

ANNUAL REPORT

2021 - 2022



U.P. Asbestos Ltd.

U.P. ASBESTOS LIMITED

DIRECTORS (As on 31.03.2022) :

Smt. Mala Agrawal (DIN 07134639)
Shri Paras Nath Singh (DIN 08470004)
Shri Qamar Syed Wajahat (DIN 01692185)
Shri Amitabh Tayal (DIN 00556569), Managing Director
Shri Priyank Tayal (DIN 00556534)

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Manish Kumar Singh (Till 27.12.2021)
Ms. Sakshi Pandey (w.e.f. 27.12.2021)

BANKERS

Union Bank of India
Clarks Awadh Branch
8, M.G. Road, Lucknow-226001

AUDITORS

M/s Sharma Prakash & Associates
(ICAI Firm Registration Number 008028C),
Chartered Accountants
48, Civil Lines, Bareilly, U.P.-243001

REGISTERED OFFICE

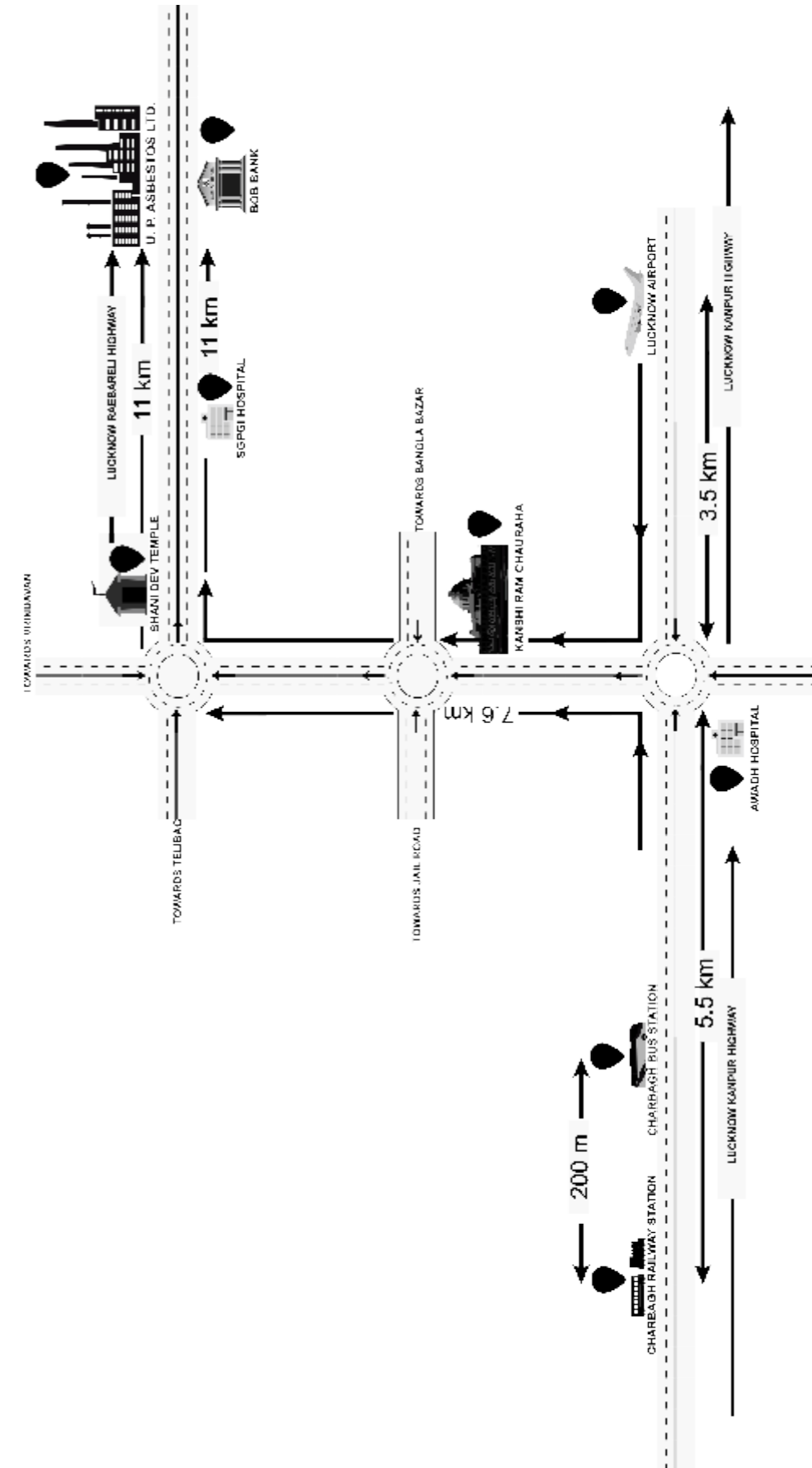
P.O. Mohanlalganj
Distt. Lucknow, U.P. - 226301

WORKS

- i) P.O. Mohanlalganj
Distt. Lucknow, U.P. - 226 301
- ii) VIII. (PO) Bishara
Tehsil Dadri (Dadri NTPC Road)
Distt. Gautam Budh Nagar, U.P. - 203007

ADMINISTRATIVE OFFICE

Mahmoodabad Estate Bldg.,
15, Hazratganj,
Lucknow - 226 001 (U.P.)



To,

The Members,

Your Directors have pleasure in presenting their 48th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31st, 2022.

1. Financial summary or highlights/Performance of the Company

The Board's Report shall be prepared based on the stand alone financial statements of the company.

(Rupees in Lacs)

| Particulars | 2021-22 | 2020-21 |
|---|---------------|---------------|
| Revenue From operations | 17,975.03 | 20,172.34 |
| Other Income | 1,646.18 | 810.91 |
| Profit/Loss Before Interest, Depreciation and Exceptional Items | 1897.18 | 1962.12 |
| Finance Charges | 893.63 | 872.03 |
| Profit/Loss before Depreciation and Tax | 1,003.55 | 1,090.08 |
| Provision for Depreciation | 423.34 | 517.89 |
| Exceptional Item/Extraordinary Items | 0 | 0 |
| Profit Before Tax/ Loss | 580.21 | 572.19 |
| Profit After Tax/ Net Loss (including Deferred Tax) | 442.37 | 439.23 |

2. State of Company's affair

The company manufactured Corrugated Fibre Asbestos Cement Sheets and Profile Sheets which are widely used in industrial sector.

Your company at present has two units-one at Lucknow and other at Dadri. The company has undergone restructuring and to enhance its financial positions and overall shareholders' value, the company has given its Dadri unit and Lucknow unit on lease.

During the financial year under review, your Company's revenue from operations has been Rs. **17,975.03** Lakhs as compared to Rs. **20172.34** Lakhs in last year. The company's revenue has decreased by 10.89% in comparison to last year; the company had a Profit before tax of Rs. **580.21** as compared to profit before tax of Rs. **572.19** Lakhs in last year, Profit after tax has been Rs. **442.37 Lakhs** compared to a profit after tax Rs. **439.23** Lakhs in last year.

Highlights of the performance of the company has been discussed in detail in the Management Discussion and Analysis report attached as **Annexure III**.

3. LEASE OF LUCKNOW UNIT

The Company has obtained the approval of shareholders through a special resolution passed by the members by way of postal ballot to restructuring, demerger, sale, lease, transfer of and/or otherwise dispose-off the Lucknow Unit. Our Lucknow Unit has been given on lease. This **discussion & analysis** can be viewed in detail in **Management Discussion & Analysis (Annexure III)**

4. DIVIDEND

To conserve the resources, the Board recommended no dividend during the year under report.

5. RESERVES

No amount is proposed to be transferred to the reserves during the year under report.

6. DEPOSITS

The company has not accepted any deposits from the public during the year under review however the deposits existing on 1st April, 21 with the company has been timely paid off. A Return in DPT-3 is filed with ROC regarding the same. However unclaimed/disputed deposits amounting to Rs. 25000 and interest thereon has been transferred to IEPF and Rs.40,000 and interest thereon are lying with the Company as on 31.03.2022.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year the company witnessed no change in Board of Directors. The Board does not have any regular Chairman.

8. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is confirmed that :

- in the preparation of the annual accounts for the year ended March 31, 2022, the applicable accounting standards have been followed and there are no material departures from the same;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2022 and of the profit of the company for the year ended on that date;
- the Directors 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;
- the Directors have prepared the annual accounts of the Company on a going concern basis;
- the Directors had laid down the internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. EXTRACT OF ANNUAL RETURN :

As required pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT 9** as a part of this Annual Report as **ANNEXURE I** has been uploaded on website of the Company **www.upal.in** under investor section.

10. MEETINGS DURING THE YEAR

The Board met six times during the financial year ending on 31st March, 2022. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations").

For further details in respect of Composition, number and attendance of each director in various Committees of Board as required in accordance with Secretarial Standard-1 on Board Meetings and Listing Regulations, please refer Corporate Governance Report annexed herewith as **Annexure II**.

11. DETAILS OF FRAUD REPORTED BY THE AUDITORS UNDER SECTION 143(12) OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT .:

No such fraud has been reported under section 143(12) of the Companies Act, 2013.

12. SUBSIDIARY, ASSOCIATES & JOINT VENTURES:

As the Company has no subsidiary, associates & joint ventures, the Company is not required to provide a report on the performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statements.

13. PARTICULARS OF EMPLOYEES

Pursuant to the Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, statement of particulars of employees is annexed as **Annexure VI**

14. BOARD EVALUATION

Regulation 10 (19) (4) and 20 (4) of LODR Regulations of the Listing Agreement mandates that the Board shall monitor and review the board evaluation framework. The Companies Act, 2013 states that an annual evaluation needs to be made by the board of its own performance and that of its committees and individual directors, Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The said criteria also contemplate evaluation of the directors based on their performance as director apart from their specific role as independent, non-executive and executive directors as mentioned below: -

1. Executive Director, being evaluated as directors as mentioned above, have also been evaluated on basis of targets/criteria given to them by board from time to time as well as their terms of appointment.
2. Independent Director, as director have been evaluated on meeting their obligations connected with their independence criteria as well as adherence with the requirements of professional conduct, roles, etc. applicable to independent directors as described in the Schedule IV of the Companies Act, 2013
None of the Independent Directors are due for retirement.

BOARD AND ITS COMMITTEES

During the financial year under review the Board and its committees was constituted in the following manner :-

| Sl. | Name of Committee | Members | |
|-----|-------------------|-----------------------|-------------|
| 1. | Audit Committee | Smt Mala Agarwal | Chairperson |
| | | Shri Paras Nath Singh | Member /NED |

| | | | |
|----|---------------------------------------|---|----------------------------|
| | | Shri Qamar Syed Wajahat | Member /NED |
| | | Shri Manish Kumar Singh till 27.12.2021 | Secretary to the Committee |
| | | Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee |
| 2. | Nomination and Remuneration Committee | Smt Mala Agarwal | Chairperson |
| | | Shri Paras Nath Singh | Member /NED |
| | | Shri Qamar Syed Wajahat | Member /NED |
| | | Shri Manish Kumar Singh till 27.12.2021 | Secretary to the Committee |
| | | Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee |
| 3. | Stakeholders' Relationship Committee | Smt Mala Agarwal | Chairperson |
| | | Shri Amitabh Tayal | Member /ED |
| | | Shri Paras Nath Singh | Member /NED |
| | | Shri Manish Kumar Singh till 27.12.2021 | Secretary to the Committee |
| | | Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee |
| 4. | Share Transfer Committee | Shri Amitabh Tayal | Chairman |
| | | Smt. Mala Agarwal | Member /NED |
| | | Shri Manish Kumar Singh till 27.12.2021 | Secretary to the Committee |
| | | Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee |
| 5. | Internal Audit Committee | Shri Amitabh Tayal | Chairman |
| | | Shri Priyank Tayal | Member/ED |
| | | Smt. ShaillyTayal | Member |
| | | Shri Manish Kumar Singh till 27.12.2021 | Secretary to the Committee |
| | | Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee |

The Board has accepted all recommendations made by the Audit Committee from time to time.

15. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY

The company has received declaration from all the Independent Director(s) under section 149 (6) of the Companies Act, 2013 that he/she meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Listing Guidelines.

16. DETAILS OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS, ESOP'S & SWEAT EQUITY:

The Company has not issued any equity shares with differential voting rights, ESOP's & Sweat Equity.

17. AUDITORS :

A. STATUTORY AUDITOR :

The Auditors M/s Sharma Prakash & Associates we reappointed as the Statutory Auditor of the company for a term of 5 years.

The Auditors in their Report to the members as attached herewith have given 3 qualified opinions and the response of your directors with respect to it is as follows: -

1. Auditors have expressed inability to compute the impact on profit on account of non-confirmation and non-reconciliation of balances with those parties from whom balance confirmations have not been received by the company.
2. Auditors are unable to comment on the extent of impairment losses, if any, not recognised by the company in the financial statements and the impact of the same on the profit for the year and reserves and surplus of the company as at year-end.
3. The company has recognised interest income of Rs. 11.85 lacs on loan granted in an earlier year to an erstwhile related Party M/s Big Apple Real Estate Private Limited covered u/s 189 of the Companies Act, 2013. The loan repayable on demand has been recovered. However, interest on loan for financial year 2015-16 till the date of its repayment in July, 2015 is yet to be recovered. The Auditors are unable to comment on the recover ability of the same.

Response to Point 1.

The Company has given confirmation of about 66% of the outstanding. In fact, since 1st April 2022 till date Rs.6.38 Crore non-current outstanding has been realized. Moreover, this comment is a regular comment which occurs in the previous balance sheets also

Response to Point 2.

We have not been able to get the valuation of fixed assets not done due to Covid – 19 pandemic and we will get this done through the year. However, the land, building and machine valuation was done in 2019.

Response to Point 3.

This is a small amount of Rs.12 Lac which would not impact the financials of the Company.

B. SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, M/s. Aditya & Associates, Practicing Company Secretary had been appointed as the Secretarial Auditors of the Company for the financial year ending on 31.03.2022. The Secretarial Audit report for the F.Y. 2021-22 is attached as Annexure-IX to this report.

D. INTERNAL AUDITOR :

The Company continues to engage Mr. Shyam Bihari Agarwal as its Internal Auditor. During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

18. MATERIAL CHANGES AND COMMITMENTS, AFFECTING FINANCIAL POSITION OF THE COMPANY OCCURRING BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY AND THE DATE OF THE REPORT

No material change has occurred affecting the financial position of the company between the end of the financial year of the company and date of the report.

19. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The company has adequate internal financial control with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

20. 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:

No such order has been passed against the Company

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The company has made loans and investment within the prescribed limit of section 186 of the Companies Act, 2013 and rules made thereunder and also elaborated in **Note 55** of the Balance Sheet. The Loans made are detailed as under :-

| SL | Details of Borrower | Amount | Purpose of loan/investment for the recipient | Date of BR | Date of SR (if reqd) | ROI (%) |
|----|------------------------------------|-------------|--|------------|----------------------|---------|
| 1. | Big Apple Real Estate Limited | 11,84,570 | Business Operations | - | NA | |
| 2. | Casmet Packagings Pvt Ltd. | 1.39,88,719 | Business Operation | 20.05.2013 | NA | 12 |
| 3. | Pasondia Cables Private Limited | 38,03,607 | Business Operation | 30.06.2016 | NA | 19 |
| 4. | Shri GhataMehendipur Balaji LLP | 1,50,00,001 | Business Operation | 25.07.2017 | NA | 12 |
| 5. | UBuild Better Private Limited | 3,29,60,000 | Business Operation | 14.08.2020 | 24.09.2020 | 10.50 |
| 6. | Prabhat Ramesh Land Developers LLP | 2,00,00,000 | Business Operation | 27.12.2021 | NA | 12 |

22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

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 shall be disclosed in Form No. AOC-2 as **Annexure VII**.

23. CORPORATE GOVERNANCE & MANAGEMENT DISCUSSION AND ANALYSIS

The Corporate Governance Report & Management Discussion and Analysis Report, the CEO Declaration for Code of Conduct and certificate of Practicing Company Secretary's certifying compliance of conditions of Corporate Governance by the company has been made part of the Annual Report and annexed herewith as **Annexure II, III, IV, and V**. ACFO certification is attached herewith as **Annexure X**

24. VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.upal.in under investors/policy documents/Vigil Mechanism Policy link.

25. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

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

A statement giving details of conserving of energy, technology absorption, foreign earnings and outgo in accordance with Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014 is annexed to the Directors Report as **Annexure-VIII**.

27. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Corporate Social Responsibility (CSR) has become mandatory considering the financials of FY 2021-22 as approved on 26.05.2022 and the Company is bound to make an expenditure of Rs.8,69,942 in Financial Year 2022-23. Therefore the company spent Rs. 9,00,000 towards CSR through Madhayam Samajik Sanstha.

Further CSR contribution is less than Rs. 50,00,000/- and hence the Company is exempt from formation of CSR Committee under Section 135(9) of the Companies Act, 2013. All the function related to CSR shall be performed by the Board of Directors itself. The report on CSR is attached as Annexure-XI

28. LISTING WITH STOCK EXCHANGES:

The Company was earlier listed with Delhi Stock Exchange Limited and UP Stock Exchange Limited. However, with de-recognition of Delhi Stock Exchange and UP Stock Exchange, the company got its shares listed with Metropolitan Stock Exchange of India Ltd. w.e.f. 08.02.2016. The Company has made payment of all dues to the Stock Exchanges.

29. ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For U.P. Asbestos Limited

Place : Lucknow
Date : 12.08.2022

(Priyank Tayal)
Whole Time Director
(DIN : 00556534)

(Amitabh Tayal)
Managing Director
(DIN : 00556569)

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company firmly believes in practicing good and effective Corporate Governance and endeavors to improve on these aspects on an ongoing basis. These must balance individual interest with corporate goals and operate within accepted norms of propriety, equity, fair play and sense of justice. Accountability improves decision-making and transparency helps to explain the rationale behind decisions, and thereby builds shareholders and other stakeholders' confidence.

In keeping with the essence and philosophy of Corporate Governance, the Company has adopted a frame-work governed by values of quality, customer orientation, commitment, discipline, integrity, transparency, teamwork and trust. The Company is making all efforts to imbibe high standards of corporate governance.

UPAL's philosophy of corporate governance is based upon commitment of the Board of Directors and the senior officers of the company in managing the company in a transparent manner for maximizing long term shareholder value. Adequate control systems exist to enable the Board to effectively discharge its responsibilities in making fair and transparent decisions.

BOARD OF DIRECTORS

Composition of the Board

The composition of the Board is in conformity with Regulation 17 of SEBI (LODR) Regulations, 2015 which stipulates that if the Chairman is a non-executive Director, at least one-third of the Board should comprise of independent Directors. The appointments made during the year are on the recommendation of the Nomination and Remuneration Committee after considering the qualifications, positive attributes.

Composition & Category of Directors

| Particulars | Number of Directors | Percentage of composition |
|-------------------------|---------------------|---------------------------|
| Executive Director | 2 | 40% |
| Non-executive Directors | 3 | 60% |
| Total | 5 | 100% |

Total non-executive directors are 3 out of whom 3 directors are non-executive independent directors.

Director's Attendance Record, Directorship held and Status

During the year under review, 6 Board meetings were held and conducted on 28th June, 2021, 30th June, 2021, 12th August 2021, 12th November, 2021, 27th December, 2021 and 11th February, 2022. The composition of Board of Directors, attendance of directors at the board meetings and Annual General Meeting and also the number of other directorships in Indian Public Limited Companies and memberships of the committees of the Board of such companies are as follows:

| Name of the Director | Category of Director | Attendance at last AGM | No. of Board meetings attended | No. of other Directorships in Public Ltd. Companies | No. of meetings eligible to attend | Other Board's Committees | |
|-------------------------|----------------------|------------------------|--------------------------------|---|------------------------------------|--------------------------|--------|
| | | | | | | Chairman | Member |
| Shri Qamar Syed Wajahat | *NED | Yes | 06 | NIL | 06 | NIL | 02 |
| Smt. Mala Agarwal | *NED | Yes | 06 | NIL | 06 | 03 | 03 |
| Shri Priyank Tayal | ED | Yes | 06 | NIL | 06 | NIL | NIL |
| Shri Amitabh Tayal | ED | Yes | 06 | 1 | 06 | NIL | 01 |
| Shri Paras Nath Singh | *NED | Yes | 06 | NIL | 06 | NIL | 03 |

*Non Executive Independent Director & ED-Executive Director

(iii) Disclosure of relationships between directors inter-se

| Name of the Director | Designation of Director | Relationships Inter-se |
|--|------------------------------------|--------------------------|
| Shri Paras Nath Singh (DIN: 08470004) | Non-executive Independent Director | No Relationship Inter se |
| Shri Qamar Syed Wajahat (DIN: 01692185) | Non-executive Independent Director | No Relationship Inter se |
| Smt. Mala Agarwal (DIN: 07134639) | Non-executive Independent Director | No Relationship Inter se |

DIRECTORS' REPORT



| | | |
|---------------------------------------|---------------------|---|
| Shri Priyank Tayal (DIN: 00556534) | Whole-time Director | Son of Shri Amitabh Tayal, who is a Managing Director of the Company |
| Shri Amitabh Tayal (DIN: 00556569) | Managing Director | Father of Shri Priyank Tayal, who is a Whole-time Director of the Company |

None of the Directors is a member of more than 10 Board level Committees or is a Chairman of more than 5 such Committees.

AUDIT COMMITTEE

The composition of the Audit Committee is in conformity with the SEBI (LODR) Regulations, 2015 and under Section 177 of the Companies Act, 2013. All the members of the committee are financially literate. The particulars of the meeting attended by the members and changes in composition during the year are as follows :-

| Name of the Director | Position | No. of Meetings | | No. of Meetings entitled to attend |
|--|----------------------------|-----------------|----------|------------------------------------|
| | | Held | Attended | |
| Smt. Mala Agarwal | Chairman | 06 | 06 | 06 |
| Mr. Paras Nath Singh | Member | 06 | 06 | 06 |
| Shri Qamar Syed Wajahat | Member | 06 | 06 | 06 |
| Mr. Manish Kumar Singh till 27.12.2021 | Secretary to the Committee | | | 05 |
| Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee | | | 01 |

Role of Audit Committee

The Audit Committee has been formed to provide directions and review functions of the Audit Department. It will evaluate internal audit policies, plan, procedure and performance and review the other functions through various internal audit reports and other year-end certificate issued by the Statutory Auditors, to ensure accurate and timely disclosure that maintain the transparency, integrity and quality of financial control and reporting.

Powers of Audit Committee

To investigate any activity within its terms of reference.

To seek information from any employee.

To obtain outside legal or professional advice.

To secure attendance of outsiders with relevant expertise, if it considers necessary.

INDEPENDENT DIRECTORS MEETINGS

The Composition of the Board is in conformity with point no. VII. of Schedule IV of Companies Act, 2013. The independent directors of the company shall hold at least one meeting in a year, without the attendance of non-independent directors and members of management. All the independent directors of the company were present at such meeting.

| Name of the Director | Position | No. of Meetings | | No. of Meetings entitled to attend |
|-------------------------|-------------|-----------------|----------|------------------------------------|
| | | Held | Attended | |
| Shri Qamar Syed Wajahat | Member | 01 | 01 | 1 |
| Smt. Mala Agarwal | Chairperson | 01 | 01 | 1 |
| Shri Paras Nath Singh | Member | 01 | 01 | 1 |

STAKEHOLDERS' RELATIONSHIP COMMITTEE

(Earlier Known as Shareholders' Grievance Committee)

The Composition of Stakeholders' Relationship Committee is in compliance with Section 178 of the Act read with SEBI (LODR) Regulations, 2015. The Company Secretary is the Compliance Officer. The attendance of the members at the meeting during the year under review keeping account the re-constitution of the Board as mentioned in the Directors' Report is as under :

| Name of the Director | Position | No. of Meetings | | No. of Meetings entitled to attend |
|--|----------------------------|-----------------|----------|------------------------------------|
| | | Held | Attended | |
| Smt. Mala Agarwal | Chairperson | 04 | 04 | 4 |
| Shri Amitabh Tayal | Member | 04 | 04 | 4 |
| Shri Paras Nath Singh | Member | 04 | 04 | 4 |
| Mr. Manish Kumar Singh till 27.12.2021 | Secretary to the Committee | | | 3 |
| Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee | | | 1 |

Details of investors' complaints received and redressed

The total numbers of complaints redressed to the satisfaction of the investors during the year ended at 31st March 2022 were 02

Role of Stakeholders' Relationship Committee

- To monitor the security holders' grievance
- To remedy the grievance.
- To make efforts to minimize grievance.

Powers of Stakeholders' Relationship Committee

- To call for information from any Officer or Registrar & Share Transfer Agent or
- To issue necessary directions for remedy of Security holders grievance.

SHARE TRANSFER COMMITTEE

The Board has re-constituted the Share Transfer Committee comprising of following persons to enable it to accord its approval on the request for transfer of physical shares of the company lodged from time to time. The members of the committee as on 31.03.2022 were as follows-

| Name of the Director | Position | No. of Meetings | | No. of Meetings entitled to attend |
|--|----------------------------|-----------------|----------|------------------------------------|
| | | Held | Attended | |
| Shri Amitabh Tayal | Chairman | 04 | 04 | 4 |
| Smt. Mala Agarwal | Member | 04 | 04 | 4 |
| Mr. Manish Kumar Singh till 27.12.2021 | Secretary to the Committee | | | 3 |
| Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee | | | 1 |

**NOMINATION & REMUNERATION COMMITTEE
(Earlier Known as Remuneration Committee)**

The members of the nomination & remuneration committee at the end of the financial year were as follows:

| Name of the Director | Position | No. of Meetings | | No. of Meetings entitled to attend |
|--|----------------------------|-----------------|----------|------------------------------------|
| | | Held | Attended | |
| Smt Mala Agarwal | Chairperson | 01 | 01 | 01 |
| Shri Qamar Syed Wajahat | Member | 01 | 01 | 01 |
| Shri Paras Nath Singh | Member | 01 | 01 | 01 |
| Mr. Manish Kumar Singh till 27.12.2021 | Secretary to the Committee | | | 01 |
| Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee | | | 01 |

INTERNAL AUDIT COMMITTEE

The internal audit committee comprises the following persons as on 31.03.2022:

| Name of the Member | Position |
|--|--------------------------------|
| Shri Amitabh Tayal | Chairman |
| Shri Priyank Tayal | Member |
| Shri Qamar Syed Wajahat | Member |
| Shri Paras Nath Singh | Member |
| Smt. Shailly Tayal | Member (Head- Financial Audit) |
| Mr. Manish Kumar Singh till 27.12.2021 | Secretary to the Committee |
| Ms. Sakshi Pandey w.e.f. 27.12.2021 | Secretary to the Committee |

GENERAL BODY MEETINGS

48TH Annual General Meeting will be held on 27th September, 2022.

Details of last three Annual General Meetings are as follows :

| Financial Year | Date | Time | Venue | No. of Special Resolutions considered |
|----------------|------------|------------|------------------------------|---------------------------------------|
| 2018-19 | 27.09.2019 | 11.00 A.M. | Mohanlalganj, Lucknow-226301 | 02 |

DIRECTORS' REPORT



| | | | | |
|---------|------------|------------|------------------------------|----|
| 2019-20 | 24.09.2020 | 11.00 A.M. | Mohanlalganj, Lucknow-226301 | 03 |
| 2020-21 | 27.09.2021 | 11.00 A.M. | Mohanlalganj, Lucknow-226301 | 05 |

No business requiring approval by way of Postal Ballot is proposed to be transacted at the forthcoming Annual General Meeting.

DISCLOSURES

Related Party Transaction and their basis

There were no materially significant transactions of the company with the Directors or the Management or their relatives etc. that may have any potential conflict with the interests of the Company at large and all related party transactions made during the year are as per statutory compliance of the relevant statute in this regard.

Disclosure of Accounting Treatment

The financial statements are prepared under the historic cost convention and statements have been prepared in accordance with applicable mandatory accounting standards prescribed by the Institute of Chartered Accountants of India & relevant presentational requirement of the Companies Act, 2013.

Financial Year of the Company starts from 1st April of a year and ends on 31st March of the subsequent following year.

MEANS OF COMMUNICATION

Information to Stock Exchanges and Newspaper publicity –

The Company has always promptly reported dates of its various Board Meetings, General Meetings, Book Closures / Record Date to Stock Exchanges and also published information pertaining thereto in reputed newspapers for information of shareholders.

Quarterly / Half-yearly/Annual Results of the Company are published in the newspapers in compliance of SEBI (LODR) Regulations, 2015 or the website of the Company www.upal.in

GENERAL SHAREHOLDER INFORMATION

Annual General Meeting Date : 27th September, 2022.

| | |
|-----------------------------------|---|
| Listing on Stock Exchanges | Metropolitan Stock Exchange of India Ltd. |
| ISIN No. | INE181C01016 |
| Share Transfer Agent | KFIN TECHNOLOGIES LIMITED. Karvy Selenium Tower B, Plot No. 31-32 Gachibowli, Financial District, Nanakramguda, Seriligampally Mandal Hyderabad – 500032 |
| Share Transfer System | 1. Equity Shares in physical form are processed by the share transfer agents of the Company. Transfer of Dematerialized shares can be affected by following the procedure prescribed for the purpose by two national depositories namely NSDL and CDSL with whom the Company has entered into an agreement. 2. Pursuant Regulation 40(9) of SEBI (LODR) Regulations, 2015, a Practicing Company Secretary has been issuing on half yearly basis Certifying that all transfers have been affected within the prescribed period. |

Annual General Meeting Date : 27th September, 2022.

Time : 11:00 AM

Venue : P.O. Mohanlalganj

District : Lucknow-226301

Dates of Book Closures from 18.09.2022 to 27.09.2022 both days inclusive

Distribution Schedule as on 31.03.2022 is follows-

| DISTRIBUTION SCHEDULE AS ON 31/03/2022 | | | | | |
|--|--------------|-------|------------|------------|----------|
| Sl. | Category | Cases | % of Cases | Amount | % Amount |
| 1 | 1-5000 | 897 | 77.53 | 1917210.00 | 2.10 |
| 2 | 5001- 10000 | 108 | 9.33 | 727500.00 | 0.79 |
| 3 | 10001- 20000 | 72 | 6.22 | 1024000.00 | 1.12 |

DIRECTORS' REPORT



| | | | | | |
|---|----------------|-------------|---------------|--------------------|---------------|
| 4 | 20001- 30000 | 27 | 2.33 | 698000.00 | 0.76 |
| 5 | 30001- 40000 | 6 | 0.52 | 197500.00 | 0.22 |
| 6 | 40001- 50000 | 5 | 0.43 | 237000.00 | 0.26 |
| 7 | 50001- 100000 | 3 | 0.26 | 165000.00 | 0.18 |
| 8 | 100001 & Above | 39 | 3.37 | 86105720.00 | 94.55 |
| | Total | 1157 | 100.00 | 91071930.00 | 100.00 |

Other Disclosure :

The company has adopted various policies as applicable under SEBI (LODR), 2015 guidelines available on the website of the Company www.upal.in

Dematerialization of Shares

The trading of Company's equity shares falls under the category of compulsory delivery in dematerialized mode in respect of all categories of investors. The members are encouraged to go in for dematerialization of their shareholding to derive benefits of scrip less trading. As on 31st March 2022, the position of NSDL & CDSL was as under –

| | No. of Shares | (%) |
|--------------------|----------------|---------------|
| A. DEMAT | | |
| NSDL | 6886281 | 75.62 |
| CDSL | 625291 | 06.86 |
| B. PHYSICAL | 1595621 | 17.52 |
| TOTAL [A+B] | 9107193 | 100.00 |

ADDRESSES:

| | | |
|--------------------------|---|-----------------------------|
| Registered Office | P.O. Mohanlalganj, Distt. Lucknow (U. P.) –226 301 | Tel. No.: +91 7897885557-58 |
| Corporate Office | Mahmoodabad Estate Bldg., 15-Hazratganj, Lucknow –226001 | Tel. No.: 0522-2622905-6 |

PLANT LOCATIONS:

| | | |
|---------------|---|-----------------------------|
| Plants: 1 – 3 | P.O. Mohanlalganj, Distt. Lucknow (U. P.) - 226 301 | Tel. No.: +91 7897885557-58 |
| Plant: 4 | PO. Bishara, Tehsil – Dadri, Distt. Gautam Budh Nagar (U. P.) - 203007 | Tel. No.: +91 8750315566 |

COMPLIANCE OFFICER

Ms. Sakshi Pandey
U. P. Asbestos Ltd.
Mahmoodabad Estate Building,
15, Hazratganj, Lucknow – 226 001
Phone : 0522 – 2622905
Email : cs@upasbestos.com

UNCLAIMED DIVIDENDS & INTEREST

The amount of dividend/deposits or interest thereon remain un-claimed for a period of 7 years, is transferred to the credit of Investors Education & Protection Fund in accordance with the provisions of section 124(5) & (6) of the Companies Act, 2013.

NOMINATION FACILITIES

Shareholders who hold shares in the physical form and wish to make/change a nomination in respect of their shareholding in the Company, as permitted under section 72 of the Companies Act, 2013, may submit to the Registrar and Transfer Agent/Company.

For U.P. Asbestos Limited

Place : Lucknow
Date : 12.08.2022

(Priyank Tayal)
Whole Time Director
(DIN : 00556534)

(Amitabh Tayal)
Managing Director
(DIN : 00556569)

MANAGEMENT DISCUSSION AND ANALYSIS

Your company is engaged in the business of manufacture and sale of Cement Asbestos Sheets, Management Discussion and Analysis is provided hereunder :

Industry Structure and Development

This industry exists for the last 48 years in India. Cement Asbestos Products continue to be in demand because of the efforts made in making inroads into rural markets for the product, its afford ability and other qualities such as corrosion resistance, weather and fire proof nature. Currently there are about 20 entities in the Industry with about 53 manufacturing plants with an annual capacity of approximately 4 million metric tonnes of cement asbestos sheet throughout the Country.

The International Monetary Fund (IMF) described the Indian economy as the "bright spot" in the global landscape. Indian economy showed a visible growth compared to last year. The GDP projected overall growth of 8.7% in 2021-2022 however is a slow growth. According to the IMF, India's growth is expected to rebound 6.9% in 2022-2023 owing to the strong increase in private consumptions.

Opportunities

AC Roofing Sheets are being used in large scale for roofing purposes, cattle sheds, godowns, etc. besides commercial use of this product. The Indian population consists of 60% of rural sector and with increased focus of government to develop the infrastructure and housing facility in the rural sector the cement asbestos sector is likely to grow.

The abnormal hike in the cost of building material such as Cement, Steel, etc. besides the increased cost of labour and in comparison to GI Sheet, A.C. Sheet is found to be much cheaper and durable. This factor led the users to switch over to A.C. products which they find more cost effective and users friendly.

Cement, fly ash etc. are our main raw materials. Cement & fly ash is available in the proximity of our plants. Our industry performance is directly linked to performance of rural/semi-urban economies. The year 2020-21 and 2021-22 noticed slow growth owing to the monsoon, COVID-19 pandemic and implementation of new policies and market uncertainty as compared to 2019-20 where the industry witnessed a significant slowdown in rural demand due to poor monsoon. Capacity build up over last few years by many players also resulted in excess supply. Demand off- take was also weaker than expected due to muted growth in Infrastructure sector. The company has a developmental approach and is upgrading technology with automated plant and incorporating Solar Energy project.

Strength, Threats, Risks and Concerns

Through a strong formal system which from time to time & periodically indicates risk areas, UPAL identifies risk prone areas and evaluates consequences; initiates risk mitigation strategies and implements corrective actions wherever required.

Lease of Lucknow Unit

Our Company is at present having two units – one at Lucknow and another at Dadri with production capacity of 1,44,000 MT & 72000 MT, respectively. Lucknow unit has three plants whereas Dadri Unit has only one plant both of them have been leased out.

It was observed that due to certain reasons, the supervision of our Lucknow Unit was not very effective which affected its performance and consequently the overall performance of the Company. After deliberation on the issue, the Company decided that in the interest of the financial position of the Company, it was better to give the Lucknow Unit on Lease.

Under the provisions of Section 180(1)(a) of the Companies Act, 2013 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 and other applicable provisions, if any of the Companies Act, 2013, the Company has obtained the approval of shareholders through a Special Resolution passed by the members by way of postal ballot for restructuring, demerger, sale, lease, transfer of and/or otherwise dispose – off the Lucknow unit was sought and announced the result of such postal ballot at 5:00 PM on Thursday the 16th day of December 2021. These initiatives of the Company will enable the Company to carry out business restructuring to improve its financial position, earning capacities, the net worth and result in enhancement of overall shareholder's values. It will enable the Company to exploit growth opportunities effectively and optimise returns. The improved earnings shall be available for developing more profitable opportunities.

Business Segment

As on 31st March 2022, the total licensed and installed capacity of the Company is as detailed below :

| Particulars | Licensed Capacity M.T. | Installed Capacity M.T. |
|--|-------------------------------|--------------------------------|
| Asbestos Cement Sheet & Non-Asbestos Cement Sheets | 2,31,000 | 1,44,000 |
| Profile Sheet Steel | 25,000 | 12000 |

The Company is operating at over 55% capacity utilization and has registered production of 76760.94 M.T. and Total sales of 72761.07 MT during the year of Cement Asbestos Sheet and has registered production of 606.42 M.T. and Total sales of 636.27 M.T. during the year of Profile Steel Sheet.

Outlook of the Company

The company manufactures Corrugated Fiber Cement Sheets and Plain Boards under Building Products Segment. The Company currently enjoys a decent market share in the AC sheets industries. "UPAL" brand AC sheets have been in the market for over 47 years, and are considered synonymous with providing shelter for housing and industrial construction and false ceiling.

Internal control systems and their Adequacy

For better control of all activities and management information the company has designed and developed various systems of controls, procedures over the years.

The internal audits are being conducted periodically to review all its operational activities, administrative procedures to have proper control. The reports on the audits are reviewed and corrective action is taken, if necessary. The existing procedures and systems ensure that all the transactions be checked at every level. The reports are also placed periodically before the Audit Committee.

Finance

The company continued its thrust on effective working capital management. During the year under review the Company has recorded a Sales Turnover(Net) of Rs.17,975.03 Lac, Profit before Tax of Rs. 580.21 lac and Profit (Net) of Rs.442.37 Lac as against Sales Turnover (Net) of Rs.20,172.34 Lac, Profit before Tax of Rs. 572.19 and Profit (Net) of Rs.439.23 Lac respectively in the previous year.

Human Resources / Industrial Relations

Our Company is dedicated to the development of the employees and maintaining a good relationship with them. There have been excellent relations between the employees at various levels and the management. During the year under review, the Management has made sincere and continuous efforts for the development of an atmosphere of mutual cooperation, confidence and honour duly recognizing the rights of the workers. The excellent Industrial Relations at all the manufacturing plants of UPAL continue to be cordial.

For U.P. Asbestos Limited

Place : Lucknow
Date : 12.08.2022

(Priyank Tayal)
Whole Time Director
(DIN : 00556534)

(Amitabh Tayal)
Managing Director
(DIN : 00556569)

ADITYA & ASSOCIATES

Practicing Company Secretaries
D-27, Kamla Tower, Vibhuti Kand, Gomti Nagar, Lucknow – 226 010
Mobile : 94536 59707; E-mail: csmanishaditya@gmail.com

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members,
U. P. ASBESTOS LIMITED,
(CIN - L26942UP1973PLC003743)
PO Mohanlalganj, Lucknow, UP -226301

1. We have examined the compliance of conditions of Corporate Governance by U. P. ASBESTOS LIMITED (“the Company”), for the year ended on March 31, 2022, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the SEBI Listing Regulations.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India.
4. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the SEBI Listing Regulations for the respective periods of applicability as specified under paragraph 1 above, during the year ended March 31, 2022.
5. We state that such compliance 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.

Date : 08.08.2022
Place : Lucknow

For Aditya & Associates
Company Secretaries

CS Aditya Agrawal
Proprietor
Membership No: FCS 8780
CP: 16366
UDIN: F008780D000758573
P.R.C. No. – 1812/2022

Declaration of Compliance with code of conduct

(As required under Regulation 17(5) of SEBI (LODR) Regulations, 2015, the CEO declaration for Code of Conduct)

The Members of**U.P. Asbestos Limited**

This is to certify that as provided under Regulation 17(5) of SEBI (LODR) Regulations, 2015, the Board Members and the Senior Management personnel have affirmed to the compliance with the Code of Conduct and Ethics for the twelve months' period ended on March 31, 2022.

For U.P. Asbestos Limited

**Place : Lucknow
Date : 12.08.2022**

**(Priyank Tayal)
Whole Time Director
(DIN : 00556534)**

**(Amitabh Tayal)
Managing Director
(DIN : 00556569)**

Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with rule 5(1) of the companies (appointment and remuneration of managerial personnel) rules, 2014

- a. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, during the financial year, Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under :

| SL | Name of Director/KMP and Designation | Remuneration of Director/KMP for financial year 2021-22 | % increase in Remuneration in the Financial Year 2021-22 | Ratio of remuneration of Director/KMP to median remuneration of employees |
|----|---|---|--|---|
| 1. | Amitabh Tayal (Managing Director) | 20,44,621.00 | 0.08 | 10.45 |
| 2. | Priyank Tayal (Whole Time Director) | 28,57,490.00 | -0.30 | 14.61 |
| 3. | Gaurav Arora (Chief Financial Officer) | 14,41,559.00 | 0.16 | 7.37 |
| 4. | Manish Kumar Singh (Company Secretary) | 4,37,209.00 | -0.13 | 2.24 |
| 5. | Sakshi Pandey (Company Secretary) | 1,66,552.00 | 0 | 0.85 |

- a. The median remuneration of employees of the Company during the financial year ending on 31.03.2022 was: **195578**
- b. The percentage increase in the median remuneration of employees in the Financial Year ending on 31.03.2022: **0.14**
- c. Number of permanent employees on the rolls of the Company as on March 31, 2022: **198 (excluding the KMP)**
- d. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. **2021-22** was **11.33%** whereas the increase in the managerial remuneration for the same financial year was **0.06%**.
- e. The key parameters for any variable component of remuneration availed by the directors: **N/A**
- f. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: **N/A**
- g. It is hereby affirmed that the remuneration is as per the as per the Remuneration Policy of the Company.

Information as required under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and forming part of the Director's Report for the Financial Year ended 31.03.2022

Following disclosures are required in respect of following employees:

Top ten employees in terms of salary withdrawn;

1. if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one Crore and two Lakhs rupees; **None**
2. if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakhs fifty thousand rupees per month; **None**
3. if employed throughout the financial year or part thereof, was in receipt of remuneration in that year, which in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company-**None**

For U.P. Asbestos Limited

Place : Lucknow
Date : 12.08.2022

(Priyank Tayal)
Whole Time Director
(DIN : 00556534)

(Amitabh Tayal)
Managing Director
(DIN : 00556569)

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 transaction under third proviso thereto.

1. **Details of contracts or arrangements or transactions not at Arm's length basis- N.A.**
None of the contracts or arrangements or transactions entered by the company with related parties is beyond Arm's length basis.
2. **Details of contracts or arrangements or transactions at Arm's length basis.**

***NOTE :**

1. *A detailed description of the Related Party Transactions entered during the year is disclosed as Note 37 of the Financial Statements.*
2. *Transaction of payment of remuneration is as per the terms approved by shareholders. The advances to made employees reflects advances salary entered as per the terms of their condition of service as applicable to all employees.*

For U.P. Asbestos Limited

Place : Lucknow
Date : 12.08.2022

(Priyank Tayal)
Whole Time Director
(DIN : 00556534)

(Amitabh Tayal)
Managing Director
(DIN : 00556569)

FORM A: Conservation of Energy

A. Power and fuel consumption

| | Current Year 2021-22 | Current Year 2020-21 |
|---|-------------------------|-------------------------|
| 1. Electricity | | |
| (a) Purchased | | |
| Unit | 29,57,040 | 64,85,740 |
| Total Amount | Rs.2,54,91,904.00/- | Rs.5,49,34,217.80/- |
| Rate/unit | Rs.8.62/- | Rs.8.47 |
| (b) Own Generation | | |
| (i) Through Diesel Generator | | |
| Unit | 121819 | 1,27,342 |
| Unit per Ltr. Of Diesel Oil | 3.23 Unit/Ltr | 3.57 Unit/Ltr |
| Cost/unit | Rs.27.89 | Rs.22.35/- |
| (ii) Through steam turbine/generator | | |
| Units | | |
| Units per ltr. of fuel oil/gas | | |
| Cost/unit | | |
| 2. Coal (specify quality and where used) | | |
| Quantity (tones) | | |
| Total cost | | |
| Average rate | | |
| 3. Furnace oil | | |
| Quantity (kl. ltrs.) | | |
| Total amount | | |
| Average rate | | |
| 4. Others/internal generation (please give details)- SOLAR | | |
| Quantity | 3,45,595 | 8,31,350 |
| Total cost | Rs.12,31,192/- | Rs.33,25,400.00/- |
| Rate/unit | Approx. Rs.3.56 PU | Approx. Rs. 4PU |

FORM B: Foreign Exchange Earnings/Outgo :-

The company has made expenditure in Foreign exchange amounting to Rs. NIL on overseas travelling and Rs.19.59 Lacs interest on Buyers Credit.

For U.P. Asbestos Limited

Place : Lucknow
Date : 12.08.2022

(Priyank Tayal)
Whole Time Director
(DIN : 00556534)

(Amitabh Tayal)
Managing Director
(DIN : 00556569)

ADITYA & ASSOCIATES

Annexure-IX

Practicing Company Secretaries
 D-27, Kamla Tower, Vibhuti Kand, Gomti Nagar, Lucknow – 226 010
 Mobile : 94536 59707; E-mail: csmanishaditya@gmail.com

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2022

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

To,
 The Members,
 U.P. Asbestos Limited
 CIN: L26942UP1973PLC003743

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **U.P. Asbestos Limited** (hereinafter referred to as the Company). Secretarial Audit has been 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 books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022 complied with the statutory provisions listed here under 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, 2022 to ascertain the compliance of various provisions of:
 - (i) The Companies Act, 2013 and the rules made thereunder;
 - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
 - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company has not issued any shares during the financial year 2021-22)**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not 2021-22)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company has not issued any shares during the financial year 2021-22)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2006 regarding the Companies Act and dealing with client; **(Not applicable to the Company has not issued any shares during the financial year 2021-22)**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Financial Year 2021-22)**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not applicable to the Company during the Financial Year 2021-22);**
 - (vi) The Employees State Insurance Act, 1948
 - (vii) Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - (viii) Employers Liability Act, 1938
 - (ix) Environment Protection Act, 1986 and other environmental laws
 - (x) Air (Prevention and Control of pollution) Act, 1981
 - (xi) Factories Act, 1948
 - (xii) Industrial Dispute Act, 1947
 - (xiii) Payment of Wages Act, 1936 and other applicable labour laws.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with the Metropolitan Stock Exchange of India Limited (MSEI) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We report that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting member's views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period there were no instance having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards, etc. referred to above.

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

Date : 08.08.2022

Place : Lucknow

For Aditya & Associates
Company Secretaries

CS Aditya Agrawal
Proprietor
Membership No: FCS 8780
CP: 16366
UDIN: F008780D000758507
P.R.C. No. – 1812/2022

To,
The Members,
U.P. Asbestos Limited
Lucknow

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

1. Maintenance of secretarial record is the responsibility of the management of the company. 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 financial records and Books of Accounts of the company.
4. 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.
5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date : 08.08.2022
Place : Lucknow

For Aditya & Associates
Company Secretaries

CS Aditya Agrawal
Proprietor
Membership No: FCS 8780
CP: 16366
UDIN: F008780D000758507
P.R.C. No. – 1812/2022

Certificate under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

This is to certify that :

1. We have reviewed financial statements and the cash flow statement for the year ended on 31st March, 2022 and that to the best of our knowledge and belief :
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading ;
 - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit committee :
 - i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.
5. We confirm that all Directors and Members of the Senior Management have affirmed compliance with UPAL's Code of Business Conduct & Ethics.

Amitabh Tayal
Managing Director
DIN: 00556569

Gaurav Arora
Chief Financial Officer

Place : Lucknow
Date : 10.08.2022

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the CSR policy and projects or programmes CSR policy is stated herein below :

CSR Policy

The Company's programs are guided by Corporate Social Responsibility Policy ('CSR Policy') duly approved by the Board. The Company's CSR Policy framework details the mechanisms for undertaking various programs in accordance with section 135 of the Companies Act, 2013 (the "Act") read with Schedule VII to the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("Rules") for the benefit of the community.

The Company is committed towards its works and its CSR policy by making a big and lasting difference, through sustainable measures, by actively contributing to the Social, Economic and Environmental development of the community in which we operate ensuring participation from the community and thereby create value for the nation.

Our CSR initiatives focuses on social-economic development of host communities and create social awareness towards the literacy, and providing the infrastructure to the poor people, BPL class and down trodden category of the society to avail the basic education facility, free of cost or at nominal cost depending upon their socio-economic condition. To pursue these objectives we will continue to:

- Work actively in areas of eradication of illiteracy, provide opportunity and financial assistance for the promotion of education, promoting education, including special education & employment enhancing vocational skills especially among children, woman, elderly & the differently-able and livelihood enhancement projects to the poor and down trodden category of the society, provide medical aid to the needy and down trodden in the rural areas.
- Collaborate with likeminded bodies like voluntary organizations, Charitable Trust, Governments, academic institutes, Non Government Organisation in pursuit of our goals.
- Interact regularly with stakeholders, review and publicly report our CSR initiatives.

2. **Prescribed CSR Expenditure :**

Average net profit of the Company for last three financial years:Rs. 4,34,97,093/- (Rupees Four Crore Thirty Four Lacs Ninety Seven Thousand and Ninety Three Only). The Company was required to spend Rs. 8,69,942/- (Rupees Eight lacs Sixty Nine thousand Nine Hundred Fourty Two Only) towards CSR expenditure for the F.Y. 2021-22.

3. **Details of CSR expenditure during the financial year 2021-22.**

The Board of Directors had decided to promote education; including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects. For this the Company had collaborated with "Madhyamik Samajik Sanstha (MSS)" a non profit and non political organization for implementing its CSR activities and other allied activities. The MSS is entrusted with the responsibility to execute the CSR Policy of the Company as approved by the Board to comply with the CSR requirements as per the provision of section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014. The contribution towards the CSR obligation under the said provisions has been transferred to the account of the MSS. MSS has spent Rs. 9,00,000/- (Rs. Nine Lacs only) provided by the company in its Naneh Moti Project, Free distribution of foods and free distribution of warm clothes. A responsibility statement of the Board members that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

a) Total amount to be spent for the financial year: Rs. 9,00,000/- (Rs. Nine Lacs only)

b) Manner in which the amount spent during the financial year is detailed below.

(Rupees in Lacs)

| Sl. No. | Project / Implementing Agency | Sector | Amount spent on the projects or programs | Amount spent : Direct or through implementing agency |
|----------------|--------------------------------------|--|---|---|
| 1. | MSS | Naneh Moti Project | 7,75,780 | 7,75,780 |
| | | Free distribution of foods | 67,830 | 67,830 |
| | | Free distribution of warm clothes | 48000 | 48000 |
| | | Miscellaneous Expenses for all project | 8,390 | 8,390 |
| | Total | | 9,00,000 | 9,00,000 |

For U.P. Asbestos Limited

Place : Lucknow
Date : 12.08.2022

(Priyank Tayal)
Whole Time Director
(DIN : 00556534)

(Amitabh Tayal)
Managing Director
(DIN : 00556569)

**SHARMA PRAKASH & ASSOCIATES
CHARTERED ACCOUNTANTS**

**1st FLOOR, UCO BANK BUILDING,
48, CIVIL LINES,
BAREILLY - 243001.**

INDEPENDENT AUDITORS' REPORT

**To The Members of
U.P. Asbestos Limited**

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of U.P. Asbestos Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (here-in-after referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ("Ind AS") specified under section 133 of the Act, of the state of affairs of the Company as at 31st March, 2022, and its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Qualified Opinion

1. We draw attention to note 44 of notes to the Financial Statements in respect of non-receipt of balance confirmation from customers due to which we are unable to comment on short provision, if any, of bad and doubtful debts, discounts, commission and breakage compensation in the books of account and note 46 regarding non-reconciliation and non-confirmation of balances with parties. We are unable to comment on the impact, if any, of the same on the profit for the year.
2. Attention is invited to note 36 of notes to the Financial Statements whereby the management has stated that the assets of the company are not impaired in terms of Ind AS-36 notified under the Companies (Indian Accounting Standards) Rules, 2015. In the absence of necessary evidence on the basis of which the management has made an assessment to the effect that the recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is higher than its carrying amount, we are unable to comment whether any asset of the company is impaired in terms of Ind AS-36 notified under the Companies (Indian Accounting Standards) Rules, 2015.
3. Attention is invited to note 52 of Notes to the Financial Statements with regard to recoverability of interest of Rs. 11.85 lacs from Big Apple Real Estate Private Limited. We are unable to comment on the recoverability of the same.

We conducted our audit of the financial statements in accordance with the Standards on Auditing, specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

1. Balance with Revenue Authorities in note 7(2)(c) includes Rs. 188.53 lacs determined by the management as refundable from Sales Tax Department for various years. Pending completion of assessments/ appeals of the company by the revenue authorities, the ultimate outcome of liability against the company/ refund due to the company cannot presently be determined. Consequently, no provision for any liability that may result has been made in the financial statements. (Also refer note 40 of Notes to financial statements)

2. We draw attention to note 53 of Notes to financial statements regarding matter contained therein. The same is subject to confirmation from the party.
3. Attention is invited to Note 45 of Notes to financial statements wherein the management has disclosed that it has classified Trade Receivables into current assets and non-current assets on the basis of its assessment with respect to realizability of its Trade receivables within or beyond twelve months from the balance sheet date.
4. We draw attention to note 60 of Notes to the financial statements, which describes the management's evaluation of impact of uncertainties related to COVID-19 and its consequential effects on the operations of the Company.

Our opinion is not qualified/ modified in respect of these matters.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matter

| The Key Audit Matter | How the matter was addressed in our audit |
|---|---|
| <p><u>Physical Verification of Inventory</u></p> <p>Inventory of finished goods is a significant part of the current assets of the Company.</p> <p>Consequent to leasing by the company of its manufacturing facilities at Mohanlalganj, Lucknow unit (refer note 34(a) of the financial statements), the inventory belonging to the Company as well as that belonging to the lessee is being kept adjoining to each other in the same premises.</p> <p>The management has conducted physical verification jointly with the lessee with respect to inventories of finished goods at Mohanlalganj, Lucknow unit and has provided us a report on physical verification containing quantity of inventory of each party which has been signed by audit team head of both the companies and countersigned by the Managing Directors of the companies.</p> <p>In view of the above, we determined this area to be an area of audit focus, and accordingly, a key audit matter.</p> | <p>We have placed reliance on the joint physical verification report produced before us by the management. In addition, following audit procedures were applied in this area :</p> <ol style="list-style-type: none"> (a) Obtaining an understanding of the areas used by both the parties for storing their inventories. (b) Comparing the quantity of physical stock mentioned in stock audit report, stated to be belonging to the company, with the book records. (c) Confirmation from the lessee of the quantity of physical stock at the premises belonging to the lessee. |
| <p><u>Sale of finished goods (asbestos sheets) by the Company</u></p> <p>The company is having stock of finished goods (asbestos sheets) aggregating to Rs. 2817.70 lacs.</p> <p>Consequent to leasing by the company of its manufacturing facilities at Mohanlalganj, Lucknow unit (refer note 34(a) of the financial statements), the sale of asbestos sheets in company's closing stock would face competition from asbestos sheets manufactured and sold by the lessee.</p> <p>Any limitation on sale of inventory of asbestos sheets belonging to the company may render the inventory belonging to the company damaged and unsaleable.</p> <p>Due to the above, we have determined this to be a key audit matter.</p> | <p>In view of the significance of the matter, we have perused the documents produced before us for verification containing the agreements and arrangements between the lessee and the company as under :</p> <ol style="list-style-type: none"> a) The Company has, by way of addendum dated 01.03.2022 to Lease agreement dated 01.01.2022, negotiated with the lessee to have no restrictions on the company for sale of its stock of asbestos sheet. b) The Company has agreed with the lessee for liquidation of its stock in a phased matter and accordingly classification of inventory of asbestos sheets has been done between current and non-current assets (refer note 34(b) of financial statements). |

Information Other than the Financial Statements and the Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 Standards on Auditing 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, there could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risk of material misstatement of the financial statement, 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 the 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, misrepresentation, or the override of internal control.
- Obtain an understanding of internal control in relevance 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 explaining 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 disclosure made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence, whether a material uncertainty exist 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 the material uncertainty exist, we are required to draw attention in our auditor's report to related disclosure in the financial statements or, if such disclosure are inadequate, to modify our opinion. Our conclusions are based on audit evidence obtain up to the date of our auditor's report. However, future events or conditions may cause a company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the Key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that our 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 the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that :
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - (d) Except to the extent stated above in paragraph 3 of Basis for Qualified Opinion, in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations stated to have been received from the directors as on 31st March, 2022 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'B'.
 - (g) As required by Section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 33 to the financial statements.
 - ii. As informed to us, the Company did not enter into any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - v. The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - vi. Based on the audit procedures performed 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) contain any material mis-statement.
 - vii. The company has not declared or paid any dividend during the year.

**For Sharma Prakash & Associates
Chartered Accountants
(Firm's Regn. No. 008028C)**

**Prakash Chand Sharma
Proprietor
(Membership No. 077144)
UDIN: 22077144AJQELS6161**

**Date : 26.05.2022
Place : Lucknow**

ANNEXURE `A' TO INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS OF U. P. ASBESTOS LIMITED FOR THE YEAR ENDED 31.03.2022. (Referred to under Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date)

- (i) (a) (A) We have been informed that the Company has maintained records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment. However, the same were not produced before us as the same was stated to be in the process of updation and reconciliation with the books of accounts.
- (B) The company does not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the order is not applicable.
- (b) As informed to us, the company has devised a program for physical verification of fixed assets in a phased manner so that all the fixed assets are verified once every three years. In our opinion the frequency of verification is reasonable. In the absence of records of fixed assets as well as any evidence of physical verification of fixed assets conducted by the management being produced before us, we are unable to comment whether any material discrepancies were noticed during the course of such verification.
- (c) We have been explained that the title deed of immovable properties is applicable only in respect of land held by the company. We have been informed that land is held in the name of the company, however, since the title deeds of land are pledged with the bank, hence the photocopy of the title deeds of land was produced before us for verification.
- (d) 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 revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.
- (e) We have been explained that no proceedings have been initiated or are pending against the company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) As informed to us, physical verification of inventory was conducted by the management at year-end except for materials stated to be lying with third parties. However, consequent to leasing by the company of its manufacturing facilities at Mohanlalganj, Lucknow unit (refer note 34(a) of the financial statements) and the fact that inventory belonging to the Company and that belonging to the lessee is being kept adjoining to each other in the same premises, in our opinion, the company ought to conduct physical verification of inventory at shorter intervals. In our opinion, the coverage and procedure of such verification by the management is reasonable. Further, it has been represented to us by the management that no discrepancies of 10% or more in aggregate for each class of inventory was noticed during the course of such verification.
- (b) The company has, during the year, sanctioned working capital limits in excess of five crore rupees from banks which is secured against current assets of the company. The statements produced before us for verification, stated to have been filed by the company with such banks, are in agreement with the books of account of the Company.
- (iii) (a) 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 made any investments in or provided guarantee or security to companies, firms, Limited Liability partnerships (LLPs) or any other parties during the year. However, the Company has granted unsecured loans and advances in the nature of loans during the year to companies, limited liability partnerships and other parties, details of which are stated below :
 - (A) As represented to us by the management, the Company does not have any subsidiaries, joint ventures and associates.
 - (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 granted unsecured loans and advances in the nature of loans to parties other than subsidiaries, joint venture and associates as per details given below :

(Rupees in Lacs)

| PARTICULARS | Loans to LLP | Loans to Companies | Advances in the nature of loans – Employee advances |
|--|---------------------|---------------------------|--|
| Aggregate amount of loan or advances in the nature of loans granted during the year | 200.00 | 397.60 | 30.09 |
| Balance with reference to the above loans or advances in the nature of loans outstanding at the Balance Sheet date | 200.00 | 329.60 | 10.51 |

- (b) In our opinion and according to the information and explanations furnished to us, the terms and conditions of the above unsecured loans granted by the company are not prima facie prejudicial to the interest of the company.
- (c) It has been explained to us that the above unsecured loans and interest thereon is repayable on demand and there is no schedule of repayment of principal and payment of interest. Hence, we are unable to comment on the regularity of receipt of principal and interest on the aforesaid loans.
- (d) As there are no stipulations regarding receipt of principal and interest, we are unable to comment whether principal and interest were overdue for recovery. However, interest of Rs.11.85 lacs (refer note 52 of notes to financial statement) is overdue for recovery in respect of which, in the absence of any evidence, we are unable to comment whether reasonable steps have been taken by the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loans granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans or advances in the nature of loans given to same parties.
- (f) The company has granted loans or advances in the nature of loans repayable on demand, the details of which are herein given below :

(Rupees in Lacs)

| Particulars | Related Party | Other Parties | Total Loans Granted |
|------------------|---------------|---------------|---------------------|
| Aggregate Amount | 334.00 | 559.12 | 893.12 |
| Percentage | | | 100% |

- (iv) In our opinion and according to the information and explanations given to us, in respect of loans granted and investments made, the Company has complied with the provisions of section 185 and 186 of the Act.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits during the year within the meaning of section 73 to section 76 or any other relevant provisions of the Act and the Rules framed thereunder. In respect of fixed deposits of Rs. 0.40 lacs taken by the company under the Fixed Deposit Scheme framed in earlier year in accordance with the provisions of the Companies Act, 1956 read with Companies (Acceptance of Deposits) Rules, 1975 it has been represented to us that the same are either lying unclaimed or the claim by the relatives of the deceased depositors is under examination of the company. Further, the management is of the opinion that the deposit from dealers (including unclaimed deposits) shall not qualify as deposits within the meaning of section 73 to section 76 or any other relevant provisions of the Act and the Rules framed thereunder. (Refer Note 50 of Notes to Financial Statements)
- (vi) We have been informed that the Company has maintained cost records pursuant to Section 148(1) of the Act. We have been explained that the said records are being updated for current year. We have, therefore, not been able to make an examination of the cost records with a view to determine whether they are accurate or complete (Refer note 58 of Notes to Financial Statements).
- (vii) (a) On the basis of information and explanations given to us and according to the records of the company, amounts deducted/ accrued in the books of account in respect of the undisputed statutory dues applicable to the company are generally being regularly deposited by the company with the appropriate authorities. According to the books of accounts and other information and explanations furnished to us, we report that there are no undisputed statutory dues as at the last day of the financial year outstanding for a period of more than six months from the date they become payable except Rs. 0.14 lacs for the financial year 2010-11 under the Maharashtra Value Added Tax Act, 2002, Rs. 2.17 lacs and Rs. 0.64 lacs for the financial year 2004-05 and 2012-13 respectively under the Central Sales Tax Act, 1956 and Rs. 0.18 lacs in respect of service tax under the Finance Act, 1994.
- (b) The information furnished to us by the management regarding the amount involved and the forum where the dispute is pending in respect of Goods and Service Tax, provident fund, employees' state insurance, Income tax/ Sales Tax/ Wealth Tax/ Service Tax/ Duty of Customs/ Duty of Excise/ Value Added Tax/ Cess which have not been deposited on account of any dispute are given herein below :

| Name of the Statute | Nature of the Dues | Amount (Rs. in lacs) | Period to which the amount relates | Forum where dispute is pending |
|-----------------------------|--------------------|----------------------|------------------------------------|-------------------------------------|
| Central Sales Tax Act, 1956 | Central Sales Tax | 6.34 | 2006-07 | Addl. Commissioner (Appeal) Lucknow |
| | | 1269.44 | 2009-10 | Tribunal, Lucknow |

AUDITORS' REPORT



| Name of the Statute | Nature of the Dues | Amount (Rs. in lacs) | Period to which the amount relates | Forum where dispute is pending |
|---|---|----------------------|------------------------------------|--|
| Central Sales Tax Act, 1956 | Central Sales Tax along with interest & Penalty | 97.23 | 2002-03 | Maharashtra Sales Tax Tribunal |
| | | 125.51 | 2003-04 | Jt Commissioner of Sales Tax (Appeal), Nagpur |
| | | 110.90 | 2004-05 | Jt Commissioner of Sales Tax (Appeal), Nagpur |
| | | 34.51 | 2005-06 | Dy. Commissioner of Sales Tax (Appeal), Nagpur |
| The Uttar Pradesh Tax on Entry of Goods Act, 2007 | Entry Tax | 1.06 | 2006-07 | Tribunal, Lucknow |
| | | 1.76 | 2009-10 | Tribunal, Lucknow |
| Income Tax Act, 1961 | Income Tax | 176.53 | 2012-13(A.Y.) | Allahabad High Court (Department appeal) |
| | | 159.55 | 2013-14(A.Y.) | Allahabad High Court (Department appeal) |
| Central Excise Act, 1944 | Excise Duty | 22.21 | 02-06-1998 | Allahabad High Court (Department Appeal) |
| | | 168.03 168.03 | 2005-06 to 2009-10 | Allahabad High Court (Department Appeal) |
| | | 17.17 | April to June 2017 | Commissioner (Appeals) Custom, CGST & Central Excise |
| BST Act, 1959 | Sales Tax alongwith interest & penalty | 1.49 | 2003-04 | Jt Commissioner of Sales Tax (Appeal), Nagpur |
| U.P. Trade Tax Act | Trade Tax | 16.74 | 2006-07 | Tribunal, Lucknow |
| Uttar Pradesh Value Added Tax Act, 2008 | Value Added Tax | 4.48 | 2009-10 | Tribunal, Lucknow |
| | | 6.13 | 2013-14 | Addl. Commissioner (Appeal) Lucknow |
| Uttaranchal Vat Act, 2005 | Uttaranchal Vat | 1.88 | 2001-02 | Jt Commissioner (A) CT Dehradun |
| | | 15.62 | 2002-03 | - do - |
| | | 14.29 | 2003-04 | - do - |
| | | 15.38 | 2004-05 | - do - |

- (viii) 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 surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations furnished to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
(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 declared a wilful defaulter by any bank or financial institution or other lender.
(c) To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the company has been applied for the purpose for which the loans were obtained.
(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
(e) The company does not have any subsidiaries, joint ventures or associate companies. Hence, clause (ix) (e) of the order is not applicable.
(f) The company does not have any subsidiaries, joint ventures or associate companies. Hence, clause (ix) (f) of the order is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
(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 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) (a) It has been represented to us by the management that no fraud by the company or any fraud on the company has been noticed or reported during the year.
(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
(c) It has been represented to us by the management that no whistle blower complaints have been received during the year.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
(b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) According to information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly paragraph 3(xv) of the Order is not applicable.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order are not applicable.
(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 that the 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

**For Sharma Prakash & Associates
Chartered Accountants
(Firm's Regn. No. 008028C)**

**Place : Lucknow
Date : 26.05.2022**

**Prakash Chand Sharma
Proprietor
(Membership No. 077144)
UDIN: 22077144AJQELS6161**

ANNEXURE `B' TO INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS OF U. P. ASBESTOS LIMITED FOR THE YEAR ENDED 31.03.2022 (Referred to in paragraph 2(f) under Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub section 3 of Section 143 of the Act

We have audited the internal financial controls over financial reporting of U P Asbestos Limited ("the company") as on March 31, 2022 in conjunction with our audit of the financial statements of the company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of Internal Financial Controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Disclaimer of Opinion

Attention is invited to note 51 of Notes to Financial Statements, wherein it has been stated that the company has adequate internal financial controls over financial reporting for ensuring orderly and efficient conduct of its business and though such internal financial controls are yet to be formally documented the same are being followed as part of company's routine functioning. In the absence of proper documentation of internal financial controls over financial reporting on criteria based on or considering the essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI, we are unable to obtain.

sufficient appropriate audit evidence to provide a basis of our opinion whether the company had adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2022.

We have considered the disclaimer reported above in determining the nature, timing and extent of audit tests applied in our audit of the financial statements of the company and the disclaimer does not affect our opinion on the financial statements of the company except to the extent stated in Basis of Qualified opinion in our Independent Auditors' Report.

**For Sharma Prakash & Associates
Chartered Accountants
(Firm's Regn. No. 008028C)**

**Prakash Chand Sharma
Proprietor
(Membership No. 077144)
UDIN: 22077144AJQELS6161**

**Place : Lucknow
Date : 26.05.2022**

BALANCE SHEET as at 31st March, 2022



(Rupees in Lacs)

| PARTICULARS | NOTE NO. | As at 31st March 2022 | As at 31st March 2021 |
|---|-----------------|----------------------------------|----------------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| (a) Property, Plant and Equipment | 02(a) | 30.60 | 8,453.48 |
| (b) Capital work-in-progress | 02(c) | 519.30 | 129.92 |
| (c) Investment Property | 02(b) | 9,803.46 | 1,390.55 |
| (d) Inventory | 03 | 567.70 | - |
| (e) Financial Assets | | | |
| (i) Investments | 04 | 8.77 | 6.65 |
| (ii) Trade receivables | 05 | 1,582.14 | - |
| (iii) Others Financial Assets | 06 | 7.09 | 8.25 |
| (f) Income tax assets (net) | | - | - |
| (g) Other non-current assets | 07 | 649.96 | 708.07 |
| Current assets | | | |
| (a) Inventories | 08 | 4,195.06 | 5,591.49 |
| (b) Financial Assets | | | |
| (i) Trade receivables | 09 | 1,194.91 | 3,249.10 |
| (ii) Cash and cash equivalents | 10 | 3,173.49 | 339.78 |
| (iii) Bank balances other than (ii) above | 11 | 65.58 | 57.31 |
| (iv) Loans | 12 | 893.11 | 495.18 |
| (v) Others Financial Assets | 13 | 223.78 | 221.90 |
| (c) Other current assets | 14 | 271.59 | 789.14 |
| Total Assets | | 23,186.54 | 21,440.82 |

Contd....

BALANCE SHEET as at 31st March, 2022

(Rupees in Lacs)

| PARTICULARS | NOTE NO. | As at 31st March 2022 | As at 31st March 2021 |
|--|----------|--------------------------|--------------------------|
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| (a) Equity Share capital | 15 | 911.71 | 911.71 |
| (b) Other Equity | | 9,835.28 | 9,397.76 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 16 | 4,686.69 | 4,695.35 |
| (i a) Lease Liabilities | | - | - |
| (b) Provisions | 17 | 81.32 | 81.30 |
| (c) Deferred tax liabilities (Net) | 18 | 534.75 | 523.31 |
| (d) Other non-current liabilities | 19 | 58.27 | 58.27 |
| Current liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 20 | 5,948.55 | 4,229.41 |
| (i a) Lease Liabilities | | - | - |
| (ii) Trade payables | | | |
| (A) Total outstanding dues of micro enterprises and small enterprises | | - | - |
| (B) Total outstanding dues of creditors other than micro enterprises and small enterprises (refer note no. 38) | 21 | 205.67 | 681.59 |
| (iii) Other financial liabilities | 22 | 208.52 | 159.74 |
| (b) Other current liabilities | 23 | 682.67 | 673.68 |
| (c) Provisions | 24 | 24.40 | 25.42 |
| (d) Current Tax Liabilities (Net) | | 8.71 | 3.28 |
| Total Equity and Liabilities | | 23,186.54 | 21,440.82 |

Contd....

See accompanying note nos. 1 to 64 forming part of the financial statements

In terms of our report of even date
For Sharma Prakash & Associates
Chartered Accountants
(Firm Registration No: 008028C)

Prakash Chand Sharma

Proprietor

M. No. 077144

Date: 26th May 2022

Place: Lucknow

UDIN: 22077144AJQELS6161

Gaurav Arora

Chief Financial Officer

Sakshi PandeyCompany Secretary
and Compliance Officer**Amitabh Tayal**Managing Director
DIN: 00556569**Priyank Tayal**Director
DIN: 00556534

Statement of Profit & Loss for the year ended on 31st March, 2022



(Rupees in Lacs)

| SL. No. | PARTICULARS | NOTE NO. | As at 31st March 2022 | As at 31st March 2021 |
|---------|--|----------|-----------------------|-----------------------|
| I | Revenue From Operations | 25 | 17,975.03 | 20,172.34 |
| II | Other Income | 26 | 1,646.18 | 810.91 |
| III | Total Income (I+II) | | 19,621.21 | 20,983.25 |
| IV | EXPENSES | | | |
| | Cost of materials consumed | 27 | 5,473.69 | 10,213.22 |
| | Purchases of Stock-in-Trade | | 11,999.35 | 6,161.55 |
| | Changes in inventories of finished goods, Stock-in -Trade and work-in-progress | 28 | (2,019.07) | (406.47) |
| | Employee benefits expense | 29 | 749.07 | 687.78 |
| | Finance costs | 30 | 893.63 | 872.03 |
| | Depreciation and amortization expense | 31 | 423.34 | 517.89 |
| | Other expenses | 32 | 1,520.99 | 2,365.06 |
| | Total expenses (IV) | | 19,041.00 | 20,411.06 |
| V | Profit/(loss) before exceptional items and tax (III- IV) | | 580.21 | 572.19 |
| VI | Exceptional Items | | - | - |
| VII | Profit/(loss) before tax (V-VI) | | 580.21 | 572.19 |
| VIII | Tax expense: | | | |
| | (1) Current tax | | 124.89 | 108.26 |
| | (2) Deferred tax | | 12.95 | 24.70 |
| IX | Profit (Loss) for the year (VII-VIII) | | 442.37 | 439.23 |

Contd....

Statement of Profit & Loss for the year ended on 31st March, 2022



(Rupees in Lacs)

| SL. No. | PARTICULARS | NOTE NO. | As at 31st March 2022 | As at 31st March 2021 |
|---------|--|----------|-----------------------|-----------------------|
| | Other Comprehensive Income/(Loss) | | | |
| | (A) Items that will not be reclassified to profit or loss | | | |
| | (a) Re- measurement gains/(losses) on defined benefit obligation | | (5.42) | 12.93 |
| X | (b) Gains/(losses) on Fair Value of Equity Instruments through other Comprehensive Incomes | | 2.12 | 5.21 |
| | (c) Income Tax Effect on above | | 1.51 | (3.60) |
| | (B) Items that will be reclassified to profit or loss | | | |
| | (a) Re- measurement gains/(losses) on defined benefit obligation | | - | - |
| | (b) Income Tax Effect on above | | - | - |
| XI | Total Comprehensive Income for the year (IX+X) (Comprising Profit / (Loss) and Other Comprehensive Income for the year) | | 440.58 | 453.77 |
| | Earnings per equity share | | | |
| XII | (1) Basic | | 4.86 | 4.82 |
| | (2) Diluted | | 4.86 | 4.82 |

Contd....

See accompanying note nos. 1 to 64 forming part of the financial statements

In terms of our report of even date
For Sharma Prakash & Associates
Chartered Accountants
(Firm Registration No: 008028C)

Prakash Chand Sharma
Proprietor
M. No. 077144
Date: 26th May 2022
Place: Lucknow
UDIN: 22077144AJQELS6161

Gaurav Arora
Chief Financial Officer

Sakshi Pandey
Company Secretary
and Compliance Officer

Amitabh Tayal
Managing Director
DIN: 00556569

Priyank Tayal
Director
DIN: 00556534

Statement of Changes in Equity for the year ended 31st March, 2021



(Rupees in Lacs)

A. Equity Share Capital

Previous reporting period

| Balance at the beginning of the current reporting period As at 1 April 2020 | 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 As at 31 March 2021 |
|---|--|---|---|--|
| 911.71 | - | - | - | 911.71 |

B-Other Equity

| Particulars | Reserves and Surplus | | | | | Other Comprehensive Income | | Total |
|---|----------------------|-----------------|------------------------------|-------------------|---------------------|---|---|----------|
| | Securities Premium | General Reserve | Investment Allowance Reserve | Retained Earnings | Revaluation Surplus | Equity Instruments through Other Comprehensive Income | Defined Benefit Obligation through Comprehensive Income | |
| Balance as at 01/04/2020 | 756.47 | 12.10 | 7.64 | 3,124.82 | 5,051.46 | 1.22 | (3.19) | 8,950.51 |
| Changes in accounting policy or prior period errors | - | - | - | 3.01 | - | - | - | 3.01 |
| Restated balance at the beginning of the reporting period | 756.47 | 12.10 | 7.64 | 3,121.81 | 5,051.46 | 1.22 | (3.19) | 8,947.50 |
| Profit/(Loss) for the Year | - | - | - | 439.23 | - | - | - | 439.23 |
| Other Comprehensive Income/(Losses) for the year | - | - | - | - | - | 5.21 | 9.33 | 14.54 |
| Total Comprehensive Income/(Losses) for the year | - | - | - | 439.23 | - | 5.21 | 9.33 | 453.77 |
| Transfer to / From Revaluation Reserve | - | - | - | - | (3.51) | - | - | (3.51) |
| Balance as at 31/03/2021 | 756.47 | 12.10 | 7.64 | 3,561.03 | 5,047.95 | 6.43 | 6.14 | 9,397.76 |

Contd....

See accompanying note nos. 1 to 64 forming part of the financial statements

In terms of our report of even date
For Sharma Prakash & Associates
Chartered Accountants
(Firm Registration No: 008028C)

Prakash Chand Sharma

Proprietor

M. No. 077144

Date: 26th May 2022

Place: Lucknow

UDIN: 22077144AJQELS6161

Gaurav Arora

Chief Financial Officer

Sakshi Pandey

Company Secretary
and Compliance Officer

Amitabh Tayal

Managing Director
DIN: 00556569

Priyank Tayal

Director
DIN: 00556534

Statement of Changes in Equity for the year ended 31st March, 2022



(Rupees in Lacs)

A. Equity Share Capital

Current reporting period

| Balance at the beginning of the current reporting period As at 1 April 2021 | 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 As at 31 March 2022 |
|---|--|---|---|--|
| 911.71 | - | - | - | 911.71 |

B-Other Equity

| Particulars | Reserves and Surplus | | | | | Other Comprehensive Income | | Total |
|---|----------------------|-----------------|------------------------------|-------------------|---------------------|---|---|----------|
| | Securities Premium | General Reserve | Investment Allowance Reserve | Retained Earnings | Revaluation Surplus | Equity Instruments through Other Comprehensive Income | Defined Benefit Obligation through Comprehensive Income | |
| Balance as at 01/04/2021 | 756.47 | 12.10 | 7.64 | 3,561.03 | 5,047.95 | 6.43 | 6.14 | 9,397.76 |
| Changes in accounting policy or prior period errors | - | - | - | 0.43 | - | - | - | 0.43 |
| Restated balance at the beginning of the reporting period | 756.47 | 12.10 | 7.64 | 3,561.46 | 5,047.95 | 6.43 | 6.14 | 9,398.18 |
| Profit/(Loss) for the Year | - | - | - | 442.37 | - | - | - | 442.37 |
| Other Comprehensive Income/(Losses) for the year | - | - | - | - | - | 2.12 | (3.91) | (1.79) |
| Total Comprehensive Income/(Losses) for the year | - | - | - | 442.37 | - | 2.12 | (3.91) | 440.58 |
| Transfer to / From Revaluation Reserve | - | - | - | - | (3.50) | - | - | (3.50) |
| Balance as at 31/03/2022 | 756.47 | 12.10 | 7.64 | 4,003.84 | 5,044.45 | 8.55 | 2.23 | 9,835.28 |

Contd....

See accompanying note nos. 1 to 64 forming part of the financial statements

In terms of our report of even date
For Sharma Prakash & Associates
Chartered Accountants
(Firm Registration No: 008028C)

Prakash Chand Sharma

Proprietor
M. No. 077144

Date: 26th May 2022

Place: Lucknow

UDIN: 22077144AJQELS6161

Gaurav Arora

Chief Financial Officer

Sakshi Pandey

Company Secretary
and Compliance Officer

Amitabh Tayal

Managing Director
DIN: 00556569

Priyank Tayal

Director
DIN: 00556534

Note No.1**1. Company Overview**

The Company was incorporated on 18 July, 1973. The company was engaged in the business of manufacturing Asbestos Corrugated Sheets, Plain Boards and Profile Sheets. The company has leased its manufacturing unit at Mohanlalganj, Lucknow to Navnidhi Continental Private Limited (Lessee) w.e.f. 01.01.2022. The Company is also trading in Paints, Cables, Fibre, Cement and Ruber Washers.

These financial statements for the year ended 31.03.2022 were approved by the Board of Directors on May 26, 2022

2. SIGNIFICANT ACCOUNTING POLICIES**a) Basis of Preparation of Financial Statements**

- i) These Financial Statements are prepared on a going concern basis under the historical cost convention on the basis of accrual system of accounting, except for certain fixed assets which are revalued and certain financial assets and liabilities that are measured at fair value, in accordance with generally accepted accounting principles in India and complied with the accounting standards notified under section 133 of the Companies Act, 2013 ("the Act") read together with Rule 7 of Companies (Accounts) Rules, 2014 and read with Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Companies Act, 2013.
- ii) Ind AS enjoins management to make estimates and assumptions related to financial statements, that affect reported amount of assets, liabilities, revenue, expenses and contingent liabilities pertaining to the year. Actual result may differ from such estimates. Any revision in accounting estimates is recognized prospectively in the period of change and material revision, including its impact on financial statements, is reported in the notes to accounts in the year of incorporation of revision.

b) Functional and presentation currency

These Financial Statements are prepared in Indian Rupee which is the Company's functional currency.

c) Revenue Recognition**(i) Sale of goods**

Sales comprise sale of goods dealt with by the company in the ordinary course of its business net of returns, discount and Goods & Services Tax (GST). Sales are accounted on dispatch of goods to customers. Revenue from sales is recognised when all significant risks and rewards of ownership of the goods sold are transferred to the customer.

(ii) Rental Income

Rental Income from operating lease where the company is a lessor is recognised in income on a straight line basis over the lease term.

d) Property Plant and Equipment**i) Property, Plant and Equipment**

Property, Plant and Equipment are stated at historical cost (net of recoverable duties & taxes) or revalued cost, less accumulated depreciation and impairment, if any. Direct costs, including borrowing costs in accordance with Indian Accounting Standard (Ind AS)-23 on Borrowing Costs, wherever applicable, in bringing an asset to working condition or location for its intended use are capitalised to the cost of the property, plant and equipment.

Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to the statements of profit and loss in the period in which the costs are incurred. Major repair and overhaul expenditure is capitalized if the recognition criteria are met.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income/other expenses in statement of profit and loss.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

ii) Capital Work-in- Progress

Capital Work-in-progress comprises of the cost of assets in the course of construction that are not yet capable of operating in the manner intended by management.

iii) Depreciation

- i) Depreciation including depreciation on the revalued portion of certain assets is provided based on useful life of the assets as prescribed in Schedule II of the Companies Act, 2013.
- ii) The Useful lives of fixed assets is taken as per Schedule II of Companies Act, 2013 which are as follows:-

| | |
|--|------------|
| Buildings | 5/30 Years |
| Plant & Equipments | 15 Years |
| Electrical Installation and Equipments | 10 Years |
| Office Equipments | 5 Years |
| Computers | 3 Years |
| Furniture & Fixture | 10 Years |
| Vehicles | 8 Years |

- iii) When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

e) Borrowing Costs

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 capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

f) INVENTORIES

- i) Raw Materials, Stores and Spare parts and Finished Products are valued at lower of cost and net realisable value in accordance with Ind AS-2 on Valuation of inventories. Materials in transit and material with third parties are included in inventories.
- ii) Cost of finished goods includes material, labour and other manufacturing overheads and other costs incurred in bringing the inventories to their present location and condition. Cost of Raw Material, Stores & spare parts is determined on first-in, first-out (FIFO) method. Due allowance is estimated and made for breakage, defective and obsolete items, wherever necessary.

g) RETIREMENT BENEFITS

i) Short Term Employee Benefits

Liabilities for salaries and wages including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefits obligations in the Balance Sheet.

ii) Long Term Employee Benefits

i) Defined Contribution Plan

The Company has Defined Contribution Plans for its employees such as Provident Fund and Employees State Insurance and contribution to these plans are charged to the statement of Profit & Loss as incurred, as the company has no further obligation beyond making the contribution.

ii) Defined Benefit Plan

- i) The Company provides for gratuity in accordance with Payment or Gratuity Act, 1972. The Company's liability for gratuity is actuarially determined using the Projected Unit Credit Method at the end of each years as required by Ind AS-19 and is provided for in the financial statements.
- ii) In accordance with the requirements of Ind AS 19 the company has provided for unutilised leave benefit available to the employees on the basis of an actuarial valuation made as the end each year.

h) PROVISION FOR LIABILITIES AND CHARGES, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

- i) The assessments undertaken in recognising provisions and contingencies have been made in accordance with the applicable IND AS.
- ii) Provisions represent liabilities to the Company for which the amount or timing is uncertain. Provisions are recognized when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.
- iii) Contingent liabilities are not provided for and are disclosed by way of notes to financial statements.
- iv) Contingent assets are not recognised but disclosed in the financial statements.

i) Taxation**Current income tax**

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with prevailing income tax law.

Deferred tax

Deferred tax is recognised for all the temporary differences by using the liability method, only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company reassesses unrecognised deferred tax assets, if any.

j) Earnings per share

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit and loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit and loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

k) Cash Flow Statement

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

l) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue are accounted for based on the cost price. Revenue, expenses, assets and liabilities which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue/ expenses/ assets/ liabilities".

m) Foreign Currency Transactions

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss. Foreign currency denominated monetary assets and liabilities at the year end are translated at the year-end exchange rates, and the resultant exchange difference is recognised in the Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.

n) Impairment of Assets

At each balance sheet date, the Company reviews the carrying value of assets for any possible impairment. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. The recoverable

amount is determined as higher of the asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the levels for which there are separately identifiable cash flows (cash generating unit). Assessment is done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting period may no longer exist or may have decreased. An impairment loss is reversed to the extent that the assets carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

o) Financial instruments

i) 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

a) Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised 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 cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) 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 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.

c) Financial assets at fair value through profit or loss (FVTPL) A financial asset which is not classified in any of the above categories are measured at FVTPL.

C. Other Equity Investments All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

D. Impairment of financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to: The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument) For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed. For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii) 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 recognised 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 maturity of these instruments.

iii) Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

p) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. Lessor accounting under Ind AS 116 which supersedes Ind AS 17 is substantially unchanged compared to Ind AS 17. Lessee accounting is in respect of short-term leases and the same is considered as recognition exemption for the company from the requirement of the application of Ind AS 116.

q) Investment Property

Investment property are properties that are held to earn rentals or for capital appreciation. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss if any. Though the Group measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined on an evaluation performed by an accredited external independent valuer based on current prices in the active market for similar properties, quantum, areas, location demand, restrictive entry to the complex, age of building and trend of fair market.

Gain or loss on disposal of investment properties is determined as the difference between net disposal proceeds and the carrying amount of the property and is recognized in the statement of profit and loss in the period of the disposal. Transfer to, or from, investment property is done at the carrying amount of property.

Notes to Financial Statements for the year ended 31st March, 2022



(Rupees in Lacs)

PROPERTY, PLANT AND EQUIPMENTS AND INVESTMENT PROPERTY (Combined 2(a) + 2(b))

| DESCRIPTION OF ASSETS | GROSS BLOCK | | | | DEPRECIATION | | | | NET BLOCK | |
|-----------------------------------|---------------------|-----------------------------------|---------------------------------------|---------------------|---------------------|-------------------------------|--------------------------|---------------------|---------------------|---------------------|
| | AS ON 01/04/2021 | ADDITIONS MADE DURING THE YEAR | DEDUCTIONS MADE DURING THE YEAR | AS ON 31/03/2022 | AS ON 01/04/2021 | CHARGED DURING THE YEAR | DEDUCTION/ ADJUSTMENT | AS ON 31/03/2022 | AS ON 31/03/2022 | AS ON 01/04/2021 |
| Land | 5,143.18 | - | - | 5,143.18 | - | - | - | - | 5,143.18 | 5,143.18 |
| Building | 2,363.44 | 106.12 | - | 2,469.57 | 1,315.27 | 71.56 | - | 1,386.83 | 1,082.73 | 1,048.17 |
| Plant & Equipments | 8,830.52 | 300.17 | - | 9,130.69 | 5,213.59 | 345.36 | - | 5,558.95 | 3,571.74 | 3,616.92 |
| Furniture & Fixture | 18.38 | - | - | 18.38 | 16.92 | 0.11 | - | 17.01 | 1.37 | 1.47 |
| Vehicles | 150.03 | 9.70 | - | 159.73 | 123.38 | 7.36 | - | 130.72 | 29.00 | 26.65 |
| Office Equipment | 73.10 | 0.89 | - | 74.00 | 65.48 | 2.48 | - | 67.96 | 6.04 | 7.63 |
| CURRENT YEAR TOTAL | 16,578.65 | 416.88 | - | 16,995.55 | 6,734.63 | 426.85 | - | 7,161.48 | 9,834.06 | 9,844.02 |
| PREV. YEAR (2020-21) TOTAL | 15,871.50 | 709.01 | 1.85 | 16,578.65 | 6,215.01 | 521.39 | 1.76 | 6,734.64 | 9,844.01 | 9,656.49 |

NOTE 02(a) : PROPERTY, PLANT AND EQUIPMENTS

| DESCRIPTION OF ASSETS | GROSS BLOCK | | | | DEPRECIATION | | | | NET BLOCK | |
|-----------------------------------|---------------------|-----------------------------------|---------------------------------------|---------------------|---------------------|-------------------------------|--------------------------|---------------------|---------------------|---------------------|
| | AS ON 01/04/2021 | ADDITIONS MADE DURING THE YEAR | DEDUCTIONS MADE DURING THE YEAR | AS ON 31/03/2022 | AS ON 01/04/2021 | CHARGED DURING THE YEAR | DEDUCTION/ ADJUSTMENT | AS ON 31/03/2022 | AS ON 31/03/2022 | AS ON 01/04/2021 |
| Land | - | - | - | - | - | - | - | - | - | - |
| Building | - | - | - | - | - | - | - | - | - | - |
| Plant & Equipments | - | - | - | - | - | - | - | - | - | - |
| Furniture & Fixture | 7.81 | - | - | 7.81 | 6.86 | 0.09 | - | 6.95 | 0.86 | 0.95 |
| Vehicles | 134.87 | 9.70 | - | 144.58 | 108.98 | 7.36 | - | 116.32 | 28.25 | 25.90 |
| Office Equipment | 5.05 | - | - | 5.05 | 3.21 | 0.35 | - | 3.56 | 1.49 | 1.84 |
| CURRENT YEAR TOTAL | 147.73 | 9.70 | - | 157.43 | 119.03 | 7.78 | - | 126.84 | 30.60 | 28.68 |
| PREV. YEAR (2020-21) TOTAL | 11,840.29 | 709.01 | 1.85 | 12,547.45 | 3,790.12 | 305.63 | 1.76 | 4,093.99 | 8,453.48 | 8,050.17 |

NOTE 02(b) : INVESTMENT PROPERTY

| DESCRIPTION OF ASSETS | GROSS BLOCK | | | | DEPRECIATION | | | | NET BLOCK | |
|-----------------------------------|---------------------|-----------------------------------|---------------------------------------|---------------------|---------------------|-------------------------------|--------------------------|---------------------|---------------------|---------------------|
| | AS ON 01/04/2021 | ADDITIONS MADE DURING THE YEAR | DEDUCTIONS MADE DURING THE YEAR | AS ON 31/03/2022 | AS ON 01/04/2021 | CHARGED DURING THE YEAR | DEDUCTION/ ADJUSTMENT | AS ON 31/03/2022 | AS ON 31/03/2022 | AS ON 01/04/2021 |
| Land | 5,143.18 | - | - | 5,143.18 | - | - | - | - | 5,143.18 | 5,143.18 |
| Building | 2,363.44 | 106.12 | - | 2,469.57 | 1,315.27 | 71.56 | - | 1,386.83 | 1,082.73 | 1,048.17 |
| Plant & Machinery | 8,830.52 | 300.17 | - | 9,130.69 | 5,213.59 | 345.36 | - | 5,558.95 | 3,571.74 | 3,616.92 |
| Furniture & Fixture | 10.57 | - | - | 10.57 | 10.06 | 0.02 | - | 10.06 | 0.51 | 0.52 |
| Vehicles | 15.16 | - | - | 15.15 | 14.40 | - | - | 14.40 | 0.75 | 0.76 |
| Office Equipment | 68.06 | 0.89 | - | 68.95 | 62.27 | 2.13 | - | 64.41 | 4.55 | 5.79 |
| CURRENT YEAR TOTAL | 16,430.92 | 407.18 | - | 16,838.11 | 6,615.59 | 419.06 | - | 7,034.66 | 9,803.46 | 9,815.34 |
| PREV. YEAR (2020-21) TOTAL | 4,031.20 | - | - | 4,031.20 | 2,424.89 | 215.77 | - | 2,640.65 | 1,390.55 | 1,606.32 |

Note:

The fair value of investment properties, as required to be disclosed as per Ind AS 40, is Rs. 13,213.00 lacs. The fair value is based on valuations performed by an accredited external Independent valuer on the basis of replacement cost method. For Lien/ charge against property, plant & equipment & Investment Property refer note no.16 & 20.

NOTE ('2c) - Capital-Work-in Progress (CWIP)

CWIP aging schedule

| CWIP | Amount in CWIP for a period of | | | | Total |
|----------------------|--------------------------------|-----------|-----------|-------------------|----------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 442.50 | - | 62.69 | 14.11 | 519.30 |
| Pr. Year | (53.12) | (62.69) | (14.11) | | (129.92) |

NOTE NO. 03 : NON CURRENT : INVENTORIES

(Rupees in Lacs)

| | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|------------------|-----------------------|---------------|-----------------------|---|
| | 1 | 2 | 3 | |
| 1 Finished Goods | | 567.70 | | - |
| | | <u>567.70</u> | | - |

NOTE NO. 04 : FINANCIAL ASSETS - NON CURRENT : INVESTMENTS

| | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|---|-----------------------|------------------------|-----------------------|------------------------|
| | 1 | 2 | 3 | |
| Investment in Equity Instruments | | | | |
| Quoted (Fully Paid) | | | | |
| Carried at Fair Value through Other Comprehensive Income | | | | |
| 1 NAME OF COMPANIES | No of Shares | Rs. | No of Shares | Rs. |
| M/s Uniplas India Ltd. | 100 | - | 100 | - |
| M/s Prakash Industries Ltd. | 225 | 0.17 | 225 | 0.17 |
| M/s Hyderabad Industries Ltd | 200 | 7.95 | 200 | 6.10 |
| M/s Everest Industries Ltd | 50 | 0.36 | 50 | 0.14 |
| M/s Roofit Industries Ltd | 200 | - | 200 | - |
| M/s Visaka Industries Ltd | 50 | 0.29 | 50 | 0.24 |
| | | <u>8.77</u> | | <u>6.65</u> |
| Aggregate of Investments | At cost | At Market Value | At cost | At Market Value |
| Total Investment (Quoted) | 0.22 | 8.77 | 0.22 | 6.65 |
| Total | 0.22 | 8.77 | 0.22 | 6.65 |

NOTE NO. 05 : FINANCIAL ASSETS-NON CURRENT : TRADE RECEIVABLES

| | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|---|-----------------------|-----------------|-----------------------|---|
| | 1 | 2 | 3 | |
| 1 Trade Receivables | | | | |
| (a) Trade Receivables considered good-Secured; | | - | | - |
| (b) Trade Receivables considered good-Unsecured; | - | 1,582.14 | | - |
| (c) Trade Receivables which have significant increase in Credit Risk; and | | - | | - |
| (d) Trade Receivables - credit impaired. | | - | | - |
| | | <u>1,582.14</u> | | - |
| Less : Trade Receivables which have significant increase in Credit Risk; and | - | - | | - |
| | | <u>1,582.14</u> | | - |

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|--|--|-------------------|-----------|-----------|-------------------|----------|
| | Less than 6 months | 6 months - 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) Undisputed Trade receivables – considered good | 70.04 | 1,511.44 | 0.65 | - | - | 1,582.14 |
| Pr Year | - | - | - | - | - | - |

NOTE NO. 06 : FINANCIAL ASSETS-NON CURRENT : OTHER

| | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|---|-----------------------|-------------|-----------------------|-------------|
| | 1 | 2 | 3 | |
| 1 Deposit with Banks held as Margin Money against bank guarantee (Including Interest accrued) | | 4.99 | | 6.25 |
| 2 Deposit with Banks against Unclaimed Fixed Deposit | | 2.10 | | 2.00 |
| | | <u>7.09</u> | | <u>8.25</u> |

(Rupees in Lacs)

NOTE NO. 07 : OTHER NON-CURRENT ASSETS

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|---|-----------------------|---------------|-----------------------|
| | 1 | 2 | 3 |
| 1 Loans Receivables - Secured & Considered Good | - | - | - |
| 2 <u>Loans Receivables - Unsecured & Considered Good</u> | | | |
| a. Capital Advances | 16.05 | | 60.33 |
| b. Security Deposits (Refer Note No. 53) | 193.12 | | 213.11 |
| c. Balances with Revenue Authorities | 422.62 | | 416.46 |
| d. Other Receivables | 18.17 | | 18.17 |
| 3 Loans Receivables which have significant increase in Credit Risk; and | - | | - |
| 4 Loans Receivables - credit impaired | - | | - |
| | | 649.96 | 708.07 |

NOTE NO. 08: INVENTORIES

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|-----------------------------------|-----------------------|-----------------|-----------------------|
| | 1 | 2 | 3 |
| 1 Raw Materials | - | | 1,959.64 |
| 2 Finished Goods | 2,250.00 | | 2,472.80 |
| 3 Trading goods | 1,770.10 | | 95.93 |
| 4 Stores & Spares (held for sale) | 174.96 | | 153.57 |
| 5 Goods-in Transit (Raw Material) | - | | 909.55 |
| | | 4,195.06 | 5,591.49 |

Mode of Valuation

Raw Material, Stores and Spares parts and Finished Products are valued at lower of cost or net realisable value in accordance with Ind AS-2 on Inventories notified under section 133 of the Companies Act, 2013 ("the Act") read with Companies (Accounts) Rules, 2014 and provisions of the Act.

Inventory held at net realizable value amounted to Rs.55.46 lacs and Rs.165.99 lacs as at March 31, 2022 and March 31, 2021 respectively. The write down of inventory for the year ended March 31, 2022 amounted to Rs. 37.86 lacs and write down on these inventory amounted to Rs. 60.19 lacs for the year ended March 31, 2021.

Entire inventory has been hypothecated as security against certain bank borrowings of the Company as at March 31, 2022 and March 31, 2021. For lien/charge against inventories refer note no. 16 and 20.

NOTE NO. 09 : FINANCIAL ASSETS-CURRENT : TRADE RECEIVABLES

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|---|-----------------------|-----------------|-----------------------|
| | 1 | 2 | 3 |
| A- Trade Receivables | | | |
| (a) Trade Receivables considered good - Secured; | 16.49 | | 29.51 |
| (b) Trade Receivables considered good - Unsecured; | 1,178.42 | | 3,219.59 |
| (c) Trade Receivables which have significant increase in Credit Risk; and | 56.81 | | 52.22 |
| (d) Trade Receivables - credit impaired. | 18.30 | | 18.30 |
| | | 1,270.02 | 3,319.62 |
| Less : Allowances for Trade Receivables which have significant increase in Credit Risk | 75.11 | | 70.52 |
| | | 1,194.91 | 3,249.10 |

Trade Receivables ageing schedule

(Rupees in Lacs)

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|--|--|------------------|-----------|-----------|-------------------|------------|
| | Less than 6 months | 6 months -1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| (i) Undisputed Trade receivables – considered good | 383.34 | 315.10 | 216.64 | 96.09 | 183.74 | 1,194.91 |
| Pr Year | (2,626.72) | (165.14) | (220.20) | (176.22) | (60.83) | (3,249.10) |
| (ii) Undisputed Trade Receivables – which have significant increase in credit risk | - | - | 20.36 | 16.02 | 20.42 | 56.81 |
| Pr Year | | | (18.94) | (15.22) | (18.06) | (52.22) |
| (vi) Disputed Trade Receivables – credit impaired | - | - | - | 18.30 | - | 18.30 |
| Pr Year | - | - | (18.30) | | - | (18.30) |

NOTE NO. 10 FINANCIAL ASSETS-CURRENT: CASH & CASH EQUIVALENTS

| PARTICULARS | AS AT 31ST MARCH 2022 | AS AT 31ST MARCH 2021 |
|----------------------|-----------------------|-----------------------|
| 1 | 2 | 3 |
| 1 Balance with Banks | 246.35 | 282.73 |
| 2 Cash in Hand | 2.14 | 57.05 |
| 3 Cheques in Hand | 2,925.00 | - |
| | <u>3,173.49</u> | <u>339.78</u> |

NOTE NO. 11 FINANCIAL ASSETS - CURRENT : OTHER BANK BALANCES

| | | |
|--|--------------|--------------|
| 1 Other Deposit with Banks (Maturity period more than 3 month but less than 12 months) | 64.85 | 56.93 |
| 2 Earmarked Balances with Banks | 0.72 | 0.38 |
| | <u>65.58</u> | <u>57.31</u> |

NOTE NO. 12 FINANCIAL ASSETS -CURRENT : LOANS

| PARTICULARS | AS AT 31ST MARCH 2022 | AS AT 31ST MARCH 2021 |
|---|-----------------------|-----------------------|
| 1 | 2 | 3 |
| 1 Loans Receivables - Secured & Considered Good | - | - |
| 2 <u>Loans Receivables - Unsecured & Considered Good</u> | | |
| a Advances to Employees | 17.98 | 14.26 |
| b Loan to Others (Refer Note no 54) | 875.13 | 480.92 |
| 3 Loans Receivables which have significant increase in Credit Risk; and | - | 1.02 |
| 4 Loans Receivables - credit impaired | - | - |
| | <u>893.11</u> | <u>496.20</u> |
| Less : Allowances for Loans Receivables which have significant increase in Credit Risk; | - | 1.02 |
| | <u>893.11</u> | <u>495.18</u> |

(Rupees in Lacs)

NOTE NO. 13 FINANCIAL ASSETS - CURRENT : OTHERS

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|---|-----------------------|---------------|-----------------------|---------------|
| | 1 | 2 | 3 | |
| 1 Interest Accrued but not due on Deposit with Banks | | 11.52 | | 9.65 |
| 2 Interest Accrued and due on Loan to Related Parties (M/s Big Apple Real Estate Private Limited ceased to be related party wef 19.08.2015 for Rs. 11.85 Lacs, Refer Note no 52) | | 33.87 | | 14.58 |
| 3 Interest Accrued Others (Refer Note no 49) | | 126.02 | | 126.02 |
| 4 Interest Accrued and due on Loan to Others | | 51.60 | | 70.88 |
| 5 Other Receivables Unsecured & Considered Good | | 0.77 | | 0.77 |
| | | 223.78 | | 221.90 |

NOTE NO. 14 OTHER CURRENT ASSETS

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|---|-----------------------|---------------|-----------------------|---------------|
| | 1 | 2 | 3 | |
| 1 Advance with Suppliers/ Service providers | | | | |
| a. Unsecured & Considered Good | | 216.01 | | 515.41 |
| b. Doubtful | | 0.84 | | 0.84 |
| | | 216.85 | | 516.25 |
| Less: Allowance for Bad & Doubtful Advances | | 0.84 | | 0.84 |
| | | 216.01 | | 515.41 |
| 2 Balance with Revenue Authority Unsecured & Considered Good | | 2.08 | | 214.19 |
| 3 Prepaid expenses. Unsecured & Considered Good | | 38.49 | | 44.53 |
| 4 Security Deposit Unsecured & Considered Good | | 15.01 | | 15.01 |
| | | 271.59 | | 789.14 |

NOTE NO. 15 SHARE CAPITAL

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|---|-----------------------|-----------------|-----------------------|-----------------|
| | 1 | 2 | 3 | |
| 1 Authorised Capital | | | | |
| (a) 25,000 (previous year 25,000) Preference Shares of Rs. 100/- each redeemable or otherwise entitled to such rate of annual dividend as the Director may determine | | 25.00 | | 25.00 |
| (b) 1,50,00,000(previous year 1,50,00,000) Equity Shares of Rs. 10/- each | | 1,500.00 | | 1,500.00 |
| | | 1,525.00 | | 1,525.00 |

(Rupees in Lacs)

2 Issued Subscribed and Paid-up Equity Share Capital

91,07,193 (previous year 91,07,193) Equity Shares of Rs. 10 each fully paid up in cash 910.72 910.72

Forfeited Shares

Amount originally received as allotment money and calls on account of 33300 equity shares 0.99 0.99

911.71

911.71

3 There is no change in issued, subscribed and paid-up share capital during the current year and corresponding previous year.

4 Shares in the Company held by each shareholder holding more than 5% shares

| | No. of Shares | % holding in the shares | No. of Shares | % holding in the shares |
|---|---------------|-------------------------|---------------|-------------------------|
| (a) Uniglobe Glycols Limited | 2,057,508.00 | 22.59 | 2,057,508.00 | 22.59 |
| (b) Mashino Textile Private Limited | 1,539,100.00 | 16.90 | 1,539,100.00 | 16.90 |
| (c) The Rohtak and Hissar Districts Electric Supply Company Private Limited | 883,350.00 | 9.70 | 883,350.00 | 9.70 |
| (d) Jaiprakash Associates Limited | 840,000.00 | 9.22 | 840,000.00 | 9.22 |
| (e) R and H Power Company Private Limited | 601,998.00 | 6.61 | 589,998.00 | 6.48 |
| (f) Mr. Priyank Tayal | 528,700.00 | 5.81 | 528,700.00 | 5.81 |

5 Shares held by promoters at the end of the year

| S.No. | Promoter Name | No. of Shares | % holding in the shares | % Change during the year |
|-------|---|---------------|-------------------------|--------------------------|
| 1 | DOON INDUSTRIAL FUND LIMITED | 37,500.00 | 0.41 | - |
| 2 | GANGA CORPORATION PVT LTD | 110,150.00 | 1.21 | - |
| 3 | THE ROHTAK AND HISSAR DIST ELEC SUPL CO PVT LTD | 883,350.00 | 9.70 | - |
| 4 | UNIGLOBE GLYCOLS LIMITED | 2,057,508.00 | 22.59 | - |
| 5 | EVEREST ROOFING PRIVATE LIMITED | 429,471.00 | 4.72 | - |
| 6 | MASHINOTEXTILE (P) LTD | 1,539,100.00 | 16.90 | - |
| 7 | AMITABH TAYAL - HUF | 68,649.00 | 0.75 | - |
| 8 | MANJU TAYAL | 97,098.00 | 1.07 | - |
| 9 | AMITABH TAYAL | 133,598.00 | 1.47 | - |
| 10 | PRIYANK TAYAL | 528,700.00 | 5.81 | - |
| 11 | AVANTI MOHTA | 454,800.00 | 4.99 | - |
| 12 | MOHAN MANGALAM TRUST | 170,850.00 | 1.88 | - |

Notes to Financial Statements for the year ended 31st March, 2022



(Rupees in Lacs)

NOTE NO. 16 FINANCIAL LIABILITIES - NON CURRENT : BORROWINGS

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 | |
|--|------------------------------------|-----------------|------------------------------------|-----------------|
| | 1 | 2 | 3 | |
| | CURRENT (Refer Note No. 20 (3)) | NON CURRENT | CURRENT (Refer Note No. 20 (3)) | NON CURRENT |
| 1 Secured Loan | | | | |
| (a) Term Loan from Banks & Financial Institution | | | | |
| (i) Union Bank Of India | | | | |
| (Secured by hypothecation of vehicle purchased) | 1.12 | 3.65 | 1.04 | 4.77 |
| (Refer Terms of Repayment (i)) | | | | |
| (ii) HDFC Bank | | | | |
| (Secured by hypothecation of vehicle purchased) | 1.81 | 5.90 | - | - |
| (Refer Terms of Repayment (ii)) | | | | |
| (iii) Union Bank Of India | | | | |
| (Secured by way of first charge on entire fixed assets (both present and future) of the company and by Corporate Guarantee of Uniglobe Glycols Limited and personal guarantee Managing Director and a Director of the Company and pledge of 201366 shares of the company by the Managing Director and a Director of the Company) | 492.76 | 2,477.16 | 357.96 | 2,364.63 |
| (Refer Terms of Repayment (iii) to (x)) | | | | |
| 2 Unsecured Loan | | | | |
| Loan from Others | | | | |
| (a) Unpaid Matured Fixed Deposits from Others | | | | |
| (Including interest Accrued and Due) | 0.93 | - | 1.28 | - |
| (Refer Terms of Repayment (xi) and Note No. 50) | | | | |
| (b) Loan from Related Parties : | | | | |
| From Companies | | 1,083.08 | | 1,209.05 |
| From Others | | 1,116.90 | | 1,116.90 |
| | 496.63 | 4,686.69 | 360.28 | 4,695.35 |

Terms of Repayment

- i. Union Bank of India Rs. 4.78 Lacs (Rs. 5.82 Lacs)**
Terms of Repayment - Rate of Interest @ 7.40% p.a. and Repayable in 60 EMI of Rs. 11,995/- starting from Feb 2021.
- ii. HDFC Bank Rs. 7.71 Lacs (NIL)**
Terms of Repayment - Rate of Interest @ 7.25 % p.a. Repayable in 48 EMI of Rs. 19,250/- starting From Feb 2022.
- iii. Union Bank of India Rs. 62.90 Lacs (Rs. 78.31 lacs)**
Terms of Repayments - Rate of Interest 9.50% p.a. - Repayable in 84 monthly installments of Rs. 6.54 Lacs each starting from March, 2015
- iv Union Bank of India Rs. 90.31 Lacs (Rs. 173.64 Lacs)**
Terms of Repayments - Rate of Interest 9.50% p.a. - Repayable in 72 monthly installments of Rs. 6.94 Lacs each starting from Sep, 2016
- v Union Bank of India Rs. 407.98 Lacs (Rs. 442.11 Lacs)**
Loan Santioned Amount is Rs. 495 Lacs ,Terms of Repayments - Rate of Interest 9.50% p.a. - Repayable in 174 monthly installments of Rs. 2.84 Lacs, first EMI starting from Aug, 2018
- vi Union Bank of India Rs. 101.86 (Rs. 131.86 Lacs)**
Loan Santioned Amount is Rs. 150 Lacs ,Terms of Repayments - Rate of Interest 9.50% p.a. - Repayable in 60 monthly installments of Rs. 2.50 Lacs each starting from Sep, 2020
- vii Union Bank of India Rs.928.24 Lacs (Rs. 1004.66 Lacs)**
Loan Santioned Amount is Rs. 1000 Lacs ,Terms of Repayments - Rate of Interest 9.95% p.a. - Repayable in 68 monthly installments of Rs. 13.58 Lacs each starting from Nov, 2019 and Rs. 13.99 Lacs each starting from Apr,2020 and Rs. 14.41 Lacs each starting from Apr,2021 and Rs. 14.85Lacs each starting from Apr,2022 and Rs. 15.29 Lacs each starting from Apr,2023 and Rs. 15.75 Lacs each starting from Apr,2024 and Rs. 16.22 Lacs each starting from Apr,2025.
- viii Union Bank of India Rs.845.02 Lacs (Rs.892.00 Lacs)**
Loan Santioned Amount is Rs. 892.00 Lacs ,Terms of Repayments - Rate of Interest 7.80% p.a. - Repayable in 48 monthly installments of Rs. 21.27 Lacs including interest starting from Jan, 2022 after getting moratorium period of 12 months where only interest is served (from Dec'20 to Dec'21).
- ix Union Bank of India Rs. 440.00 Lacs (NIL)**
Loan Santioned Amount is Rs. 440.00 Lacs ,Terms of Repayments - Rate of Interest 7.50% p.a. - Repayable in 48 monthly installments of Rs. 9.17 Lacs each plus interest starting from Jan, 2023 after getting moratorium period of 12 months where only interest is served (from Dec'21 to Dec'22).
- x Union Bank of India Rs. 150.20 Lacs (NIL)**
Loan Santioned Amount is Rs. 170.00 Lacs ,Terms of Repayments - Rate of Interest 9.75% p.a. - Repayable in 66 monthly installments of Rs. 2.36 Lacs each plus interest starting from Jan, 2022.
- xi** Fixed deposits represent deposit accepted from pubic in earlier years under the relevant provision of the Companies Act, 1956.

NOTE NO. 17 NON CURRENT PROVISIONS

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|------------------------------------|-----------------------|-------|-----------------------|
| | 1 | 2 | 3 |
| 1 Provisions for Employees Benefit | | | |
| (a) Gratuity | | 31.43 | 30.79 |
| (b) Leave Encashment | | 49.89 | 50.51 |
| | | 81.32 | 81.30 |

NOTE NO. 18 DEFERRED TAX LIABILITY (NET)

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|---------------------------|-----------------------|---------|-----------------------|
| | 1 | 2 | 3 |
| Deferred Tax Liability | | | |
| Related to Fixed Assets | | 580.35 | 567.66 |
| Less: Deferred Tax Assets | | - | - |
| Others | | (45.60) | (44.35) |
| Total | | 534.75 | 523.31 |

NOTE NO. 19 OTHER NON CURRENT LIABILITIES

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|--------------------|-----------------------|-------|-----------------------|
| | 1 | 2 | 3 |
| 1 Security Deposit | | 58.27 | 58.27 |
| | | 58.27 | 58.27 |

NOTE NO. 20 FINANCIAL LIABILITIES - CURRENT : BORROWINGS

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|---|-----------------------|----------|-----------------------|
| | 1 | 2 | 3 |
| 1 Secured Loan | | | |
| (a) Working Capital Loan from Banks | | | |
| (i) Union Bank Of India | | 3,015.16 | 3,044.45 |
| (Secured by hypothecation of stores, work-in-progress, stocks, goods-in-transit, book-debts, and collaterally secured by equitable mortgage of company's immovable properties consisting of land, building, plants & machinery and other fixed assets both present & future and by Corporate Guarantee of Uniglobe Glycols Limited and personal guarantee of managing director & a director of the company and pledge 201366 shares of the company by the managing director and a director of the company). | | | |
| 2 Unsecured Loan | | | |
| (a) Over Draft Limit From ICICI Bank | | 1,420.94 | - |
| (Secured by equitable mortgage on the immovable property of Managing Director and personal guarantee of Managing Director & a Director of the Company) | | | |
| (Refer Terms of Repayment (i)) | | | |

Notes to Financial Statements for the year ended 31st March, 2022



(Rupees in Lacs)

| PARTICULARS | AS AT 31ST MARCH 2022 | AS AT 31ST MARCH 2021 |
|---|-----------------------|-----------------------|
| 1 | 2 | 3 |
| (a) Loan from Companies | 322.00 | 37.00 |
| (b) Loan from Related Parties | | |
| (i) From Companies | 417.32 | 558.18 |
| (ii) From Others | 276.50 | 229.50 |
| 3 Current Maturity of Long Term Debts (refer note no. 16) | 496.63 | 360.28 |
| | 5,948.55 | 4,229.41 |

Terms

- (i) The Company has availed overdraft facility of Rs. 15 Cr. in the month of February 2021 from ICICI Bank at interest rate of 7.95% p.a. against the collateral security of residential property of Managing director and personal guarantee of of Managing Director and the Director of the company.
However, during the year ended 31st Mar 2021, the Company has not withdrawn any amount from the said overdraft facility.

NOTE NO. 21 - TRADE PAYABLES

| PARTICULARS | AS AT 31ST MARCH 2022 | AS AT 31ST MARCH 2021 |
|--|-----------------------|-----------------------|
| 1 | 2 | 3 |
| 1 Total outstanding dues of micro enterprises and small enterprises | - | - |
| 2 Total outstanding dues of creditors other than micro enterprises and small enterprises (refer note no. 38) | 205.67 | 681.59 |
| | 205.67 | 681.59 |

Outstanding for following periods from due date of payment

| Particulars | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
|-----------------------------|---------------------|-----------|-----------|----------------------|----------|
| (i) Undisputed dues | | | | | |
| (i) MSME | - | - | - | - | - |
| (ii) Others | 143.00 | 13.08 | 9.20 | 40.39 | 205.67 |
| Pr Year | (595.52) | (28.59) | (7.07) | (50.41) | (681.59) |
| (iii) Disputed dues – MSME | - | - | - | - | - |
| (iv) Disputed dues - Others | - | - | - | - | - |

NOTE NO. 22 FINANCIAL LIABILITIES - CURRENT : OTHERS

| PARTICULARS | AS AT 31ST MARCH 2022 | AS AT 31ST MARCH 2021 |
|--|-----------------------|-----------------------|
| 1 | 2 | 3 |
| 1 Capital Creditors | 130.76 | 66.22 |
| 3 Interest Accrued but not due on Borrowings | - | - |
| 4 Interest Accrued and due on Borrowings | 17.11 | 18.06 |
| 5 Deposit from Stockists, Distributors, & Contractors etc. | 60.65 | 75.46 |
| | 208.52 | 159.74 |

(Rupees in Lacs)

NOTE NO. 23 OTHER CURRENT LIABILITIES

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|--|-----------------------|---------------|-----------------------|
| | 1 | 2 | 3 |
| 1 Credit balances of Customers | | 533.40 | 576.48 |
| 2 Amount due to employees | | 59.81 | 57.83 |
| 3 Statutory dues/duties, taxes payable | | 89.44 | 39.37 |
| | | <u>682.67</u> | <u>673.68</u> |

NOTE NO. 24 PROVISIONS

| PARTICULARS | AS AT 31ST MARCH 2022 | | AS AT 31ST MARCH 2021 |
|------------------------------------|-----------------------|--------------|-----------------------|
| | 1 | 2 | 3 |
| 1 Provisions for Employees Benefit | | | |
| (a) Bonus | | 18.79 | 19.72 |
| (b) Leave Encashment | | 5.61 | 5.70 |
| | | <u>24.40</u> | <u>25.42</u> |

NOTE NO. 25 REVENUE FROM OPERATIONS

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH 2022 | | FOR THE YEAR ENDED 31ST MARCH 2021 |
|--|---------------------------------------|------------------|---------------------------------------|
| | 1 | 2 | 3 |
| 1 Sale of Products | | 17,892.17 | 20,137.70 |
| 2 Other Operating Income (net of expenses) | | 82.86 | 34.64 |
| | | <u>17,975.03</u> | <u>20,172.34</u> |

NOTE NO. 26 OTHER INCOME

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH 2022 | | FOR THE YEAR ENDED 31ST MARCH 2021 |
|---|---------------------------------------|-----------------|---------------------------------------|
| | 1 | 2 | 3 |
| 1 Interest Income | | 101.03 | 202.72 |
| 2 Dividend Income | | 0.08 | 0.05 |
| 3 Applicable net gain on foreign currency transaction | | - | 3.50 |
| 4 Other non- operating Incomes | | 355.37 | 6.47 |
| 5 Lease Rent | | 1,189.70 | 597.99 |
| 6 Profit on Sale of Fixed Assets | | - | 0.18 |
| | | <u>1,646.18</u> | <u>810.91</u> |

NOTE NO. 27 COST OF RAW MATERIAL CONSUMED

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH 2022 | | FOR THE YEAR ENDED 31ST MARCH 2021 |
|------------------|---------------------------------------|-----------------|---------------------------------------|
| | 1 | 2 | 3 |
| 1 Cement | | 1,980.27 | 3,736.74 |
| 2 Asbestos Fibre | | 2,677.74 | 4,964.03 |
| 3 Slag | | 21.64 | 5.71 |
| 4 Steel | | 512.28 | 1,156.28 |
| 5 Other | | 281.76 | 350.47 |
| | | <u>5,473.69</u> | <u>10,213.22</u> |

Notes to Financial Statements for the year ended 31st March, 2022



(Rupees in Lacs)

NOTE NO. 28 CHANGES OF INVENTORIES OF FINISHED GOODS

| PARTICULARS | FOR THE YEAR ENDED | |
|--|--------------------|-----------------|
| | 31ST MARCH 2022 | 31ST MARCH 2021 |
| 1 | 2 | 3 |
| 1 Stock in hand at the beginning of the year | | |
| Finished Goods -AC Sheet | 2,470.34 | 2,088.68 |
| Trading goods | 2.48 | 0.11 |
| Trading Goods - Cable | 37.76 | 38.77 |
| Finished goods Profile Sheet | 42.96 | 18.38 |
| Trading Goods -Paint | 15.21 | 16.32 |
| 2 Less : Stock in hand at the end of the year | | |
| Finished Goods -AC Sheet | 2,817.71 | 2,470.33 |
| Trading goods | 1,715.23 | 2.48 |
| Trading Goods - Cable | 41.54 | 37.76 |
| Finished goods Profile Sheet | - | 42.96 |
| Trading Goods -Paint | 13.32 | 15.21 |
| | <u>(2,019.07)</u> | <u>(406.47)</u> |
| Decrease / (Increase) in Stock | | |

NOTE NO. 29 EMPLOYEES BENEFIT EXPENSES

| PARTICULARS | FOR THE YEAR ENDED | |
|---|--------------------|-----------------|
| | 31ST MARCH 2022 | 31ST MARCH 2021 |
| 1 | 2 | 3 |
| 1 Salaries & Wages | 692.93 | 634.81 |
| 2 Contribution to Provident & Other Funds | 47.51 | 42.93 |
| 3 Staff Welfare expenses | 8.63 | 10.04 |
| | <u>749.07</u> | <u>687.78</u> |

NOTE NO. 30 FINANCE COST

| PARTICULARS | FOR THE YEAR ENDED | |
|-------------------------|--------------------|-----------------|
| | 31ST MARCH 2022 | 31ST MARCH 2021 |
| 1 | 2 | 3 |
| 1 Interest Expenses | 858.33 | 840.08 |
| 2 Other Borrowing Costs | 35.30 | 31.95 |
| | <u>893.63</u> | <u>872.03</u> |

NOTE NO. 31 DEPRECIATION AND AMORTISATION EXPENSE

| PARTICULARS | FOR THE YEAR ENDED | |
|--|--------------------|-----------------|
| | 31ST MARCH 2022 | 31ST MARCH 2021 |
| 1 | 2 | 3 |
| Depreciation | 426.84 | 521.39 |
| Less: Transferred from revaluation reserve (Refer Statement of Changes in Equity) | 3.50 | 3.50 |
| | <u>423.34</u> | <u>517.89</u> |

NOTE NO. 32 OTHER EXPENSES

| PARTICULARS | FOR THE YEAR ENDED 31ST MARCH 2022 | FOR THE YEAR ENDED 31ST MARCH 2021 |
|--|---------------------------------------|---------------------------------------|
| 1 | 2 | 3 |
| 1 Consumption of Stores & Spare parts | 267.45 | 429.21 |
| 2 Power & Fuel | 327.89 | 655.67 |
| 3 Rent | 30.18 | 38.58 |
| 4 Repairs to Building | 70.54 | 1.00 |
| 5 Repairs to Machineries | 73.52 | 89.91 |
| 6 Insurance | 40.10 | 45.10 |
| 7 Rates & Taxes | 31.15 | 112.59 |
| 8 Breakages | 39.00 | 89.63 |
| 9 Miscellaneous expenses | 154.37 | 128.34 |
| 10 Transport, Packing & Forwarding exp. | 479.43 | 705.52 |
| 11 Payments to Auditors | | |
| i. As Auditor | 1.25 | 1.25 |
| ii. For Other Services | 0.79 | 0.84 |
| iii. For Reimbursement of expenses | - | 2.09 |
| 12 Bad debts/Irrecoverable claims written off | 0.73 | 29.92 |
| 13 Provision for Bad Debts | 4.59 | 31.55 |
| 14 Applicable net loss on foreign currency transaction | - | 5.95 |
| | 1,520.99 | 2,365.06 |

NOTE NO. 33 CONTINGENT LIABILITIES AND COMMITMENTS

| PARTICULARS | AS AT 31ST MARCH 2022 | AS AT 31ST MARCH 2021 |
|--|-----------------------|-----------------------|
| 1 | 2 | 3 |
| 1 CONTINGENT LIABILITIES | | |
| (a) Claim against the company not acknowledge as debt | | |
| (i) Sales Tax | 1,773.73 | 1,943.12 |
| (ii) Entry Tax | 3.17 | 3.17 |
| (b) Guarantees | 14.50 | 14.50 |
| (c) Tax matters pending in appeals etc. | | |
| (i) Income Tax | 336.08 | 578.07 |
| (ii) Service & Excise Tax | 375.44 | 358.27 |
| 2 COMMITMENTS | | |
| (a) Custom Duty on Raw Material | - | 39.38 |
| (b) Capital Commitments | 24.94 | 3.45 |

NOTES ON ACCOUNTS

34 (a) The company has leased its Mohanlalganj, Lucknow unit to Navnidhi Continental Private Limited (Lessee) w.e.f. 01.01.2022 after completion of trial period from 01.09.2021 to 31.12.2021 in terms of its agreement dated 01.01.2022 as modified by addendum dated 01.03.2022 to the said agreement. During the trial period the Lessee was allowed to conduct due diligence of the company's assets at its Mohanlalganj, Lucknow unit. Consequently, no production was done by the company w.e.f. 01.09.2021.

34 (b) On the basis of company's lease agreement dated 01.01.2022 and addendum to lease agreement dated 01.03.2022 whereby the company negotiated with the lessee to have no restrictions on the company for sale of its stock of asbestos sheet and other arrangements with the lessee, the company has classified inventory of finished goods into Current assets and Non-current assets.

35 The segment reporting of the Company has been prepared in accordance with Ind AS-108, "Operating Segment" (specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2015). For management purposes, the Company is classified into business activities based on its products and services and has three reportable segments as follows:

(a) Manufacturing & Trading in Asbestos Sheet ; (b) Leasing (c) Manufacturing & Trading (Other Products)

Segments have been identified as reportable segments by the Company's Chief Operating Decision Maker ("CODM"). Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segments and amount allocated on a reasonable basis. Unallocated expenditure consists of common expenditure incurred for all the segments and expenses incurred at corporate level. The assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and liabilities respectively

The accounting policies of the reportable segments are the same as the Company's accounting policies described in Note 1 .

(Rupees in Lacs)

| PARTICULARS | MANUFACTURING & TRADING IN ASBESTOS SHEET | | LEASING | | MANUFACTURING & TRADING (OTHER PRODUCTS) | | TOTAL | |
|--|---|------------|------------|------------|--|------------|------------|------------|
| | Rs. | | Rs. | | Rs. | | Rs. | |
| | CURR. YEAR | PREV. YEAR | CURR. YEAR | PREV. YEAR | CURR. YEAR | PREV. YEAR | CURR. YEAR | PREV. YEAR |
| Revenue | 8,678.86 | 12,676.57 | 939.70 | 597.99 | 9,901.63 | 7,505.96 | 19,520.19 | 20,780.53 |
| Segment Result | 630.66 | 345.95 | 526.73 | 382.23 | 180.14 | 481.38 | 1,337.53 | 1,209.56 |
| Interest Expenses | | | | | | | 858.34 | 840.08 |
| Interest Income | | | | | | | 101.03 | 202.72 |
| Profit Before Tax and Exceptional Item | | | | | | | 580.22 | 572.19 |
| Tax Expenses | | | | | | | 137.83 | 132.96 |
| Net Profit for the year | | | | | | | 442.39 | 439.23 |
| Assets | 11,093.96 | 16,923.10 | 10,322.76 | 1,364.35 | 1,769.84 | 3,153.35 | 23,186.54 | 21,440.80 |
| Liabilities | 12,365.46 | 10,960.37 | 58.27 | 62.75 | 15.82 | 108.25 | 12,439.55 | 11,131.36 |
| Depreciation | 7.78 | 299.53 | 412.97 | 215.77 | 2.59 | 2.59 | 423.34 | 517.89 |
| Capital Work-in-Progress | - | 53.12 | 519.30 | 76.80 | - | - | 519.30 | 129.92 |

36 'The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the assets. The management is of the opinion that the recoverable amount of Company's assets or the recoverable amount of the cash generating unit to which the asset belongs as on 31.03.2022 is higher than the carrying amount. As such, the assets of the Company are not impaired in terms of Ind AS-36 notified under the Companies (Indian Accounting Standards) Rules, 2015.

37 **Related Party Disclosures**

List of Related Parties and Relationship

i. **ENTITIES JOINTLY CONTROLLED BY KEY MANAGEMENT PERSONNEL**

Mashino Textile (P) Ltd
 Everest Roofings (P) Ltd
 The Rohtak and Hissar District Electric Supply Co. (P) Ltd
 Ganga Corporation (P) Ltd
 UPAL Hotels (P) Ltd.
 MTX Hotels (P) Ltd.
 Doon Industrial Fund Private Limited
 Ecogreen Developers (P) Ltd.
 Uniglobe Glycols Limited
 Antarrashtriya Hindi Vidhyapeeth
 Amitabh Tayal (HUF)- HUF of Managing Director
 Ubuild Better Private Ltd.

ii. **KEY MANAGEMENT PERSONNEL, CLOSE MEMBER AND OTHER EXECUTIVE OFFICERS**

Mr. Amitabh Tayal - Managing Director
 Mr. Priyank Tayal - Director
 Mrs. Mala Agarwal - Director
 Mr. Paras Nath - Director
 Mr. Qamar Syed Wajahat - Director
 Mrs. Shailly Tayal - Wife of Mr. Priyank Tayal.
 Mrs. Manju Tayal - Wife of Managing Director
 Mrs. Avanti Mohta - Daughter of Managing Director
 Mr. Gaurav Arora - Chief Financial Officer
 Mr. Manish Kumar Singh - Company Secretary (Cessation wef: 27.12.2021)
 Ms. Sakshi Pandey - Company Secretary (Effective from 27.12.2021)

Note : Related party relationship is identified by the company and relied upon by the auditors

(Rupees in Lacs)

Transactions with Related Parties and Outstanding balances as on 31-03-2022

| Transactions | Entities Jointly Controlled By Key Management Personnel | Key Management Personnel & Other Executive Officer | Close Member | Total |
|----------------------|--|--|------------------|--------------------|
| | Rs. | Rs. | Rs. | Rs. |
| EXPENSES | | | | |
| Interest Paid | 173.00 (223.03) | 111.35 (108.24) | 24.74 (24.74) | 309.11 (356.01) |
| Remuneration Paid | - (-) | 67.81 (65.71) | 3.00 (3.00) | 70.81 (68.71) |
| Repair & Maintenance | 3.22 (1.96) | - (-) | - (-) | 3.22 (1.96) |

Notes to Financial Statements for the year ended 31st March, 2022



(Rupees in Lacs)

INCOME

| | | | | |
|------------------------------|--------|-----|-----|--------|
| Sale of goods | - | - | - | - |
| | (0.09) | (-) | (-) | (0.09) |
| Interest Received/Receivable | 24.47 | - | - | 24.47 |
| | (2.96) | (-) | (-) | (2.96) |
| Rental Income | 20.06 | - | - | 20.06 |
| | (-) | (-) | (-) | (-) |
| Manpower Income | 5.60 | - | - | 5.60 |
| | (-) | (-) | (-) | (-) |

OTHER TRANSACTION

| | | | | |
|------------------------------|----------|----------|-----|-----------|
| Advances Given for purchases | 89.60 | - | - | 89.60 |
| | (-) | (-) | (-) | (-) |
| Advances Squared off | 89.60 | - | - | 89.60 |
| | (-) | (-) | (-) | (-) |
| Loan Given | 397.60 | - | - | 397.60 |
| | (153) | (-) | (-) | (153) |
| Loan Repaid | 221.00 | - | - | 221.00 |
| | (-) | (-) | (-) | (-) |
| Loan Received | 153.00 | 110.00 | - | 263.00 |
| | (1426) | (197) | (-) | (1623) |
| Loan Repaid | 421.21 | 63.00 | - | 484.21 |
| | (981.06) | (237.50) | (-) | (1218.56) |

OUTSTANDING BALANCES

RECEIVABLES

| | | | | |
|------------|--------|-----|-----|--------|
| Loan Given | 329.60 | - | - | 329.60 |
| | (153) | (-) | (-) | (153) |

PAYABLES

| | | | | |
|------|-----------|-----------|----------|-----------|
| Loan | 1,491.31 | 1,135.50 | 247.40 | 2,874.21 |
| | (1777.73) | (1088.50) | (247.40) | (3113.63) |

(Rupees in Lacs)

38 'There are no Micro, Small and Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31.03.2022. This information as required to be disclosed under Micro, Small and Medium Enterprise Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.

39 a) Defined Contribution Plan

i) Company's contribution to Government Administered Provident Fund / Family Fund during the year is Rs. 45.57 Lacs (Rs. 35.47 Lacs)

ii) Company's contribution towards Employees State Insurance Fund is Rs. 9.03 Lacs (Rs. 7.46 Lacs) The contribution to provident fund is made to Employees' Provident Fund managed by Provident Fund Commissioner. The contribution towards ESIC is made to Employees State Insurance Corporation. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation.

b) Defined Benefit Plan

The employees' Gratuity Fund is managed by the Life Insurance Corporation of India. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

i) Gratuity (As per actuarial valuation as on 31.03.2022)

| Amounts in Balance Sheet | 31-03-22 | 31-03-21 |
|---|----------|----------|
| Defined Benefit Obligation (DBO) | 262.12 | 225.04 |
| Fair Value of Plan Assets | 230.69 | 194.25 |
| Funded Status - (Surplus)/Deficit | 31.43 | 30.79 |
| Unrecognized Past Service Cost / (Credit) | - | - |
| Unrecognised Asset due to Limit in Para 64(b) | - | - |
| Liability/(Asset) recognised in the Balance Sheet | 31.43 | 30.79 |

| Amount Recognised in the Statement of Profit & Loss | 31-03-22 | 31-03-21 |
|--|----------|----------|
| Current Service Cost | 23.64 | 22.74 |
| Interest Cost | 14.61 | 13.09 |
| Expected Return on Plan Assets | 13.03 | (10.69) |
| Past Service Cost | - | - |
| (Gain)/Loss due to Settlements/ Curtailments/Acquisitions/Divestitures | | |
| Total Expense/(Income) included in "Employee Benefit | 25.23 | 25.14 |

| Amount recognised in Other Comprehensive Income (OCI) | 31-03-22 | 31-03-21 |
|--|----------|----------|
| Amount recognized in OCI, Beginning of Period | 7.24 | 5.68 |
| Remeasurements due to : | | |
| <i>Effect of Change in financial assumptions [C]</i> | (7.66) | (3.93) |
| <i>Effect of Change in demographic assumptions [D]</i> | - | - |
| <i>Effect of experience adjustments [E]</i> | 13.06 | (8.56) |
| Actuarial (Gains)/Losses (C+ D +E) | 5.41 | (12.49) |
| Return on plan assets (excluding interest) | (0.01) | 0.43 |
| Total remeasurements recognized in OCI | 5.42 | (12.93) |
| Amount recognized in OCI, End of Period | (1.83) | (7.24) |

| Change in Present Value of Benefit Obligation during the Period | 31-03-22 | 31-03-21 |
|---|---------------|---------------|
| Defined Benefit Obligation, Beginning of Period | 225.04 | 205.79 |
| Current Service Cost | 23.64 | 22.74 |
| Interest Cost | 14.61 | 13.09 |
| Actual Plan Participants' Contributions | - | - |
| Actuarial (Gains)/Losses | 5.41 | (12.49) |
| Acquisition/Business Combination/Divestiture | - | - |
| Actual Benefits Paid | (6.59) | (4.08) |
| Past Service Cost | - | - |
| Changes in Foreign Currency Exchange Rates | - | - |
| Loss / (Gains) on Curtailments | - | - |
| Liabilities Extinguished on Settlements | - | - |
| Defined Benefit Obligation, End of Period | 262.12 | 225.04 |

| Change in Fair Value of Plan Assets during the Period | 31-03-22 | 31-03-21 |
|---|---------------|---------------|
| Fair value of Plan Assets, Beginning of Period | 194.25 | 163.21 |
| Interest Income Plan Asset | 13.03 | 10.69 |
| Actual Enterprise's Contributions | 30.00 | 24.00 |
| Actual Plan Participants' Contributions | - | - |
| Actual Benefits Paid | (6.59) | (4.08) |
| Actuarial Gains/(Losses) | (0.01) | 0.43 |
| Acquisition/Business Combination/Divestiture | - | - |
| Changes in Foreign Currency Exchange Rates | - | - |
| Liabilities Extinguished on Settlements | - | - |
| Fair Value of Plan Assets, End of Period | 230.69 | 194.25 |

| Current / Non Current Benefit Obligation | 31-03-22 | 31-03-21 |
|---|----------|----------|
| Current Liability | - | - |
| Non Current Liability | 31.43 | 30.79 |
| Liability/(Asset) Recognised in the Balance Sheet | 31.43 | 30.79 |

| Category of Assets | 31-03-22 | 31-03-21 |
|--|----------------|----------------|
| Govt. of India Securities (Central and State) | 0.00% | 0.00% |
| High quality corporate bonds (incl PSU Bonds) | 0.00% | 0.00% |
| Equity shares of listed companies | 0.00% | 0.00% |
| Real Estate / Property | 0.00% | 0.00% |
| Cash (including Special Deposits) | 0.00% | 0.00% |
| Other (including assets under Schemes of Ins.) | 100.00% | 100.00% |
| Total | 100.00% | 100.00% |

Sensitivity Analysis

| | 31-03-22 | |
|--|----------|----------|
| Defined Benefit Obligation (Base) | 262.12 | |
| Sensitivity Analysis | 31-03-22 | |
| | Decrease | Increase |
| Discount Rate | 273.17 | 251.80 |
| Impact of increase/decrease in 50 bps on DBO | 4.22% | -3.94% |
| Salary Growth Rate | 252.56 | 272.41 |
| Impact of increase/decrease in 50 bps on DBO | -3.65% | 3.93% |

| Financial Assumptions | 31-03-22 | 31-03-21 |
|---------------------------|---------------------------------|---------------------------------|
| Discount Rate | 7.10% | 6.75% |
| Salary Escalation Rate | 8.00% | 8.00% |
| Expected Return on Assets | 7.10% | 6.75% |
| Withdrawal Rate | 5.00% | 5.00% |
| Mortality rates | IAL Mortality (2012-14) Ult. | IAL Mortality (2012-14) Ult. |

ii) As per Actuarial Valuation Report Liability towards Leave Encashment as on 31st March 2022 is Rs. 55.50 Lacs (Rs. 56.22 Lacs). Liability for Leave Encashment of Rs. 0.71 Lacs has been reversed for the year.

- 40 The Sales Tax and Value Added Tax assessments/appeals under the provisions of respective State Acts and the Central Sales Tax under the provision of the Central Sales Tax Act, 1957 for certain past years are pending. Pending completion of such assessments/appeals/acceptance of refund claim, amount of Rs.188.53 lacs (Rs.236.52 lacs) determined as refundable from the departments has been treated as unsecured and considered good under Balance with Revenue Authorities [Refer Note No. 7 (2) c. However liability, if any, would be ascertained either at the time of filing of returns/ revised returns, wherever required, for the relevant assessment years or on finalization of assessments/appeals by the concerned authorities.
- 41 Advance Income Tax & Fringe Benefit Tax (Net of Provisions) of Rs. 17.62 lacs (Rs. 17.62 lacs) in respect of which reconciliation with the assessment/appellate order is in progress for some assessment years. The aforesaid amount is subject to adjustment on the basis of the aforesaid reconciliation.
- 42 In the FY 2008-09, the company has revalued its entire lands situated at Mohanlalganj Lucknow and at Village Bishara, Dadri, Gautam Buddh Nagar. The aforesaid lands have been revalued at fair market value by external valuers on the basis of the enquiries made by the valuers of the prevailing market price of similar properties in the vicinity and giving weightage to the peculiar situation of the aforesaid lands. Revalued amount of lands at Mohanlalganj Lucknow and Village Bishara, Dadri, Gautam Buddh Nagar aggregates to Rs. 5143.18 Lacs which had been recognized in the financial statement by increasing the existing value of the land by Rs. 4926.01 Lacs and crediting the increase in the net book value to the owner's interest under the head revaluation reserve.
- 43 'The State Government of Rajasthan has withdrawn benefit available to the company under Rajasthan Value Added Tax Act 2003 on sale of A C Sheet containing Fly Ash more than 25% by weight. A writ petition of the company against this withdrawal of benefit before Hon'ble Rajasthan Highcourt, Jaipur Bench, Jaipur has been decided against the company. Civil Appeals of the company against the order of The Hon'ble Rajasthan Highcourt, Jaipur Bench, Jaipur are pending before Hon'ble Supreme Court. However, on conservative basis demands raised against the company has been charged to revenue in the years in which the same were paid by the company.
- 44 'Selling price, discounts, commission and breakage compensation is determined by negotiation with customers. Such negotiation done telephonically / in meeting is evidenced by approval of the management of the company. The company has, during the year, accounted for the discount, commission, breakages on this basis. Since payments from customers are received in lump-sum and the balance confirmation sent by the company are generally not responded by the customers, the balances in the accounts of customers are subject to the reconciliation, confirmation and consequent adjustment, if any.
- 45 The management has, on the basis of its assessment of the realizability of trade receivables within or beyond twelve months from the balance sheet date, classified its trade receivable into current and non-current assets.
- 46 Balances of Trade Payables, Trade Receivables, balances with customers & employees included in Other current liabilities, non current liabilities, Other current financial liabilities, balances with creditors & deposits with distributors etc. included in other financial liabilities, other current and non current assets, advances to employees and State Bank of India (Bombay) are subject to reconciliation, confirmation and consequent adjustments, if any.

47 Financial Instruments**Financial risk management objective and policies**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial assets and financial liabilities are disclosed in Note 1.

I Financial assets and liabilities as at

| Particulars | March 31, 2022 | | | | |
|---|----------------|--------|----------------|----------------|------------|
| | FVTPL | FVTOCI | Amortised Cost | Carrying Value | Fair Value |
| Financial Assets | | | | | |
| Cash and Cash Equivalents | - | - | 3,173.49 | 3,173.49 | 3,173.49 |
| Other bank balances | - | - | 65.58 | 65.58 | 65.58 |
| Non Current investments | - | 8.77 | - | 8.77 | 8.77 |
| Loans- current | - | - | 893.12 | 893.12 | 893.12 |
| Current trade receivables | - | - | 1,194.92 | 1,194.92 | 1,194.92 |
| Non-Current trade receivables | - | - | 1,582.14 | 1,582.14 | 1,582.14 |
| Other Non-current financial assets | - | - | 234.43 | 234.43 | 234.43 |
| Other Current financial assets | - | - | 454.81 | 454.81 | 454.81 |
| | - | 8.77 | 7,598.49 | 7,607.26 | 7,607.26 |
| Financial Liabilities | | | | | |
| Borrowings- Non Current | - | - | 4,686.69 | 4,686.69 | 4,686.69 |
| Borrowings- Current | - | - | 5,948.55 | 5,948.55 | 5,948.55 |
| Trade payables | - | - | 205.70 | 205.70 | 205.70 |
| Other Non-Current financial liabilities | - | - | 58.27 | 58.27 | 58.27 |
| Other Current financial liabilities | - | - | 834.86 | 834.86 | 834.86 |
| | - | - | 11,734.07 | 11,734.07 | 11,734.07 |

| Particulars | March 31, 2021 | | | | |
|---|----------------|--------|----------------|----------------|------------|
| | FVTPL | FVTOCI | Amortised Cost | Carrying Value | Fair Value |
| Financial Assets | | | | | |
| Cash and Cash Equivalents | - | - | 339.78 | 339.78 | 339.78 |
| Other bank balances | - | - | 57.31 | 57.31 | 57.31 |
| Non Current investments | - | 6.65 | - | 6.65 | 6.65 |
| Loans- current | - | - | 495.18 | 495.18 | 495.18 |
| Current trade receivables | - | - | 3,249.10 | 3,249.10 | 3,249.10 |
| Non-Current trade receivables | - | - | - | - | - |
| Other Non-current financial assets | - | - | 299.86 | 299.86 | 299.86 |
| Other Current financial assets | - | - | 752.32 | 752.32 | 752.32 |
| | - | 6.65 | 5,193.55 | 5,200.20 | 5,200.20 |
| Financial Liabilities | | | | | |
| Borrowings- Non Current | - | - | 4,695.35 | 4,695.35 | 4,695.35 |
| Borrowings- Current | - | - | 3,869.13 | 3,869.13 | 3,869.13 |
| Trade payables | - | - | 681.59 | 681.59 | 681.59 |
| Other Non-Current financial liabilities | - | - | 58.27 | 58.27 | 58.27 |
| Other Current financial liabilities | - | - | 1,154.33 | 1,154.33 | 1,154.33 |
| | - | - | 10,458.67 | 10,458.67 | 10,458.67 |

Fair Value Hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below :

Level 1 : Quoted prices (unadjusted) in active markets for identical assets and liabilities

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)

Level 3 : Inputs for the asset or liability that are not based on observable market data (unobservable inputs)

| Financial Instruments | March 31, 2022 | | |
|--|----------------|---------|---------|
| | Level 1 | Level 2 | Level 3 |
| Financial assets | | | |
| Investments at fair value through other comprehensive income | 8.77 | - | - |
| Total | 8.77 | - | - |
| Financial liabilities | - | - | - |
| Total | - | - | - |

| Financial Instruments | March 31, 2021 | | |
|--|----------------|---------|---------|
| | Level 1 | Level 2 | Level 3 |
| Financial assets | | | |
| Investments at fair value through other comprehensive income | 6.65 | - | - |
| Total | 6.65 | - | - |
| Financial liabilities | - | - | - |
| Total | - | - | - |

The below table summarises the fair value of financial liabilities which are carried at amortised cost as at March 31, 2022, and March, 31 2021:

| Financial Instruments | Level 1 | Level 2 | Level 3 |
|--|---------|------------------|---------|
| March 31, 2022 | | | |
| Non Current & Current Borrowings | | 10,635.24 | |
| Current maturities of long term borrowings | | 496.63 | |
| Total | | 11,131.87 | |
| March 31, 2021 | | | |
| Non Current & Current Borrowings | | 8,564.48 | |
| Current maturities of long term borrowings | - | 360.28 | - |
| Total | - | 8,924.76 | - |

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants. The following methods and assumptions were used to estimate the fair values :

- Non-current borrowings including current maturity of long term borrowings: Fair value has been determined by the Company based on parameters such as interest rates, specific country risk factors, and the risk characteristics of the financed project.
- Other non-current financial assets and liabilities: Fair value is calculated using a discounted cash flow model with market assumptions, unless the carrying value is considered to approximate to fair value.
- Trade receivables, cash and cash equivalents, other bank balances, loans, other current financial assets, current borrowings, trade payables and other current financial liabilities: Approximate their carrying amounts largely due to the short-term maturities of these instruments. Fair value of investments are on the basis of quoted prices in active market on the balance sheet.

There has been no transfer between Level 1 & Level 2 during the above periods.

Financial Risk Management Objectives and Policies

The Company's financial risk management is an integral part of how to plan and execute its business strategies.

Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows arising out of change in the price of a financial instrument. These include change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments.

The company manages market risk through a risk management committee engaged in, inter alia, evaluation and identification of risk factors with the object of governing/mitigating them according to Company's objectives and declared policies in specific context of impact thereof on various segments of financial instruments. The Board provides oversight and reviews the Risk management policy on a quarterly basis.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The company is not exposed to significant interest rate risk as at the respective reporting dates.

Foreign currency risk

The company does not have any exposure to foreign currency risk

Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of account receivables. Individual risk limits are set accordingly.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the company compares the risk of default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. The company considers reasonable and supportive forward-looking information.

Financial assets are written off when there is no reasonable expectation of recovery, such as debtor failing to engage in a repayment plan with the company.

The Company's concentration of risk with respect to trade receivables is low, as its customer's base is widely spread across the length and breadth of the country.

Liquidity Risk

The Company's Current assets aggregate to Rs. 10017.52 lacs (Rs. 10743.91 lacs) including Cash & cash equivalents and other bank balances of Rs. 3239.07 lacs (Rs.397.09 lacs) against an aggregate Current liability of Rs. 7078.52 lacs (Rs. 5773.13 lacs); Non-current liabilities amounting to Rs. 5361.03 lacs (Rs. 5358.23 lacs) on the reporting date. Further, while the company's total equity stands Rs. 10746.99 lacs (Rs. 10309.47 lacs), it has borrowing of Rs. 10635.24 lacs (Rs 8924.77 lacs). In such circumstances, liquidity risk or the risk that the company may not be able to settle or meet its obligations as they become due does not exist.

48. The Company as lessor

Rental income from operating lease is in respect of Land, Building and Plant & Machinery at the Dadri unit of the company leased out by the company for a period of 15 years w.e.f 01.04.2019 and its Lucknow Unit at Mohanlalganj for a period of 10 years w.e.f. 01.01.2022. The lease rental is recognised on a straight-line basis over the term of the relevant lease.

The aggregate of future minimum lease payments in respect of Non-Cancellable leasing arrangement required to be disclosed as per Ind AS-116 as under:

| | | |
|---|-----|---------------|
| a. Not Later than one year | Rs. | 1873.70 Lacs |
| b. Later than one year and not later than five years up to 31.03.2027 | Rs. | 8160.90 Lacs |
| c. Later than five years | Rs. | 22397.54 Lacs |

The Company as lessee :

The company's leasing arrangements are in respect of short-term leases for obtaining premises such as godowns, offices, etc. and the same is recognized as an expense on either a straight-line basis over the lease term.

49. Pending receipt of interest on refund of Rs. 79.70 lacs from the Commercial Tax authorities in the matter pertaining to financial year 2004-05 in respect of tax exemption on usage of fly ash in production of finished goods, an estimated amount of Rs. 126.02 lacs have been recognized by the company as interest income during the financial year 2020-21. The amount is still recoverable from the commercial tax authorities.
50. The company has not accepted any deposits during the year within the meaning of section 73 to section 76 or any other relevant provisions of the Act and the Rules framed thereunder. In respect of fixed deposits accepted in earlier years under the relevant provisions of the Companies Act, 1956 the company has repaid the same on the respective due date of each deposit except fixed deposits of Rs.0.40 (excluding interest accrued and due) lacs which have either remained unclaimed or the claim by the relatives of the deceased depositors is under examination of the company for ensuring that payment is made to eligible person(s) only. The management is of the opinion that deposits (including unclaimed deposits) from dealers to whom the company supplies goods shall not qualify as deposits with the meaning of section 73 to section 76 or any other relevant provisions of the Act and the Rules framed thereunder.
51. The company has adequate internal financial controls over financial reporting for ensuring the orderly and efficient conduct of its business including adherence to company's policies, 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 by the Companies Act, 2013. However, such internal controls are being followed as a part of company's routine functioning and are yet to be formally documented. The company is in the process of documenting its processes which ensure adequate internal financial controls so as to be able to demonstrate the existence and effective implementation of such control.
52. The company is making efforts for recovery of interest of Rs. 11.85 lacs outstanding since earlier year from its erstwhile related party M/s Big Apple Real Estate Private Limited. No provision has been made against the same since the management is hopeful of its recovery.
53. Deposit Payment (Refer Note no.7(2)(b) includes security deposit of Rs. 130 lacs (Rs. 130 lacs) to M/s Brij Bhushan Enterprises LLP given by the company for facilitating regular supply of Raw Material Cement.
54. Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties

Repayable on demand

(Rupees in Lacs)

| Type of Borrower | Amount of loan or advance in the nature of loan outstanding | Percentage to the total Loans and Advances in the nature of loans |
|------------------|---|---|
| Promoter | - | - |
| Directors | - | - |
| KMPs | 4.40 | 0.49% |
| Related Parties | 329.60 | 36.90% |

55. **Particulars of Loan, Guarantees and Investments under section 186 :**

| SL No. | Details of Borrower | Opening Balance as on 01/04/2021 | Loan Given During the year | Unsecured Loan Received back during the year | Total amount Outstanding at the end of F.Y 2021-22 | Purpose for which the loan is to be utilized by the recipient |
|--------|---------------------------------------|---|----------------------------|--|--|---|
| 1 | Big Apple Real Estate Private Limited | NIL Interest (Gross) Rs.11,84,570 | NIL | NIL | NIL Interest (Gross) Rs.11,84,570 | For Business Operation Purposes |

(Rupees in Lacs)

| | | | | | | |
|---|------------------------------------|-----------------|-----------------|-----------------|--|---------------------------------|
| 2 | Castmet Packagings Private Limited | Rs. 1,39,88,719 | NIL | NIL | Rs. 1,39,88,719 Interest (Gross): Rs. 16,78,646 | For Business Operation Purposes |
| 3 | Pasondia Cables Pvt. Ltd. | Rs. 38,03,607 | NIL | NIL | Rs. 38,03,607 Interest (Gross): 'Rs. 15,93,443 | For Business Operation Purposes |
| 4 | Shri Ghata Mehndipur Balaji LLP | Rs.1,50,00,001 | NIL | NIL | Rs.1,50,00,001 Interest (Gross): 'Rs. 18,00,000 | For Business Operation Purposes |
| 5 | Ubuild Better Private Limited | Rs. 1,53,00,000 | Rs. 3,97,60,000 | Rs. 2,21,00,000 | Rs. 3,29,60,000 Interest (Gross): 'Rs. 24,47,497 | For Business Operation Purposes |
| 6 | Prabhat Ramesh Land Developers | NIL | Rs. 2,00,00,000 | NIL | Rs. 2,00,00,000 Interest (Gross): 'Rs. 5,65,479 | For Business Operation Purposes |

56. Managerial Remuneration :

| (a) Paid/provided for during the year to the directors | 2021-22 | 2020-21 |
|--|---------|---------|
| (i) Salary & Allowance | 46.20 | 44.60 |
| (ii) Commission | - | - |
| (ii) Perquisites | 2.60 | 3.47 |
| | 48.80 | 48.07 |

57. Earnings per share (EPS)

| Particulars | 31-Mar-22 | 31-Mar-21 |
|---|-----------|-----------|
| Net profit/(loss) after tax for the year (Rs in Lacs) | 442.37 | 439.23 |
| Weighted number of ordinary shares for basic EPS | 9117130 | 9117130 |
| Nominal value of ordinary share (in Rs. per share) | 10/- | 10/- |
| Basic and Diluted earnings for ordinary shares (in Rs. per share) | 4.86 | 4.82 |

58. The Company maintains cost records pursuant to Section 148(1) of the Companies Act, 2013. Whereas the cost records for Financial Year 2021-22 are in the process of updation, the cost records for financial year 2020-21 have been prepared and audited by the Cost Auditors of the company.
59. **Prior Period Errors**
The company has taken impact of Net prior period credits of Rs. 0.43 lacs through SOCE in the surplus of financial year 2020-21 in the financial statements of the company in accordance with IndAS-8 on Accounting Policies, Changes in Accounting Estimates and Errors.
60. The Company has taken into account potential impacts of COVID-19 in the preparation of the Financial Statements. On the basis of our evaluation of the impact of Covid-19 and current indicators of future economic conditions, the Company expects that the carrying amount of its assets will be recovered and there is no significant impact on liabilities accrued. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future spread of the COVID-19 and its impact on the Company's business operations. The Company will continue to closely monitor any material changes to future economic conditions viz a viz its business operations.
61. **CORPORATE SOCIAL RESPONSIBILITY (CSR)**
As per section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately Preceding three financial years on corporate social responsibility (CSR) activities.

| Particulars | As at | |
|--|--|----------------|
| | March 31, 2022 | March 31, 2021 |
| i) Amount required to be spent by the company during the year | 8.7 | NA |
| ii) Amount of expenditure incurred | 9 | NA |
| iii) Shortfall at the end of the year | - | NA |
| iv) Total of previous years shortfall | - | NA |
| v) Reason for shortfall | NA | NA |
| vi) Nature of CSR activities | Welfare of the below poverty line children and students focussing on orphaned street children. | |
| vii) Details of related parties transaction, e.g. contribution to a trust controlled by the company in relation to CSR expenditure as per relevant accounting standards(1) | - | NA |
| viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision | NA | NA |

62. Ratios

The following are analytical ratios for the year ended March 31, 2022 and March 31, 2021.

| Particulars | Numerator | Denominator | 31st March 2022 | 31st March 2021 | Variance |
|-----------------------------------|--|---------------------------------|-----------------|-----------------|----------|
| Current Ratio | Current Assets | Current liabilities | 1.42 | 1.86 | -23.96% |
| Debt-Equity Ratio | Total Debt | Shareholder's Equity | 1.89 | 1.72 | 9.68% |
| Debt Service coverage Ratio | Earnings available for debt service ⁽¹⁾ | Debt Service | 2.12 | 2.25 | -5.65% |
| Return on Equity (ROE) | Net Profits after taxes | Average Shareholder's Equity | 7.77% | 8.37% | -0.60% |
| Trade receivables turnover ratio | Revenue | Average Trade Receivable | 5.97 | 5.66 | 5.32% |
| Trade payables turnover ratio | Purchases of goods and other expenses | Average Trade Payables | 38.32 | 20.87 | 83.56%* |
| Net capital turnover ratio | Revenue | Working Capital | 6.68 | 4.22 | 58.15%# |
| Net Profit Ratio | Net Profit | Revenue | 2.25% | 2.09% | 0.16% |
| Return on capital employed (ROCE) | Earning before interest and taxes | Capital Employed ⁽²⁾ | 25.89% | 27.51% | -1.62% |
| Return on Investment (ROI) | | | | | |
| Quoted | Income generated from investment | Investments | 0.00% | 0.00% | 0.00% |

(1) Net profit after taxes+ Non-cash operating expenses + Interest+other adjustments like loss on sale of Fixed assets etc.

(2) Equity Share Capital+ Other Equity -Revaluation Surplus-Other Comprehensive Income

* Repayment of Trade payables has resulted in an improvement in the ratio.

The variance arise due to classification of its trade receivable & Inventory into current and non-current assets.

63 Previous year figures have been regrouped/ reclassified to make it comparable with current year's figures.

64 Figures in brackets relate to the previous year.

Notes to Financial Statements for the year ended 31st March, 2022



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

(Pursuant to Listing Agreement with Stock Exchange)

(Rupees in Lacs)

| | 2021-22 | | 2020-21 | |
|--|----------|-------------------|----------|-----------------|
| | Rs. | Rs. | Rs. | Rs. |
| A. CASH FLOW FROM OPERATING ACTIVITIES: | | | | |
| NET PROFIT BEFORE TAX AND EXCEPTIONAL ITEMS AS PER STATEMENT OF PROFIT & LOSS | | 580.21 | | 572.19 |
| Adjustment for: | | | | |
| Depreciation and amortisation expense (Net of Excess Depreciation written back) | 423.34 | | 517.89 | |
| Finance cost | 893.63 | | 872.03 | |
| Bad Debts Written off | 5.32 | | 61.46 | |
| Actuarial gain/(loss) on defined benefit plan | (5.42) | | 12.93 | |
| Foreign Exchange (+)Loss / (-)Gain | - | | - | |
| (Profit)/ Loss on Sale of Fixed assets (Net) | - | | (0.18) | |
| Interest Earned | (101.03) | | (202.72) | |
| Dividend Earned | (0.09) | 1,215.75 | (0.05) | 1,261.36 |
| OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES | | 1,795.96 | | 1,833.55 |
| Adjustment for: | | | | |
| Increase (-) / Decrease in Trade and other Receivables | 990.43 | | 460.98 | |
| Increase (-) / Decrease in Inventories | 828.72 | | (209.57) | |
| Increase / Decrease (-) in Trade Payables, current liabilities and provisions | (397.04) | 1,422.11 | (116.60) | 134.81 |
| CASH GENERATED FROM OPERATIONS | | 3,218.07 | | 1,968.36 |
| Direct Tax Refund (Net of Tax Paid) | | (137.84) | | (135.95) |
| NET CASH FROM OPERATING ACTIVITIES | | 3,080.23 | | 1,832.41 |
| Exceptional Item (Profit on Sale of Equity Shares) | | - | | - |
| NET CASH FROM OPERATING ACTIVITIES AFTER EXCEPTIONAL ITEM | | 3,080.23 | | 1,832.41 |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | | | |
| Loan and Advances | | (394.21) | | (139.21) |
| Advances for Property Plant and Equipments | | 44.28 | | 28.75 |
| Purchase of Property Plant and Equipments | | (806.58) | | (718.16) |
| Proceeds from sale of Property Plant and Equipments | | 0.28 | | 0.28 |
| Interest Received | | 101.03 | | 202.72 |
| Dividend Received | | 0.09 | | 0.05 |
| NET CASH FLOW FROM INVESTING ACTIVITIES | | (1,055.11) | | (625.57) |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | | | |
| Proceeds from Long Term Borrowing and other borrowings (net of repayment) | | 1,710.47 | | (41.69) |
| Finance cost | | (893.63) | | (872.03) |
| Foreign Exchange (-)Loss / (+)Gain | | - | | - |
| NET CASH USED IN FINANCING ACTIVITIES | | 816.84 | | (913.72) |
| NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C) | | 2,841.96 | | 293.12 |
| CASH AND BANK BALANCE AS AT BEGINNING OF THE YEAR | | 397.09 | | 103.97 |
| CASH AND BANK BALANCE AS AT END OF THE YEAR | | 3,239.07 | | 397.09 |

See accompanying note nos. 1 to 64 forming part of the financial statements

In terms of our report of even date
For Sharma Prakash & Associates
Chartered Accountants
(Firm Registration No: 008028C)

Prakash Chand Sharma
Proprietor
M. No. 077144
Date: 26th May 2022
Place: Lucknow
UDIN: 22077144AJQELS6161

Gaurav Arora
Chief Financial Officer

Sakshi Pandey
Company Secretary
and Compliance Officer

Amitabh Tayal
Managing Director
DIN: 00556569

Priyank Tayal
Director
DIN: 00556534