding March 31, 2023

The Company has not allotted any fully paid up shares.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1 The Details of Share holders, holding more than 5% shares:

SI.NO.	Name of the Promotor	As on 31.03.2023		As on 31.03.2022	
		No.of Shares	% held	No.of Shares	% held
1	HARI HARA PRASAD NALLAPATI .	24,96,256	24.31	24,96,256	24.31
2	JAISHREE NALLAPATI	10,06,983	9.81	10,06,983	9.81
3	UMA SHREE NALLAPATI	8,42,500	8.20	8,42,500	8.20
4	TEJASHREE NALLAPATI	7,44,460	7.25	7,44,460	7.25
5	SAI VENKATESHWARA PRASAD NALLAPATI	16,25,216	15.83	14,75,216	14.37
	Total	67,15,415	65.40	65,65,415	63.94

2 Shares held by the Promotors at March 31, 2023

SI.NO.	Name of the Promotor	As on 31.03.2023		
		No.of Shares	% of Total	% of Change
1	HARI HARA PRASAD NALLAPATI .	24,96,256	24.31	0.00
2	JAISHREE NALLAPATI	10,06,983	9.81	0.00
3	BHANU PRASAD NALLAPATI	3,35,140	3.26	0.00
4	ANURADHA ANNE	4,65,992	4.54	0.00
5	UMA SHREE NALLAPATI	8,42,500	8.20	0.00
6	TEJASHREE NALLAPATI	7,44,460	7.25	0.00
7	SAI VENKATESHWARA PRASAD NALLAPATI	16,25,216	15.83	1.46
8	MOVVA SATISH	1,64,760	1.60	0.00
	Total	76,81,307	74.80	1.46

(Rupees in Lakhs)

Note No	PARTICULARS	AS AT	AS AT
		31.03.2023	31.03.2022
12	Non -current Liabilities:		
	(a) Borrowings - Excavator Loan (Refer 12.1)	14.67	27.25
	(b) Deferred tax liability(net)		
	Opening Balance	220.42	210.93
	Add/(Less) for the year	7.16	9.49
	Total	227.58	220.42

12 i) Excavator loan from HDFC Bank Ltd. is carrying interest at 6.43% p.a. The loan is repayable in 37 equal monthly installments of Rs.1.18/- (in lakhs) each from 5th April, 2022.

ii) The loan is secured by way of hypothecation of the Vehicle for which finance is provided by the lender.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note No.	PARTICULARS	(Rupees in Lakhs)	
		AS AT 31.03.2023	AS AT 31.03.2022
12	Non-current Liabilities:		
	(a) Borrowings - Excavator Loan (Refer 12.1)	14.67	27.25
	(b) Deferred tax liability(net)		
	Opening Balance	220.42	210.93
	Add/(Less) for the year	7.16	9.49
	Total	227.58	220.42
12	i) Excavator loan from HDFC Bank Ltd. is carrying interest at 6.43% p.a. The loan is repayable in 37 equal monthly instalments of Rs.1.18/- (in lakhs) each from 5th April, 2022.		
	ii) The loan is secured by way of hypothecation of the Vehicle for which finance is provided by the lender.		
13	Trade Payables:		
	(A) Total outstanding dues of micro enterprises and small enterprises; and	360.75	-
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises. (Refer. 13.1)	646.78	1,046.80
	Total	1,007.53	1,046.80
	Note : Details of Trade Payables:		
	i) Sundry Creditors for Materiel Supplies (Refer 13.1)	726.65	894.17
	ii) Sundry Creditors for Services	205.41	46.22
	iii) Sundry Creditors for Capital goods	6.56	63.54
	iv) Sundry Creditors for Consumables	68.91	42.88
	Total	1,007.53	1,046.80
13.1	Sundry creditors for material supplies includes an amount of Rs.20.78/- (in lakhs) payable to Universal Extrusions Pvt. Ltd a related party.		
	Outstanding for following periods from due date of Payment	As at March 31, 2023	As at March 31, 2022
	Trade Payables - MSME		
	Less than one year	360.75	-
	One to Two Years	0.00	-
	Two to Three Years	0.00	-
	More Than Three Years	0.00	-
	Total	360.75	-
	Trade Payables - Others		
	Less than one year	614.77	1046.80
	One to Two Years	1.72	-
	Two to Three Years	18.00	-
	More Than Three Years	12.29	-
	Total	646.78	1046.80
14	Other Current Liabilities		
	(a) Excavator loan (Current Maturities) HDFC Bank Ltd. (Refer 12.1)	12.58	11.72
	(b) Advances received from Customers	10.84	53.50
	(c) Unclaimed Dividend	33.51	28.38
	(d) Other Outstanding Liabilities	77.97	46.65
	Total	134.89	140.25
15	Provisions		
	(a) Provisions - Non current		
	(i) Provision for Gratuity	49.50	54.46
	(b) Provisions - Current		
	(i) Provision for Tax (Net of prepaid Taxes)	29.00	-
	Total	78.50	54.46

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in lakhs)

Note No.	PARTICULARS	For the Year ended 31.03.2023	For the Year ended 31.03.2022
16	REVENUE FROM OPERATIONS		
	Sale of Products (Granite Exports)	1,298.84	575.29
	Sale of Products (Quartz Exports)	3,620.06	4946.76
	Sale of Traded Goods (Granite Exports)	499.00	773.32
	Sale of Traded Goods (Quartz Exports)	1,386.46	-
	Sale of Products (DTA sales Granite)	47.32	61.42
	Sale of Products (DTA sales Quartz)	24.67	-
	Sale of Semi processed Quartz slabs (DTA)	301.66	-
	Job Work Receipts	375.11	-
	TOTAL	7,553.12	6,356.79
17	OTHER INCOME		
	(a) Other Operational Income		
	Interest on Margin Money - Received	14.49	-
	- Accrued and due	0.68	34.55
	Interest on Electricity Deposit		
	- Accrued & due	1.42	1.29
	TOTAL (a)	16.59	35.84
	(b) Non Operative Income		
	Miscellaneous Income	1.65	-
	Profit on Sale of Vehicle	-	2.88
	CST Reimbursement for earlier years	-	8.17
	Interest on Term Deposits - Received	30.86	24.12
	Scrap sales	12.46	-
	TOTAL (b)	44.97	35.17
	(c) Net gains/(loss) on foreign currency transactions & translation		
	Exchange Variation- on export realisations	56.12	37.08
	Exchange Variation- on import	(0.41)	3.51
	Exchange Variation- on currency	11.69	5.40
	Exchange Variation- on Trade receivables	670.22	230.45
	TOTAL (c)	737.62	276.44
	TOTAL (a+b+c)	799.18	347.45
18	COST OF MATERIAL CONSUMED		
	(a) CONSUMPTION OF RAW BLOCKS RAW MATERIAL		
	Opening Stock of Raw Blocks	215.32	194.12
	Add: Purchases during the year	249.40	299.32
		464.72	493.44
	Less: Closing Stock	103.88	215.32
	Consumption Sub Total (a)	360.84	278.12
	(b) CONSUMPTION OF STORES, SPARES & CONSUMABLES		
	Opening Stock	86.66	84.46
	Add: Purchases during the year	239.85	96.02
		326.51	180.48
	Less: Closing Stock	63.96	86.66
	Stores, Spares & Consumables consumed Sub Total (b)	262.55	93.82
	TOTAL (a + b)	623.39	371.94

NOTES FORMING PART OF THE FINANCIAL STATEMENTS**(Rupees in lakhs)**

Note No.	PARTICULARS	For the Year ended 31.03.2023	For the Year ended 31.03.2022
	(c) CONSUMPTION OF QUARZ RAW MATERIALS		
	Opening Stock of Quartz Material	198.89	164.78
	Add: Purchases during the year	2,251.50	3,214.13
		<u>2,450.39</u>	<u>3,378.91</u>
	Less: Closing Stock	210.70	198.90
	Consumption Sub Total (c)	<u>2,239.69</u>	<u>3,180.01</u>
	(d) CONSUMPTION OF QUARTZ CONSUMABLES & STORES, SPARES		
	Opening Stock	54.58	14.98
	Add: Purchases during the year	217.01	326.94
		<u>271.59</u>	<u>341.92</u>
	Less: Closing Stock	13.37	54.58
	Stores, Spares & Consumables consumed Sub Total (d)	<u>258.22</u>	<u>287.34</u>
	TOTAL (c+ d)	<u>2,497.91</u>	<u>3,467.35</u>
	TOTAL (a+b+c+ d)	<u>3,121.31</u>	<u>3,839.29</u>
19	PURCHASE OF TRADED GOODS		
	Opening Stock	----	----
	Add: Purchases during the year (including packing charges)	1,702.59	659.07
		<u>1,702.59</u>	<u>659.07</u>
	Less: Closing Stock	----	----
	TOTAL	<u>1,702.59</u>	<u>659.07</u>
20	CHANGE IN STOCK		
	Closing Stock		
	Finished Goods	279.68	598.81
	Work-in-process	2.92	83.41
	Sub Total	<u>282.60</u>	<u>682.21</u>
	Opening Stock		
	Finished Goods	598.81	158.47
	Work-in-process	83.41	42.22
	Sub Total	<u>682.22</u>	<u>200.68</u>
	Net change in Stock- Accretion / (Decretion)	<u>(399.62)</u>	<u>481.53</u>
21	EMPLOYEES' BENEFIT EXPENSES		
	(a)Salaries & Wages	376.15	338.41
	(b)Contribution to Provident Fund	4.96	5.89
	(c)ESI Contribution	2.87	3.11
	(d)Provision for Gratuity	5.27	4.22
	(e)Workmen and Staff Welfare	22.30	22.42
	(f)Directors Remuneration	83.28	84.03
	TOTAL	<u>494.83</u>	<u>458.08</u>


DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rupees in lakhs)

Note No.	PARTICULARS	For the Year ended 31.03.2023	For the Year ended 31.03.2022
22	FINANCE COST		
	(a) Interest on vehicle Loans	2.39	0.12
	(b) Bank Charges	6.22	5.57
	TOTAL	8.61	5.69
23	OTHER EXPENSES		
	i Manufacturing Expenses:		
	Power & Fuel	188.94	156.29
	Transport and Freight - Inward (On raw blocks consumed)	169.55	180.03
	Maintenance:		
	Factory Buildings	33.05	13.35
	Plant & Machinery	85.74	74.13
	Generators	1.32	0.52
	Packing Material	95.85	99.80
	Sub Total	574.45	524.12
	ii Rates and Taxes	34.07	142.85
	iii Travelling Expenses :		
	Inland	18.90	8.50
	Foreign	4.05	9.36
	iv Insurance	8.41	11.79
	v Printing and Stationery	3.92	2.30
	vi Postage, Telephones, Fax & Telex	3.17	2.74
	vii Advertisement Charges	1.03	0.67
	viii Business Promotion Expenses	183.05	5.35
	ix Transport & Freight - Outward	282.42	269.66
	x Maintenance:		
	Office	12.22	7.70
	Vehicles	9.66	7.56
	xi C.S.R. Expenses	49.55	2.81
	xii Audit Fees		
	Statutory Audit	3.25	3.25
	Tax Audit	0.75	0.75
	Internal Audit Fee	0.50	0.50
	Secretarial Audit Fees	1.25	-
	xiii Other Misc. expenses	81.10	37.62
	TOTAL	1,271.75	1,037.53
Note:	Details of Net loss/(gain) on foreign currency transactions		
	Exchange Variation- on export realisation:	(56.12)	(37.08)
	Exchange Variation- on import	0.41	(3.50)
	Exchange Variation- on currency	(11.69)	(5.40)
	Exchange Variation- on Trade receivables:	(670.22)	(230.45)
	Exchange Variation- on current liabilities	-	-
	TOTAL	(737.62)	(276.44)
23A	EARNING PER SHARE		
	Net profit/(loss) during the year	782.78	714.99
	Number of Equity shares	10268870	10268870
	Earing per share	7.62	6.96

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
RATIOS:

Particulars	Numerator	Denominator	Year ended	Year ended	Variance	Reason
			31.03.2023	31.03.2022		
Current Ratio	Current Assets	Current Liabilities	7.70	8.25	-6.64	
Debt Equity Ratio	Total Debt	Share Holder Equity	0.00	0.00	33.40	Note.1
Debt Service Coverage Ratio	Earnings available for Debt Service	Principal and Interest	90.57	100.15	-9.57	
Interest Service Coverage Ratio	Earnings available for Debt Service	Principal	567.03	9553.29	-93.86	Note.2
Long Term debt to working capital	Long Term Debt	Working Capital	0.002	0.003	-33.40	Note.3
Bad debts to Accounts receivable ratio	Bad Debts	Accounts Receivable	Nil	Nil	---	
Current Liability Ratio	Current Liabilities	Total liabilities	0.10	0.12	-16.67	
Total debts to Total Assets	Total borrowings	Total Assets	0.001	0.002	50	
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	7.44	6.26	18.85	
Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables	0.94	1.84	48.91	Note.4
Net Profit Margin (%)	Net Profit	Revenue from Operations	10.36%	11.25%	-7.91	
Operating EBIDTA Margin (%)	EBIDTA	Revenue from Operations	10.79%	9.90%	8.98	

Note: Reason of variance (Where variance is more than 25%)

1. Decrease in loan and increase of equity due to increase of profit
2. Due to instalments started during current reporting period
3. Due to increase of current Assets
4. Due to increase in Average trade receivables.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

NOTE	Particulars	
24	Employee benefit plans	
A	Defined contribution plans	
	<p>The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs.4.96 lakhs (Year ended 31 March, 2022 Rs. 5.89 lakhs) for Provident Fund contributions and Rs.2.87 lakhs (Year ended 31 March, 2022 Rs. 3.11 lakhs) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.</p>	
B	<p>The Company offers the Gratuity scheme to its employees . The following table sets out the unfunded status of the Gratuity scheme and the amount recognised in the financial statements:</p>	
	Particulars	31-03-2023
		31-03-2022
		(Rupees in lakhs)
	Components of employer expense	
	Current service cost	2.13
	Interest cost	3.14
	Expected return on plan assets	-
	Curtailment cost / (credit)	-
	Settlement cost / (credit)	-
	Past service cost	-
	Actuarial losses/(gains)	-
	Total expense recognised in the Statement of Profit and Loss	5.27
	Actual contribution and benefit payments for year	
	Actual benefit payments	-
	Actual contributions	-
	Net asset / (liability) recognised in the Balance Sheet	
	Opening Net Liability	54.46
	Fair value of plan assets	-
	Expenses as above	5.27
	Settlements made	-
		59.73
	Change in defined benefit obligations (DBO) during the year	
	Present value of DBO at beginning of the year	54.46
	Current service cost	2.13
	Interest cost	3.14
	Curtailment cost / (credit)	-
	Settlement cost / (credit)	(0.96)
	Plan amendments	-
	Acquisitions	-
	Actuarial (gains) / losses	(9.28)
	Past service cost	-
	Benefits paid	-
	Net asset / (liability) recognised in the Balance Sheet	49.49
		54.02
		54.46

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 24	Particulars	31-03-2023	31-03-2022
		(Rupees in lakhs)	
	Change in fair value of assets during the year *		
	Plan assets at beginning of the year	-	-
	Expected return on plan assets	-	-
	Actual company contributions	-	-
	Actuarial gain / (loss)	-	-
	Benefits paid	-	-
	Actuarial assumptions		
	Discount rate	7.14%	6.20%
	Expected return on plan assets *		
	Salary escalation	5.00%	5.00%
	Attrition	12.00%	12.00%
	Mortality tables	IALM(2012-14)Ult	IALM(2012-14)Ult
	Expected average remaining service	4.63%	4.92%
	Estimate of amount of contribution in the immediate next year	-	-
	Asset Information		
	* As the scheme is unfunded, other disclosures under Accounting Standard 15 are stated as Nil		
	Experience adjustments		
	Present value at the end of the period	49.49	54.46
	Funded status	(49.49)	(54.46)
	Experience gain / (loss) adjustments on plan liabilities	-	-
	Experience gain / (loss) adjustments on plan assets	-	-

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
3.01 Contingent Liabilities.

Sl. No.	Particulars	Rs. in lakhs.	
		2022-23	2021-22
i	Foreign /Indian Letters of Credit opened in favour of Suppliers for which goods are yet to be received.	104.85	664.00
ii	Guarantees given by Bank (BG)	----	---

3.02 The Company has entered into sale agreement for the purchase of office premises at Ameerpet, Hyderabad with M/s N.V.Rattaiah & Co, at a sale price of Rs.28,42,278/- on 2nd April, 1993. The Conveyance deed has not yet been executed.

3.03 Confirmation letters have been sent in respect of sundry debtors/creditors and loans and advances. In view of all confirmations not having been received, the balances are subject to reconciliation and adjustments if any.

3.04 The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company, regarding the status of registration of such vendor under the said Act, as per the intimation received from them on the request made by the company. Consequently the amount payable to such parties during the year is Rs.361 lakhs.

Particulars	2022-23 Rs.	2021-22 Rs.
a. Principal amount remaining unpaid as on 31 st March	NIL	NIL
b. Interest due thereon as on 31 st March	NIL	NIL
11. Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the supplier beyond the appointed day during the year	NIL	NIL
d. Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act	NIL	NIL
e. Interest accrued and remaining unpaid as at 31 st March	NIL	NIL
f. Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowances as a deductible expenditure under Section 23 of the Act	NIL	NIL

3.05 The company's business during the reporting period consists of single reportable segment i.e. manufacturing and sale of Polished Granite only. Hence no separate disclosure pertaining to segment reporting as per IND AS 108 as issued by ICAI is made.

3.06 Deferred Tax provision has been made as per IND AS -12 of Institute of Chartered Accountants of India.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS
3.07 Information related to Related party Transactions:

Disclosure as required by Ind AS 24 "Related Party Disclosures" for the year ended 31st March, 2023 are as follows:

List of related parties where control exists and related parties with whom transactions have taken place and relationships:

- i) Key Management Personnel (KMP) : MR. N. HARI HARA PRASAD
Managing Director.
- ii) Associated Companies and transactions:
- a) Name of the party : M/s Universal Extrusions Pvt. Ltd.,
Relationship : A company in which Managing Director and a Director are Directors
Nature of Transaction : Packing wood material (purchase)
- | | 2022-23 | 2021-22 |
|--|-----------------------------|----------------------------|
| Transaction Value | : Rs.38,15,308/- | Rs. 64,26,086/- |
| Balance outstanding as on Balance Sheet date | : Rs.20,77,861/- (Creditor) | Rs. 47,32,758/- (Creditor) |
| Amount Written off/Back | : NIL | NIL |
- b) Name of the party : M/s Universal Marketing Agencies Pvt. Ltd.,
Relationship : A company in which Managing Director and Director are directors
Nature of Transaction : Polished Granite & Quartz Slabs (Job work & DTA Sales)
Transaction Value : Rs. 7,71,60,096/- Rs. Nil/-
Balance outstanding as on Balance Sheet date : Rs. 7,10,20,896/- (Debtor) Rs. Nil (Debtor)
Amount Written off/Back : NIL NIL
- c) Name of the party : M/s N.V.Rattaiah & Co.,
Relationship : A Firm in which Partner are Managing Director and Director
Nature of Transaction : Sale of granite slabs and Loans & Advances received
Transaction Value :
DTA Sales : Rs. 42,98,438/- Rs. 40,09,676/-
Balance outstanding as on Balance Sheet date : Rs. 20,77,357/- (Debtor) Rs. 4,01,295/- (Debtor)
Amount Written off/Back : NIL NIL
- d) Name of the party : M/s Divyashakti Housing Constructions Limited,
Relationship : A company in which Managing Director and Director are Directors.
Nature of Transaction : NIL NIL
Transaction Value : NIL NIL
Balance outstanding as on Balance Sheet date : NIL NIL
Amount Written off/Back : NIL NIL
- e) Name of the party : M/s Cosmos Granite (West)
M/s Cosmos Granite (South East)
M/s Cosmos Granite (South West)
Relationship : A company in which Managing Director is a Director
Nature of Transaction : Export of Polished Granite slabs & Quartz Slabs
Sales : Rs. 68,04,35,496/- Rs. 62,35,85,189/-
Balance outstanding as on Balance Sheet date : Rs. 85,75,74,999/ Rs. 67,16,20,038/- (Debtors)
Amount Written off/Back : NIL NIL

3.08 CORPORATE SOCIAL RESPONSIBILITY

As per section 135(1) of Companies Act, 2013 the provision of Corporate Social Responsibility are applicable to the Company. The Company constituted CSR Committee and framed CSR Policy. The Company allocated an amount of Rs.18.57 lakhs to be spent during the year 2022-23 for Corporate Social Responsibility. However, during the year an amount of Rs.18.57 lakhs was spent by the Company towards CSR activities *by providing children care via Janyaa Foundation, have donated for the Construction of Old age homes, have donated educational needs to Orphans and donated to Narsapur Municipal Corporation which comes under the vicinity of Factory for overall development of the area* as per its approved CSR Policy .

3.09 Expenditure in Foreign Currency:	2022-23	2021-22
	Rs.	Rs.
(i) Foreign Travelling & Commissions	4,05,053	9,35,707
(ii) CIF/Fob Values of Imports:		
Quartz -Raw Material	1,66,18,369	1,09,68,061
Consumables & Spares	79,36,286	54,61,389
Granite -Raw Material	Nil	Nil
Consumables & Spares	1,74,11,595	75,39,461
Capital Goods	Nil	76,27,500
(iii) Earnings in Foreign Currency: (FOB Values of Exports)	68,04,35,496	62,95,36,883

3.10 Consumption of Materials:	2022-23		2021-22	
	Value	%	Value	%
	Rs.		Rs.	
a) Raw Material & Slabs				
i) Imports – Raw Blocks	Nil	--	Nil	Nil
- Quartz material	1,66,18,369	3.86	1,09,68,061	2.66
- Finished slabs	Nil	--	Nil	--
ii) Indigenous-Raw Blocks	3,60,84,482	8.38	2,78,12,244	6.76
- Finished Slabs	4,18,90,458	9.72	6,59,06,808	16.01
iii) Quartz Raw Material	20,77,65,104	48.24	30,70,33,301	74.57
- Finished Slabs	12,83,68,110	29.80	Nil	Nil
b) Consumables & Spares				
i) Import-for Granite	1,97,93,488	38.03	72,47,793	19.02
for Quartz	79,36,286	15.25	21,62,755	5.67
ii) Indigenous-Granite	64,31,479	12.36	21,34,214	5.60
iii) Quartz Consumables	1,78,86,023	34.36	2,65,71,622	69.71

3.11 (a) Particulars of production , sales and closing stocks.

	2022-23	2021-22
	(Sq.Mts.)	(Sq.Mts.)
i) Production	107768	139556
ii) Sales - From Factory	121813	124212
- Direct Dispatches	41259	21284
(Bought out		
iii) Closing Stocks	10173	24219



DIVYASHAKTI LIMITED

(Formerly known as Divyashakti Granites Limited)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

- 3.12 Figures in the Balance Sheet and Statement of Profit and Loss have been rounded off to the nearest rupee.
- 3.13 Previous year figures have been regrouped and reclassified wherever necessary.
- 3.14. Notes 1 to 24 and 3.01 to 3.14 form part of Balance Sheet and Statement of Profit and Loss and have been authenticated.

For and on Behalf of the Board

Sd/-

ANURADHA ANNE

Director & Chief Financial Officer
DIN: 02802437

Sd/-

N.HARI HARA PRASAD

Managing Director
DIN: 00354715

For PAVULURI & CO.,
Chartered Accountants
Firm Reg. No. 012194S

Sd/-

CA P ACHUTA RAMAIAH

Partner
Membership No.203300

Sd/-

T.H.SASTRY

Director
DIN: 01786600

Sd/-

S.SRINIVAS

Director
DIN: 00194094

PLACE : HYDERABAD,
DATE : 26.05.2023.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Balance Sheet Abstract and Company's General Business Profile
I. Registration Details

Registration No.	: 01-12764	State Code	: 01
Balance Sheet	: 31 - 03 - 2023		
	Date Month Year		

II. Capital raised during the Year (Amount in Rs. Thousands)

Public Issue	Rights Issue	Business Issue	Private Issue
- Nil -	- Nil -	- Nil -	- Nil -

III. Position of mobilisation and Development of Funds (Amount in Rs. In Lakhs)

Total Liabilities	Total Assets
13806.31	13806.31

Sources of Funds

Paid-Up Capital	Reserves & Surplus	Non Current liabilities	Current liabilities/ Others
1026.89	11316.25	291.75	1171.42

Application of Funds

Net Fixed Assets	Investments/ Loans	Non Current Assets	Net Current Assets	Accumulated losses/Misc. expenses
2774.94	Nil	33.71	10997.65	---

IV. Performance of Company (Amount in Rs. Thousands)

Turnover	Total Expenditure	+/- Profit/loss Before Exceptional items	+/- Profit/Loss Before Tax	+/- Profit/Loss After Tax
8352.30	7251.04	+ 1101.26	+ 1101.26	+ 782.78
Earning Per Share		Dividend rate %		
Rs. 7.62		20%		

V. Generic Names of Principal Products/Services of Company (as per monetary terms)

Item Code No. (ITC CODE): 6802.2390 & 6810.9990

Product Description: GRANITE POLISHED SLABS & QUARTZ SLABS

On behalf of the Board

Place: Hyderabad,
Date : 26.05.2023.

Sd/-
N.HARI HARA PRASAD
Managing Director.
 DIN: 00354715

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www.divyashakti.com

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Divyashakti Granites Limited

Flat No.: 1-301 to 304 3rd Floor

7-1-58 Divyashakti Complex

Ameerpet Hyderabad - 500 628

Telangana, India.

T: +91 40 2373 0240 / 1701

F: +91 40 2373 0013

E: info@divyashakti.com