

KAPIL COTEX LIMITED

**REGD. OFFICE: UG- 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP
RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078**

CIN: L17100MH1983PLC031114

Tel No: 91-(22)- 21660432, Website: www.kapilcotex.co.in

Email ID: kapilcotexlimited@yahoo.co.in

Date: 03/09/2022

To,
The Manager,
BSE Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

**Script Code: 512036
Script Symbol: KAPILCO**

Subject: Submission of Annual Report for the Financial Year 2021-22

Dear Sir/Madam,

We wish to inform that pursuant to Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosed herewith the Annual Report for the financial year 2021-22

This is for your information and records.

Thanking You

FOR KAPIL COTEX LIMITED


PRAKASHCHANDRA RATHI
Director
DIN: 01393087

KAPIL COTEX LIMITED

CIN No. L17100MH1983PLC031114

39TH ANNUAL REPORT FY 2021-2022

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Email ID: kapilcotexlimited@yahoo.co.in

BOARD OF DIRECTORS:

Mr. PRAKASHCHANDRA RATHI (DIN- 01393087)	:	Chairman & CFO
Mrs. POONAM RATHI (DIN- 01274428)	:	Managing Director
YOGESH CHANDAK (DIN- 01274080)	:	Director
RAKESH SOMANI (DIN 02554166)	:	Independent Non-Executive Director
JAGDISH MANTRI (DIN 02632596)	:	Independent Non-Executive Director
SWATI MAHESHWARI	:	Company Secretary

BANKERS:

Federal Bank
Opp Swami Narayan Mandir,
Dadar (East),
Mumbai

AUDITORS:

R K Somani & Associates.,
Chartered Accountants
4019, 4thFloor, Bhandup Industrial
Estate Co-op. Society Ltd,
Pannalal Silk Mill Compound,
L.B.S Marg, Bhandup (W),
Mumbai 400078

SECRETARIAL AUDITORS:

Nishi Jain
Company Secretary
603/A, Bhavya Hights, Katrak Road, Wadala West, Mumbai 400031

REGISTRAR & SHARE TRANSFER AGENT:

SATELLITE CORPORATE SERVICES PRIVATE LIMITED

Address: Office no.106 & 107, Dattani Plaza,
East West Indl. Compound, Andheri Kurla Road,
Safed Pool, Sakinaka- Mumbai-400072
Telephone.:+91-22-28520461/462
Fax: +91-22-2851 1809
E-mail : service@satellitecorporate.com

LISTING OF EQUITY SHARES:

BSE Limited

NOTICE

NOTICE is hereby given that **39TH ANNUAL GENERAL MEETING** of the members of **KAPIL COTEX LIMITED** will be held on Friday the 30th September, 2022 at 10.00 a.m. at, 17A, Miniland Gate No 4 Tank Road, Bhandup (West), Mumbai – 400078 to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2022, and report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Poonam Prakashchandra Rathi. (DIN No. 01274428), who retires by rotation, and being eligible offers himself for re-appointment.
3. Appointment of Statutory Auditor and fix their remuneration.

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE FORM OF PROXY FOR THE ANNUAL GENERAL MEETING IS ENCLOSED. PROXY IN ORDER TO BE VALID MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.
4. The Register of Members and Share Transfer Books of the Company will remain closed from the Friday 23rd September, 2022 to Friday 30th September, 2022 (both days inclusive) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their

DPs in case the shares are held by them in electronic form and to Satellite Corporate Services Private Limited in case the shares are held by them in physical form.

5. The Securities and Exchange Board of India has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or Satellite Corporate Services Private Limited.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM:

- I. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing remote e-voting facility ("remote e-voting") to all its Members to cast their votes on all resolutions set out in the Notice of the AGM using electronic voting system (remote e-voting) provided by NSDL.
- II. The remote e-voting period begins on Tuesday, 27th September, 2022 at 9:00 A.M. (IST) and ends on Thursday, 29th September, 2022 at 5:00 p.m. (IST). During this period, Members holding shares either in physical form or in dematerialised form as on cut-off date i.e. Friday, 23rd September, 2022, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter and remote e-voting shall not be allowed beyond said date and time.
- III. The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on cut-off date i.e. Friday, 23rd September, 2022. Any person, who is a Member of the Company as on the cut-off date i.e. Friday, 23th September, 2022 is eligible to cast their vote through "remote e-voting" or "e-voting during the AGM" on all the resolutions set forth in the Notice of AGM.
- IV. The detailed procedure for remote e-voting / e-voting is provided in the Notice of the AGM.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com/. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting

	<p>system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to 1234.nitin@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section

of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to kapilcotexlimited@yahoo.co.in/ service@satellitecorporate.com.
 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to kapilcotexlimited@yahoo.co.in/ service@satellitecorporate.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
 3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
- V. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- VI. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- VII. *Nishi Jain*, Practicing Company Secretaries, (Membership No. 44254) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- VIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

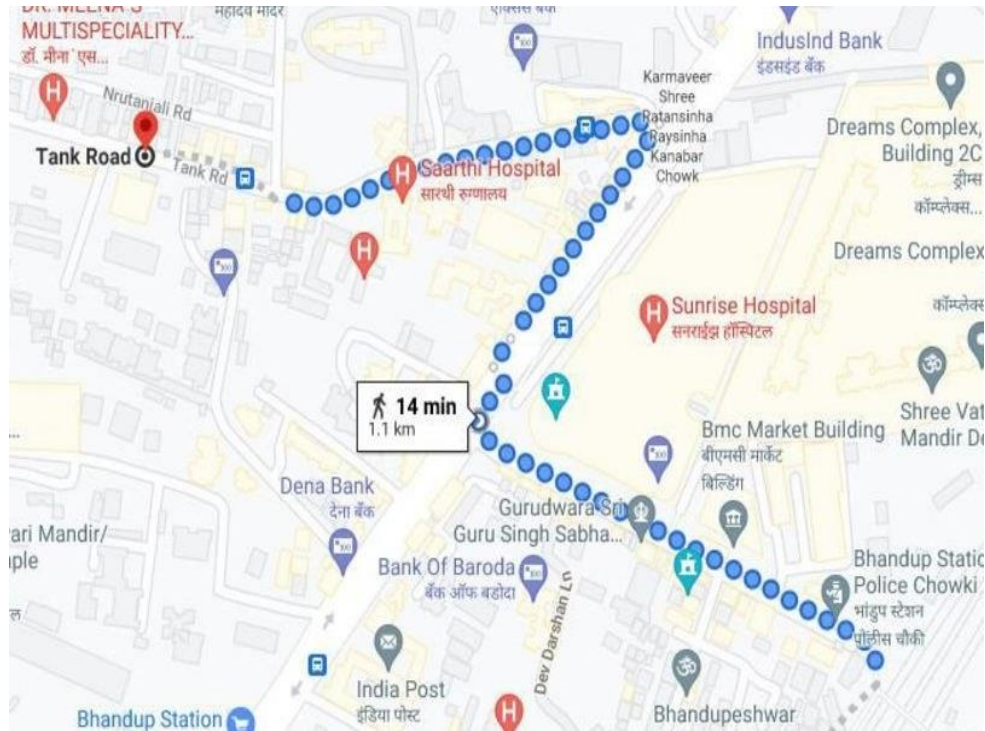
- IX. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- X. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Kapil Cotex Limited and on the website of BSE immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

Registered Office
UG-276, Dreams Mall.
L. B. S. Marg,
Near Bhandup Railway Station,
Bhandup (W), Mumbai – 400 078
Date: 03/09/2022

BY ORDER OF THE BOARD

SD/-
Prakash Rathi
Director
Din: 01393087
17/A, RADHA KRISHANA, MINI LAND,
TANK ROAD, NEAR SHIVAJI TALAO,
BHANDUP WEST MUMBAI 400078.

Route Map for Annual General Meeting:



DIRECTORS' REPORT 2021-2022

To,
The Members,
Kapil Cotex Limited

The Directors have pleasure in submitting their 39th ANNUAL REPORT along with the Audited Balance Sheet and Profit & Loss Account for the year ended 31st March, 2022

FINANCIAL RESULTS

	Current Year ended 31.03.2022 (Rs.)	Current Year ended 31.03.2021 (Rs.)
<u>Income</u>		
Revenue from operations	0	0
Other Income	2,27,187	2,08,019
Total Revenue	2,27,187	2,08,019
<u>Less : Total Expenses</u>	6,05,464	6,90,106
Profit/(Loss) Before Depreciation & Taxation	(3,55,071)	(4,82,087)
Profit/(Loss) Before Taxation & Extra-Ordinary Items	(3,78,276)	(4,82,087)
Less: Extra Ordinary Items	0	0
Profit/(Loss) Before Taxation	(3,78,276)	(4,82,087)
(-) Provision for Taxation	0	0
(i) Current Tax		
(ii) Deferred Tax	181	857
(iii) Income Tax Provision earlier year	0	0
Profit/(Loss) for the year	(3,78,457)	(4,81,230)

OPERATIONAL REVIEW:

Total revenues for the year ended 31st March, 2022 is Rs. 2,27,187/-, as against Rs. 2,08,019/- in the previous year. The net profit/(Loss) of the Company for the year under review was placed is (Rs. 3,78,457/-) as against Loss (Rs. 4,81,230/-) in the previous year.

DIVIDEND

In view of loss incurred by the company, the directors are not recommending any dividend.

SHARE CAPITAL

The paid-up equity capital as on March 31, 2022 was Rs.1,04,00,000/-. During the year under review, the Company has not issued any shares.

MATERIAL CHANGES AND COMMITMENTS

There have not been any material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company as on March 31, 2022.

GENERAL

During the financial year 2021-22, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 and rules made there under.

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

The Company has in place policy as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year, company has no women employees during the year.

DIRECTOR & KMP

Mrs. Poonam Rathi (Din No. 01274428) retires by rotation and, being eligible, offers himself for re-appointment. The Directors recommend Mrs. Poonam Prakashchandra Rathi for re-appointment.

DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit,

DIRECTOR'S RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.
- v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.

Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year Six Board Meetings were convened and held and the intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

SN	Date of Meeting
1.	28/06/2021
2.	12/08/2021
3.	03/09/2021
4.	13/11/2021
5.	12/02/2022

RELATED PARTY TRANSACTIONS:

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

The detail of the investments made by company is given in the notes to the financial statements.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Director.

The Accounts Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies.

Based on the report of internal audit function, corrective action is taken and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee has been constituted as per the section 178(1) of the Companies Act, 2013.

AUDIT COMMITTEE

The Company's Audit Committee has been constituted as per section 177 of the Companies Act, 2013. Four meetings of the Audit Committee were held during the financial year 2021-22.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Company's Stakeholders Relationship Committee has been constituted as per section 177 of the Companies Act, 2013. Four meetings of the Stakeholders Relationship Committee were held during the financial year 2021-22.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Company has a Fraud Risk and Management Policy to deal with instances of fraud and mismanagement, if any.

The FRM Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

A high-level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

BUSINESS RISK MANAGEMENT:

Pursuant to section 134 (3) (n) of the Companies Act, 2013 the company has constituted a business risk management committee. The details of the committee and its terms of reference are set out in the corporate governance report forming part of the Boards report.

At present the company has not identified any element of risk which may threaten the existence of the company.

AUDITORS & REPORT THEREON

The Auditor's Report does not contain any qualification, reservation or adverse remark on the financial statements for the year ended March 31, 2022. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

In accordance with Sec 139 of the Companies Act, 2013, shareholders of the Company propose to appoint M/s. R. K. Somani & Associates, Chartered Accountants (ICAI Firm Registration No. 118666W), as Statutory Auditors of Company for a period of 5 years to hold office until the conclusion of the 44th Annual General Meeting of the Company in calendar year 2027.

INTERNAL AUDITOR

As per section 138 of the Companies Act, 2013, the Company has appointed M/s. G S Toshniwal & Associates, Chartered Accountants, internal auditors for the year to 2021-2022 to conduct the internal audit and to ensure adequacy of the internal controls,

adherence to Company's policies and ensure statutory and other compliance through, periodical checks and internal audit.

COST AUDITORS

As per Section 148 read with Companies (Audit & Auditors) Rules, applicable to cost auditors, the company was not liable to appoint Cost auditors for the financial year 2021-22.

SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed M/s Nishi Jain a Company Secretary in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

SEBI Circular No. SEBI/LAD-NRO/GN/2015-16/013 dated 02nd September 2015, we are under exempted category as the paid-up equity capital of the Company is below Rs.10 Crores and Net worth is below Rs.25 Crores as on the last day of the previous financial year (audited). i.e. 31.03.2022.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

A) There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

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

As such there is no woman employee in the Company; an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to the Company.

PARTICULARS OF EMPLOYEES

Information as per Section read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is not applicable.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Considering the nature of activities of the company, the Information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to the Company. However, the Company is making all efforts to conserve the same and the Company's technology being indigenous, the question of absorption by the Company does not arise. Also no foreign exchange were earned or spent.

DETAILS OF FRAUDS REPORTED BY AUDITORS:

During the year under review, there were no frauds reported by Statutory Auditors under provision of section 143(12) of the Companies Act, 2013 and rules there under.

ACKNOWLEDGEMENTS:

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, Executives, Staff and workers at all levels for their continuous cooperation and assistance.

Place: Mumbai

DATED: 03/09/2022

By Order of the Board

SD/-

SD/-

PRAKASHCHANDRA RATHI

Din 01393087

Director

POONAM RATHI

Din. 01274428

Director



Nishi Jain Company Secretaries
B.Com., A.C.S., LLB

603/A, Bhavya Heights, Katrak
Road, Wadala West, Mumbai - 400031.

Contact No: 9930676208
Email ID: nishijain250392@gmail.com

Secretarial Audit Report of KAPIL COTEX LTD

(For the period 2021-2022)

[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 Board of Directors
KAPIL COTEX LTD
SHOP NO. 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP
(WEST), MUMBAI City 400078

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by KAPIL COTEX LTD (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my 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 ended on 31st March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by KAPIL COTEX LTD ("The Company") for the period ended on 31st March, 2022 according to the provisions of:
 - I. The Companies Act, 2013 (the Act) and the Rules made thereunder;
 - II. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;
 - III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company :-
 - 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;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;



Nishi Jain Company Secretaries
B.Com., A.C.S., LLB

**603/A, Bhavya Heights, Katrak
Road, Wadala West, Mumbai - 400031.**

Contact No: 9930676208
Email ID: nishijain250392@gmail.com

- g. the Company has complied with the requirements under the Equity Listing Agreements entered into with BSE Limited, National Stock Exchange of India Limited; and
- h. The Memorandum and Articles of Association.

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - ii) The Listing Agreements entered into by the Company with the BSE Limited, National Stock Exchange of India Limited.
- During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc mentioned above.
- 2. I further report that the Company has, in my opinion, complied with the provisions of the Companies Act, 2013 and the Rules made under that Act and the provisions of Companies Act, 2013 as notified by Ministry of Corporate Affairs and the Memorandum and Articles of Association of the Company, with regard to:**
- a) maintenance of various statutory registers and documents and making necessary entries therein;
 - b) closure of the Register of Members;
 - c) forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
 - d) service of documents by the Company on its Members, Auditors and the Registrar of Companies;
 - e) notice of Board meetings and Committee meetings of Directors;
 - f) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
 - g) the 39th Annual General Meeting to be held on 28th September 2022;
 - h) minutes of proceedings of General Meetings and of the Board and its Committee meetings;
 - i) approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
 - j) constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors including the Managing Director and Whole-time Directors;
 - k) payment of remuneration to Directors including the Managing Director and Whole-time Directors;
 - l) appointment and remuneration of Auditors and Cost Auditors;
 - m) transfers and transmissions of the Company's shares and issue and dispatch of duplicate certificates of shares;
 - n) declaration and payment of dividends;
 - o) transfer of certain amounts as required under the Act to the Investor Education and Protection Fund and uploading of details of unpaid and unclaimed dividends on the websites of the Company and the Ministry of Corporate Affairs;
 - p) borrowings and registration, modification and satisfaction of charges wherever applicable;
 - q) investment of the Company's funds including investments and loans to others;
 - r) form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule VI to the Act;
 - s) Directors' report;
 - t) contracts, common seal, registered office and publication of name of the Company; and
 - u) Generally, all other applicable provisions of the Act and the Rules made under the Act.

3. I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of



Nishi Jain Company Secretaries
B.Com., A.C.S., LLB

**603/A, Bhavya Heights, Katrak
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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 members' views are captured and recorded as part of the minutes.

_ The Company has obtained all necessary approvals under the various provisions of the Act; and

_ There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

_ The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;

4. The Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 and the Rules made under that Act, with regard to maintenance of minimum public shareholding.

5. I further report that the Company has complied with the provisions of the Depositories Act, 1996 and the Byelaws framed thereunder by the Depositories with regard to dematerialization / rematerialisation of securities and reconciliation of records of dematerialized securities with all securities issued by the Company.

6. The Company has complied with the provisions of the FEMA, 1999 and the Rules and Regulations made under that Act to the extent applicable.

7. I further report that:

a. the Company has complied with the requirements under the Equity Listing Agreements entered into with BSE Limited, National Stock Exchange of India Limited and Calcutta Stock Exchange Limited;

b. the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;

c. the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 including the provisions with regard to disclosures and maintenance of records required under the said Regulations.

8. I further report that based on the information received and records maintained 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.



**Nishi Jain Company Secretaries
B.Com., A.C.S., LLB**

**603/A, Bhavya Heights, Katrak
Road, Wadala West, Mumbai - 400031.**

**Contact No: 9930676208
Email ID: nishijain250392@gmail.com**

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

Place : Mumbai

Date : 02nd September, 2022

**For Nishi Jain & Co
Company Secretaries**



N. Jain

**Nishi Jain
Proprietor**

Membership no:-44254

COP no:-24734

UDIN:-A044254D000899361

R. K. SOMANI & ASSOCIATES
CHARTERED ACCOUNTANTS

4019, 4th Floor, Bhandup Industrial Estate Co-op. Society Ltd, Pannalal Silk Mill Compound,
L.B.S Marg, Bhandup (W), Mumbai 400078.

Tel:- +91 2249704105, E-mail : rksomanica@gmail.com

INDEPENDENT AUDITORS REPORT

To,

The Members of M/S KAPIL COTEX LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **KAPIL COTEX LIMITED** ('the company'), which comprises Balance Sheet as at 31st Mar 2022, the Statement of Profit and Loss account and Cash Flow Statement for the year then ended, and a Summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

1. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision 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 materials misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provision of the Act, the accounting and auditing standards and



matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedure selected depends on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system and the operating effectiveness of such control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March, 2022, and its Profit and its cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

3. As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government in terms of Section 143 (11) of the Act, we enclosed in the **Annexure 'A'** statement on matters specified in paragraph 3 & 4 of the said order.
4. 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 purpose 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 and the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- e) In our opinion there are no observations or comments on the financial transactions, which may have an adverse effect on the functioning of the Company.
- f) On the basis of the written representations received from the directors as on 31st Mar 2022 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st Mar 2022 from being appointed as a director in terms of section 164(2) of the Act.
- g) Report on the Internal Financial Controls under Clause (1) of Sub-section 3 of section 143 of the companies Act, 2013 ("the Act") - is enclosed an **Annexure 'B'** to this report.
- 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:
- As informed to us the Company has pending litigations which would impact its financial position
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - Based on audit procedures and representations provided to us by the management, we report that the disclosures are in accordance with the books of accounts maintained by the company and as produced to us by the Management

For R. K. Somani & Associates.

Chartered Accountants


Ramkishore Somani

Membership No: 104927

(Proprietor)

Place: Mumbai

Date:- 28-05-2022

UDIN:- 22104927ASTYLS8367



R. K. SOMANI & ASSOCIATES
CHARTERED ACCOUNTANTS

4019, 4th Floor, Bhandup Industrial Estate Co-op. Society Ltd, Pannalal Silk Mill Compound,
L.B.S Marg, Bhandup (W), Mumbai 400078.

Tel:- +91 2249704105, E-mail : rksomanica@gmail.com

ANNEXURE TO INDEPENDENT AUDITORS' REPORT Annexure 'A'

Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- i.
 - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
 - c. The title deeds of immovable properties are held in the name of the company.
- ii. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, company has complied with the provision of section 185 and 186 of the Companies Act, 2013 In respect of loans, investment, guarantees, and security.
- v. The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.



- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii. According to information and explanations given to us and on basis of our examination of the books of account, and records, the company has been generally regular in depositing undisputed statutory dues including Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2022 for a period of more than six months from the date they became payable.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution or bank. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has made preferential allotment during the year under review.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or person connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.



xvi. In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. And accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For R. K. Somani & Associates.

Chartered Accountants


Ramkishore Somani

Membership No: 104927

(Proprietor)

Place: Mumbai

Date: 28-05-2022

UDIN:- 22104927ASTY LS 8367



R. K. SOMANI & ASSOCIATES
CHARTERED ACCOUNTANTS

4019, 4th Floor, Bhandup Industrial Estate Co-op. Society Ltd, Pannalal Silk Mill Compound,
L.B.S Marg, Bhandup (W), Mumbai 400078.

Tel:- +91 2249704105, E-mail : rksomanica@gmail.com

Annexure 'B' to Independent Auditors Report

REPORT ON INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

We have audited the internal financial controls over financial reporting of Kapil Cotex Limited of 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 control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the 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 Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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 control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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



Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For R. K. Somani & Associates.

Chartered Accountants


Ramkishore Somani

Membership No: 104927

(Proprietor)

Place: Mumbai

Date: 28-05-2022

UDIN:- 22104927AJTYLS8367



KAPIL COTEX LIMITED

G-276, Gate no 3, dreams the Mall, LBS Marg, Bhandup W, MUMBAI-400 078

CIN No. L17100MH1983PLC031114

BALANCE SHEET AS AT 31st MARCH, 2022

Particulars	Note No.	Figures as at the end of 31.03.2022	Figures as at the end of 31.03.2021	Figures as as on 01.04.2020
I. ASSETS				
(1) Non Current Assets				
(a) Property, Plant and Equipment	7	70,345	93,550	112,458
(b) Capital Work In Progress				
(c) Investment Property				
(d) Goodwill				
(e) Other Intangible Assets				
(f) Intangible Assets under development				
(g) Biological Assets other than bearer plants				
(h) Financial Assets				
(i) Investments	8	43,482,254	36,703,475	23,543,398
(ii) Trade Receivables				
(iii) Loans				
(iv) Others (to be specified)				
(i) Deferred Tax assets (net)				
(j) Other Non-Current Assets				
(2) Current Assets				
(a) Inventories				
(b) Financial Assets				
(i) Investments	9	-	12,946	9,000
(ii) Trade Receivables	10	116,994	176,860	112,090
(iii) Cash and cash equivalents				
(iv) Bank Balances other than (iii) above	11	-	-	250,000
(v) Loans				
(vi) Others (to be specified)				
(c) Current Assets (Net)	12	41,921		
(d) Other Current Assets				
Total Assets		43,711,514	36,986,831	24,008,946
II. EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	2	10,400,000	10,400,000	10,400,000
(b) Other equity	3	26,795,375	21,756,548	12,098,100
Liabilities				
Non-current liabilities				
(a) Financial liabilities				
(i) Borrowings				
(ii) Trade payables				
(iii) Other financial liabilities				
(b) Provisions				
(c) Deferred tax liabilities (Net)	4	6,432,965	4,738,087	1,448,928
(d) Other non-current liabilities				
Current liabilities				
(a) Financial liabilities				
(i) Borrowings				
(ii) Trade payables				
(iii) Other financial liabilities				
(b) Other current liabilities	5	83,174	92,195	61,917
(c) Short-term provisions	6	-	-	-
(d) Liabilities for current tax (net)				
Total Equity & Liabilities		43,711,514	36,986,831	24,008,946

Significant Accounting Policies & Notes to Accounts

1 to 10

Notes referred above attached there to form an Integral part of Balance Sheet

As per our Report of even date.

FOR R.K.SOMANI AND ASSOCIATES

CHARTERED ACCOUNTANTS

(REG NO. 118666W)

R.K.SOMANI

PROPRIETOR

Membership No. : 104927

CE : MUMBAI

: 28-05-2022



FOR KAPIL COTEX LIMITED

(Prakash Rathi)
(CFO, DIRECTOR)
DIN no. 01393087

(Poonam Rathi)
(MANAGING DIRECTOR)
DIN no. 01274428

(Swati Maheshwari)
(Company Secretary)

(Jagdish Mantri)
DIRECTOR
DIN no.02632596

KAPIL COTEX LIMITED

G-276, Gate no 3, dreams the Mall, LBS Marg, Bhandup W, MUMBAI-400 078

CIN No. L17100MH1983PLC031114

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2022

Sr. No	Particulars	Note No.	Figures as at the end of 31.03.2022	Figures as at the end of 31.03.2021
I	Revenue from operations	13	Rs.	Rs.
	Other Income	14	-	-
	Total Revenue (I)		227,187.58	208,019
II	Expenses:		227,187.58	208,019
	Employee Benefit Expense	15	144,000.00	156,000
	Depreciation and Amortization Expense	16	23,205.00	24,505
	Other Expenses	17	438,259.07	509,602
	Total Expenses (II)		605,464.07	690,107
III	Profit before tax	(I-II)	- 378,276.49	- 482,087.52
V	Tax expense:			
	(1) Current tax			
	(2) Deferred tax		181.00	857
	(3) Income tax paid of Earlier Years (W/off)			
	Profit for the Year	(IV)	- 378,457.49	- 481,230.52
	Other Comprehensive Income			
	(i) Items that will not be reclassified to Profit or Loss		6,778,779	13,160,077
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss		1,694,695	3,290,019
	(iii) Items that will be reclassified to Profit or Loss		-	-
	(iv) Income tax relating to items that will be reclassified to Profit or Loss		-	-
	Total Other Comprehensive Income for the Year (Net of Tax)	(V)	5,084,085	9,870,058
VI	Total Comprehensive Income for the Year	(IV- V)	4,705,627	9,388,827
VII	Earning per equity share:			
	(1) Basic		4.52	9.03
	(2) Diluted		4.52	9.03

Notes referred to above form an integral part of Statement of Profit & Loss Account

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As per our Report of even date.

FOR R.K.SOMANI AND ASSOCIATES

CHARTERED ACCOUNTANTS

(REG NO. 118666W)

R.K.SOMANI
PROPRIETOR

Membership No. : 104927

PLACE : MUMBAI

DATE: 28-05-2022

UDIN :



FOR KAPIL COTEX LIMITED

(Prakash Rathi)
(CFO DIRECTOR)
DIN no. 01393087

(Poonam Rathi)
(MANAGING DIRECTOR)
DIN no. 01274428

(Swati Maheshwari)
(Company Secretary)

(Jagdish Mantri)
DIRECTOR

KAPIL COTEX LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2022

A. Equity Share Capital

Balance at the beginning of the reporting period i.e 1st April, 2021	Changes in equity share capital during the year 2020-21	Balance at the end of the reporting period i.e 31st March, 2021	Changes in equity share capital during the year 2021-22	Balance at the end of the reporting period i.e 31st March, 2022
10400000	0	10400000	0	10400000

B. Other Equity

	Balance at the beginning of the reporting period i.e 1st April, 2020	Total Comprehensive Income for the Year	Transfer to/(from) Retained Earnings	Changes for revaluation in cost of Non Current Investments	Balance at the end of the reporting period i.e 31st March, 2021
AS AT 31st MARCH, 2021					
Share Application Money Pend	0	0	0	0	0
Reserves and Surplus					
Capital Reserve	0	0	0	0	0
Securities Premium Reserve	5540860	0	0	0	5540860
General Reserve	0	0	0	0	0
Retained Earnings	1406881	0	-479862	0	927019
Other Comprehensive Income	5126284	9870058	0	269620	15265962
TOTAL	12,074,025	9,870,058	-479862.00	269,620	21,733,841

	Balance at the beginning of the reporting period i.e 1st April, 2021	Total Comprehensive Income for the Year	Transfer to/(from) Retained Earnings	Changes for revaluation in cost of Non Current Investments	Balance at the end of the reporting period i.e 31st March, 2022
AS AT 31st MARCH, 2022					
Share Application Money Pend	0	0	0	0	0
Reserves and Surplus					
Capital Reserve	0	0	0	0	0
Securities Premium Reserve	5540860	0	0	0	5540860
General Reserve	0	0	0	0	0
Retained Earnings	927019	0	-378457.49	0	548561.51
Other Comprehensive Income	15265962	5084085	0	333200	20683247
TOTAL	21,733,841	5,084,085	-378457.49	333,200	26,772,668

FOR R.K.SOMANI AND ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 118666W)

FOR KAPIL COTEX LIMITED



R.K.SOMANI
PROPRIETOR
Membership No. : 104927
PLACE : MUMBAI
DATE: 28-05-2022
UDIN:

(Prakash Rathil)
(CFO DIRECTOR)
DIN no. 01393087

(Poonam Rathil)
(MANAGING DIRECTOR)
DIN no. 01274428

(Swati Maheshwari)
(Company Secretary)

(Jagdish Mantri)
(Director)
DIN no. 02632536

KAPIL COTEX LIMITED

Notes Forming Integral Part of the Balance Sheet as at 31st March, 2022

Note : 2 Share Capital

Sr. No	Particulars	Rs.	Rs.	Rs.
		As at 31st March, 22	As at 31st March, 21	As at 01st April, 20
1	AUTHORIZED CAPITAL 20,00,000 Equity Shares of Rs. 10/- each	20,000,000	20,000,000	20,000,000
		20,000,000	20,000,000	20,000,000
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL 10,40,000 Equity Shares of Rs.10 each, fully Paid up (Previous Year 10,40,000 Equity Shares of Rs.10 each, fully Paid up for cash)	10,400,000	10,400,000	10,400,000
	See Note No.19 Attached herewith			
	Total	10,400,000	10,400,000	10,400,000

Note : 3 Other Equity

Sr. No	Particulars	As at 31st March, 22	As at 31st March, 21	As at 01st April, 20
1	Securities Premium reserve (Opening) Add: Additions/deletions during the Year	5,540,860 -	5,540,860 -	5,540,860 -
	A	5,540,860	5,540,860	5,540,860
2	Profit & Loss Account Opening Add: Profit/Loss for the period	949,726 378,457	1,430,957 481,231	1,807,463 376,506
	B	571,269	949,726	1,430,957
3	Other Comprehensive Income	20,683,247	15,265,962	5,126,284
4				
	Total (A+B)	26,795,375	21,756,548	12,098,100

Note : 4 Deferred Tax Liabilities

Sr. No	Particulars	As at 31st March, 22	As at 31st March, 21	As at 01st April, 20
1	Provision For Deferred Tax On Current Year A Opening Liability	4,738,091	1,448,928	2,563,923
	Depreciation as Per Companies Act 2013	23,205	24,505	32,281
	Depreciation as per I.T. Act 1961	22,618	27,280	26,975
	Difference In Current Years Depreciation	587	2,775	5,306
	B Difference In Current Years Depreciation @ 30.90 %	181	857	1,640
	C Deferred tax in relation to Other Comprehensive Income-Changes in FV of Inves	1,694,693	3,290,020	1,116,635
	Deferred Tax Liability (net)	6,432,965	4,738,091	1,448,928

Note : 5 Other Current Liabilities

Sr. No	Particulars	As at 31st March, 22	As at 31st March, 21	As at 01st April, 20
1	Audit Fees Payable	20,000	20,000	23,600
2	Demat charges Payable	-	-	-
3	Deferred Tax Payable	27,174	27,195	26,317
4	Electricity Charges Payable	-	-	-
5	Exp Reimbursement Payable (Prakash Rao)	-	-	-
6	G S Toshniwal & Associates	-	-	-
7	Internal Audit fees Payable	-	-	-
8	Office Maintenance Charges Payable	-	21,000	-
	Property Tax Payable	-	-	-
9	Salary Payable	36,000	24,000	12,000
10	TDS On Salary Payable	-	-	-
	Total	83,174	92,195	61,917

Note : 6 Short Term provisions

Sr. No	Particulars	As at 31st March, 22	As at 31st March, 21	As at 01st April, 20
1	Provision for Current Tax	-	-	-
	Total	-	-	-



KAPIL COTEX LIMITED

Notes Forming Part of the Balance Sheet as at 31st March, 2022

Note :8 Non-Current Investments

Sr. No	Particulars	In Rs.	In Rs.	In Rs.
		As at 31st March,22	As at 31st March,21	As at 01st April,20
1	Investment in Quoted Equity Shares	40,099,739	33,320,960	20,160,883
2	Investment in Office premises	3,382,515	3,382,515	3,382,515
	TOTAL	43,482,254	36,703,475	23,543,398

Note : 9 Trade Recievables

Sr. No	Particulars	As at 31st March,22	As at 31st March,21	As at 01st April,20
1	<u>Outstanding for more than six months</u>			
2	<u>Others</u>			
	a) Secured, Considered Good :			
	b) Unsecured, Considered Good :		12,946	9,000
	TOTAL	-	12,946	9,000

Note : 10 Cash & Cash Equivalent

Sr. No	Particulars	As at 31st March,22	As at 31st March,21	As at 01st April,20
1	<u>Cash-on-Hand</u>			
	Cash Balance	63,300	17,600	58,359
	Sub Total (A)	63,300	17,600	58,359
2	<u>Bank Balance</u>			
	In Current Account-Federal bank Ltd.Mumbai	53,694	159,260	53,731
	Sub Total (B)	53,694	159,260	53,731
	Total [A + B]	116,994	176,860	112,090

Note : 11 Short Terms Loans and Advances

Sr. No	Particulars	As at 31st March,22	As at 31st March,21	As at 01st April,20
1	Rent Due	-	-	-
2	Ramswaroop Somani	-	-	250,000
	TOTAL	-	-	250,000

Note : 12 Other Assets

Sr. No	Particulars	As at 31st March,22	As at 31st March,21	As at 01st April,20
1	TDS Receivable	41,921	-	-
	TOTAL	41,921	-	-



KAPIL COTEX LIMITED

Notes Forming Part of the Statement of Profit & Loss Accounts as at 31st March, 2022

Note : 13 Revenue from Operations

Sr. No	Particulars	In Rs.	In Rs.
		As at 31st March,22	As at 31st March,21
		-	-
	TOTAL	-	-

Note : 14 Other income

Sr. No	Particulars	As at 31st March,22	As at 31st March,21
1	Capital gains on sale of shares	(62,560)	(1,463)
2	Dividend Income	289,748	172,544
3	Excess Provision Written off	-	3,600
4	Interest on Loans & Advances	-	24,338
5	Unrealised Gain on Financial Assets	-	-
6	Rental income	-	9,000
	TOTAL	227,188	208,019

Note : 15 Employee Benefit Expenses

Sr. No	Particulars	As at 31st March,22	As at 31st March,21
1	Salary	144,000	156,000
2	Directors Remunerations	-	-
3	Staff Welfare Charges	-	-
	TOTAL	144,000	156,000

Note : 16 Depreciation & Amortisation Expenses

Sr. No	Particulars	As at 31st March,22	As at 31st March,21
1	Depreciation	23,205	24,505
	TOTAL	23,205	24,505

Note : 17 Other Expenses

Sr. No	Particulars	As at 31st March,22	As at 31st March,21
1	Advertisement Expenses	11,012	7,641
2	Audit Fees	20,000	20,000
6	Demat Charges	2,688	3,010
7	Depository Charges	24,577	31,003
8	Electricity Charges	-	30,580
11	Listing Fees	354,000	354,000
12	Office Maintenance Charges	-	22,700
13	Other Charges	1,682	618
15	Professional fees Paid	20,000	40,000
18	ROC Filing fees	4,300	-
20	Stamp Charges	-	50
	TOTAL	438,259	509,602



1. Reconciliation of the number of shares outstanding:-

SHARE CAPITAL	Figures as at the end of 31.03.2022			Figures as at the end of 31.03.2021	
	IN SHARES	IN RS		IN SHARES	IN RS
AUTHORISED	2000000	20000000		2000000	20000000
ISSUED AT THE BEGINNING OF THE YEAR	1040000	10400000		1040000	10400000
SHARES ISSUED DURING THE YEAR	0	0		0	0
ISSUED SHARE CAPITAL AT END OF YEAR	1040000	10400000		1040000	10400000
UNISSUED SHARE CAPITAL AT YEAR END	960000	9600000		960000	9600000

Note:- 1. No fresh issue of Equity shares during the year.

2. The Company has only one class of equity shares having a par value of ` 10/- per equity share. Each equity shareholder is entitled to one vote per share.

3. No bonus shares were issued during the period of five years immediately preceeding the reporting Date.

2. Details of Shareholders holding more than 5% Shares at the End of Current Year:-

Name of Shareholder	As on 31.03.2022			As on 31.03.2021	
	NO. OF SHARES	% OF HOLDING		NO. OF SHARES	% OF HOLDING
Prakash C Rathi-Equity Shares	364888	35.09		313130	30.11
Poonam R Rathi-Equity Shares	207061	19.91		207061	19.91



3. Details of Investments in Equity Shares

DETAILS OF NON-CURRENT INVESTMENTS	Figures as at the end of 31.03.2022		Market Value as on 31.03.22	Figures as at the end of 31.03.2021	
	IN SHARES	IN RS		IN SHARES	IN RS
Long term investments at Cost Price					
Adani Powers Ltd.	1000	36486.50	185050.00	1000	36486.50
Arvind Fashion Ltd	100	0.00	28380.00	100	0.00
Arvind Fashion Ltd (Right)	129	14195.00	36610.20	129	11790.00
Arvind Smartspace Ltd.	50	0.00	10242.50	50	0.00
Arvind Ltd.	500	146395.00	57750.00	500	146395.00
Bharat Electronics Ltd	921	131831.94	194192.85	921	131831.94
Bajaj Hindustan Sugar Ltd.	42070	1867479.00	597814.70	42070	1867479.00
Bank of Baroda	3015	442567.35	336474.00	3015	442567.35
Cipla Ltd.	1000	370370.00	1018500.00	1000	370370.00
Corromondal Internationals Ltd.	1500	510134.70	1198725.00	1500	510134.70
Fortis Healthcare Ltd	2500	403775.00	726000.00	2500	403775.00
HPCL	500	198448.25	134675.00	500	198448.25
HPCL-BONUS	1750	0.00	471362.50	1750	0.00
IFCI Ltd.	20000	1069319.00	222000.00	20000	1069319.00
Kotak Mahindra Bank	3375	1253984.32	5922112.50	3375	1253984.32
Kotak Mahindra Bank -Bonus	3625	0.00	6360787.50	3625	0.00
Indian Oil Corp Ltd.	1000	307607.30	118950.00	1000	307607.30
Indian Oil Corp Ltd.-BONUS	3000	0.00	356850.00	3000	0.00
Jai Corp Ltd.	6500	1026400.44	710125.00	6500	1026400.44
Jai Prakash Powers pvt ltd	3000	67740.00	20370.00	3000	67740.00
ICICI Bank	2750	750674.93	2008187.50	2750	750674.93
ICICI Bank-Bonus	275	0.00	200818.75	275	0.00
ONGC Ltd.	39	48418.12	6392.10	39	48418.12
ONGC Ltd. Bonus	2500	0.00	409750.00	2500	0.00
Oricon Ent	2500	139014.00	78625.00	2500	139014.00
Patel Engineering Ltd.	1350	12150.00	33345.00	1350	12150.00
Reliance Communication	1500	36270.00	4020.00	1500	36270.00
Reliance Industrial Infra Ltd.	250	70945.00	194562.50	750	406530.00
Solar Active Pharma Science Ltd	25	9362.42	16628.75	25	9362.42
Strides Shashun Ltd	150	120682.50	51982.50	150	120682.50
Tata Chemicals Ltd.	2000	576147.82	1949000.00	2000	576147.82
Tata Consumer Ltd	2280	40710.00	1772130.00	2280	40710.00
Tata Global Beverages Ltd.	2014	287886.80	1565381.50	2014	287886.80
Tata Steels Ltd.	1710	786601.48	2235055.50	1710	786601.48
The Anup Engineering Limited	18	0.00	14313.60	18	0.00
Tata Powers Ltd.	2500	267517.25	597125.00	2500	267517.25
Trent	2000	514242.46	2552800.00	2000	514242.46
Voltas Ltd.	6000	921663.72	7467000.00	6000	921663.72
Wonderla Holidays Ltd.	1000	213813.60	235650.00	1000	213813.60
TOTAL	126396	12642833.90	40099739.5	126896	12976013.90

Aggregate Value of Quoted Investments
Aggregate Value of UnQuoted Investments
Aggregate Provision in diminution of value of Investments
Market Value of Quoted Investments

In Rs.
12642834
NIL
NIL
40099739

In Rs.
12976014
NIL
NIL
33320960



4. Details of related parties transactions:-**Details of Related Parties**

Description of Relationship			Name of Related party
Key Management Personnel (KMP)-Directors			Prakash Rathi
			Poonam Rathi
Director/Chief Financial Officer			Jagdish Mantri
Prakash & Poonam Rathi are common Directors of the Company			Spring Field Exim P Ltd.

Details of Related party transactions during the year ended 31st March, 2022

Type of Related Party/ Nature of Business	Key Management Personnel	Raj kumar Rathi		Spring Field Exim P Ltd.	Prakash Rao
Rent Received	Nil	Nil		Nil	Nil
Directors Remuneration & Bonus	Nil	Nil		Nil	Nil
Loans/Advances Taken	Nil	Nil		Nil	Nil
Loans/Advances Re-Paid	Nil	Nil		Nil	Nil

5. Payment to Auditors

Auditors Remunerations for Statutory Audit

As at 31.03.22
20000As at 31.03.21
20000**6. Earnings in Foreign Currency**EURO :-
DOLLAR :-

-

7. Based on information available with the company there were no dues to micro and small enterprises, under the Micro, Small & medium Enterprise Development Act, 2006.

8. In the opinion of the Board, the current assets, carry same value, as stated in the normal course of business.

9. The figures of the previous year have been rearranged, reclassified wherever necessary to make comparable to the Current Year's figures.

10. Balances of loans & Advances are subject to Confirmation from concerned parties.

11. There was no contingent liabilities & Commitments at the end of current year. The company is of the opinion that there is no requirement for any service tax dues payable by the company.

12. Cash in hand as on 31st March 2022, is as certified by a Director of the Company.

For KAPIL COTEX LTD

(CFO
DIRECTOR)(MANAGING
DIRECTOR)

KAPIL COTEX LIMITED

Notes Forming Part of the Balance Sheet as at 31st March, 2022

Note : 7 Fixed Asset

Sr. No	Particulars	Gross Block					Depreciation					Net Block	
		As at 01.04.2020	Addition during the year	Deduction during the year	As at 01.04.2021	Addition during the year	Deduction during the year	As at 01.04.2021	Addition during the year	Deduction during the year	As at 31.03.2022	WDV as on 01.04.2020	WDV as on 31.03.2022
Tangible Assets-OWIN													
1	Computer	68,400	-	-	68,400	-	-	-	64,480	-	64,480	3,920	3,920
2	Furniture & fixtures	388,347	-	-	388,347	-	-	-	330,150	15,067	345,217	78,531	43,130
3	Air Conditioner	54,000	-	-	54,000	-	-	28,167	23,993	6,688	34,855	30,007	19,145
4	Printer	5,600	-	-	5,600	-	-	-	5,600	1,450	7,050	5,600	4,150
	SUB TOTAL (A)	516,347	-	-	516,347	-	-	-	403,892	24,505	428,397	112,458	93,550
													70,345



KAPIL COTEX LIMITED

NOTE-1

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST
MARCH, 2022

1. CORPORATE INFORMATION

Kapil Cotex limited is engaged in the business of textile & its allied products. During the concerned year, it did not get any revenue from its main objects. However, it gives consultancy & assistance in selling the goods of foreign clients & earned brokerage/consultancy income. It also deals in shares & Securities, where it earned capital gains & dividend income.

2. SIGNIFICANT ACCOUNTING POLICIES

(A) System of Accounting:

- I The Financial statements are prepared under the historical cost convention and in accordance with generally accepted accounting principles and the Accounting Standards issued by The Institute of Chartered Accountants of India along with the provisions of the Companies Act, 2013.
- II The Company, generally, follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. Dividend Income is recognized as & when received.
- III Estimates and assumptions used in the preparation of the financial statements are based upon management evaluation of the relevant facts and circumstances as of the date of the financial statements, which may differ from the actual results at a subsequent date.

(B) Provisions & Contingent Liabilities:

A provision is recognized when there is present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect if which a reliable estimate can be made. Provisions are determined based on the best estimate of the amount required to settle the obligation at the Balance sheet date. Contingent Liabilities are not recognized in the financial statements but is disclosed.

(C) Earnings Per Share:

The earnings considered in ascertaining the Company's EPS comprises the net profit after tax. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

(D) Employees Benefit:

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Profit & Loss Account of the year in which the related service is rendered. As per the revised AS-15 "Employee Benefits", it is mandatory that the company should provide liability on the basis of Actuarial Valuations. However, the company has accounted employee benefits on cash basis as & when claimed by employee & no provisions for post employment benefits have been made.

(E) Segment Reporting:

The Company has carried out investment activities & earned capital gains & dividend income, the same has been recognized separately in the profit & loss account. Other than this, it has earned Consultancy & brokerage income which has been shown separately in the P&L Account.

(F) Taxation:

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognized to that extent only, subject to consideration of prudence in respect of deferred tax assets, or timing differences, being the differences between the taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years, having tax consequences.



(G) **Investments:**

Investments are classified as Non-Current investments and Current investments. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as Non-current investments. Non-current investments are stated at cost and any decline other than temporary, in the value of such investments is charged to the profit and loss account. Current investments are stated at the cost price. However, provision for diminution in value is made to recognise a decline other than temporary in the value of investments.

(H) **Fixed Assets & Depreciation:**

I. All fixed assets are stated at historical cost of acquisition/construction cost less depreciation. Costs include all expenses incurred to bring the assets to its present location & Condition.

II. Pursuant to the Requirements of the Schedule II of the Companies Act, 2013 the company has revised the depreciation rates wef 1st April, 2014 as prescribed under said Act. The company has adopted the estimated useful life of the fixed assets as stipulated by the Schedule II of the Act. It has followed the Straight line Method for charging of depreciation.

(I) **Impairment:**

The Company assesses at each Balance Sheet whether there is any indication that assets may be impaired. If any such indications exist, the Company estimates the recoverable amount of the assets or the cash-generating unit and if the same is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets are reflected at the recoverable amount.



CASH FLOW STATEMENT FOR THE YEAR ENDED on 31st MARCH, 2022

PARTICULARS	31.03.2022		31.03.2021	
	AMOUNT	AMOUNT	AMOUNT	AMOUNT
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit before tax & extraordinary Income		(378,276)		(482,087)
Adjustments:-				
Rental Income	0		(9,000)	
Depreciation & Preliminary Expenses Amortisation	23,205		24,505	
Dividend	(289,748)		(172,544)	
Other Non Cash Adjustment	6,778,779		13,160,078	
Excess Provision W/off	-		(3,600)	
		6,512,237	-	12,999,441
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		6,133,961		12,517,354
Adjustments:-				
Increase in Sundry Creditors/Current Liabilities	(9021)		30278	
Increase/decrease in Sundry Debtors	12946		3946	
Other Current Assets (Loans & Advances)	(41,921)		250000	
Net Flow before tax Adjustments	(37996)		284224	
Income Tax Paid/Credit		(37996)		284224
Cash Flow from Operating Activities	A	6,095,966		12,801,579
B. CASH FLOW FROM INVESTING ACTIVITIES				
Interest/Commission Income	0		9,000	
Sale of Fixed Asset of Fixed Assets			1,463	
Dividend Income	289,748		172,544	
Accrued interest on FDR			-	
Investment in Shares	(6445579)		(12919819.00)	
Cash flow from Investing Activities	B	(6,155,831)		(12,736,810)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Securities Premium	0		0	
Share Issue Expenses	0		0	
Share Capital	0		0	
	C	0		0
Net Increase/Decrease in Cash & Cash Equivalents	A+B+C	(59,865)		64,769
Opening Balance of Cash & Cash Equivalents		176,859		112090
Closing Balance of Cash & Cash Equivalents		116994		176,859

FOR R.K.SOMANI & ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 118666W)

FOR KAPIL COTEX LIMITED

R.K.SOMANI
PROPRIETOR

Membership No. : 104927

PLACE : MUMBAI

DATE: 28-05-2022

UDIN: 22104927AJTYLS8367



(Prakash Rathil)
(CFO DIRECTOR)
DIN no. 01393087

(Swati Maheshwari)
(Company Secretary)

(Poonam Rathil)
(MANAGING DIRECTOR)
DIN no. 01274428

(Jagdish Mantri)
DIRECTOR

CASH FLOW STATEMENT FOR THE YEAR ENDED on 31st MARCH,2022

PARTICULARS	31.03.2022		31.03.2021	
	AMOUNT	AMOUNT	AMOUNT	AMOUNT
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net profit before tax & extraordinary Income		(378,276)		(482,087)
Adjustments:-				
Rental Income	0		(9,000)	
Depreciation & Preliminary Expenses Amortisation	23,205		24,505	
Dividend	(289,748)		(172,544)	
Other Non Cash Adjustment	6,778,779		13,160,078	
Excess Provision W/off	-		(3,600)	
		6,512,237	-	12,999,441
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		6,133,961		12,517,354
Adjustments:-				
Increase in Sundry Creditors/Current Liabilities	(9021)		30278	
Increase/decrease in Sundry Debtors	12946		3946	
Other Current Assets (Loans & Advances)	(41,921)		250000	
Net Flow before tax Adjustments	(37996)		284224	
Income Tax Paid/Credit		(37996)		284224
Cash Flow from Operating Activities	A	6,095,966		12,801,579
B. CASH FLOW FROM INVESTING ACTIVITIES				
Interest/Commission Income	0		9,000	
Sale of Fixed Asset of Fixed Assets			1,463	
Dividend Income	289,748		172,544	
Accrued interest on FDR			-	
Investment in Shares	(6445579)		(12919819.00)	
Cash flow from Investing Activities	B	(6,155,831)		(12,736,810)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Securities Premium	0		0	
Share Issue Expenses	0		0	
Share Capital	0		0	
	C	0		0
Net Increase/Decrease in Cash & Cash Equivalents	A+B+C	(59,865)		64,769
Opening Balance of Cash & Cash Equivalents		176,860		112090
Closing Balance of Cash & Cash Equivalents		116994		176,860

FOR R.K.SOMANI & ASSOCIATES
CHARTERED ACCOUNTANTS
(REG NO. 118666W)

FOR KAPIL COTEX LIMITED

R.K.SOMANI
PROPRIETOR

Membership No. : 104927

PLACE : MUMBAI

DATE: 28/05/2022

UDIN: 22104927AJTYLS8367



Prakash Rath
(Prakash Rath)
(CFO DIRECTOR)
DIN no. 01393087

Poonam Rath
(Poonam Rath)
(MANAGING DIRECTOR)
DIN no. 01274428

Proxy Form

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN	L17100MH1983PLC031114
Name of the Company	KAPIL COTEX LIMITED
Registered Office	UG- 276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY STATION, BHANDUP (WEST), MUMBAI - 400078

Name of the Shareholder	
Registered Address	
E-mail ID	
Folio No. / Client ID	
DP ID	

I / we, being the member(s) of shares of the above named company, hereby appoint:

1	Name	
	Address	
	E-mail ID	
	Signature	

Or failing him

2	Name	
	Address	
	E-mail ID	
	Signature	

Or failing him

3	Name	
	Address	
	E-mail ID	
	Signature	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual General Meeting of the company, to be held on the Thursday 30th day of September, 2021 at 10.00 A.M. at 17A, Miniland Gate No 4 Tank Road, Bhandup (West), Mumbai - 400078 and at any adjournment thereof in respect of such resolutions as are indicated below

Sl. No.	Resolution(S)	Vote	
		For	Against
1	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2021		

2	To appoint a Director in place of Mrs. Poonam Rathi. (Din No. 01274428), who retires by rotation, and being eligible offers himself for re-appointment.		
3	Appointment of Statutory Auditor and fix their remuneration.		

* Applicable for investors holding shares in Electronic form.

Signed this.....day of.....2022

Affix
Revenue
Stamp Rs.
1

Signature of Shareholder

Signature of Proxy Holder

Note: 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

2) The proxy need not be a member of the company.

KAPIL COTEX LIMITED
Cin No. L17100MH1983PLC031114
Reg Office:- UG-276, DREAMS MALL, L. B. S. MARG, NEAR BHANDUP RAILWAY
STATION, BHANDUP (WEST), MUMBAI – 400078
Email id : kapilcotexlimited@yahoo.co.in
Telephone No. 022-21660432
Website: www.kapilcotex.co.in

ATTENDANCE SLIP
(to be handed over at the registration counter)
39th Annual General Meeting

Folio No.	:	
DP ID and Client ID		
Name	:	
Address	:	
No. of Shares	:	

I / We hereby record my / our presence at the 39th Annual General Meeting of the Company on Friday, 30th September, 2022 at 10.00 a.m. at 17A, Miniland Gate No 4 Tank Road, Bhandup (West), Mumbai – 400078.

_____ First / Sole holder / Proxy	_____ Second holder / Proxy	_____ Third holder / Proxy
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