



August 30, 2021

BSE Limited (BSE)  
Corporate Relationship Department,  
P.J.Towers, Dalal Street, Fort,  
Mumbai-400 001

Scrip Code: 512493

Dear Sir/Mam,

Sub: Submission of Electronic copy of Annual Report for the Financial Year ended 31.03.2021 – including notice of 39<sup>th</sup> Annual General Meeting.

In terms of the requirement of Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 please find enclosed herewith the Annual Report of the Company for the Financial Year 2020-2021, including Notice of the 39<sup>th</sup> Annual General Meeting being sent to the members through electronic mode.

The said Annual Report containing the Notice can also be accessed on the website of the Company at [www.garnetint.com](http://www.garnetint.com).

We request you to take the same on records.

Thank You

For Garnet International Limited

  
Ramakant Garg  
(Managing Director)  
DIN: 01019838



ANNUAL REPORT  
2020-21



GARNET  
INTERNATIONAL  
LIMITED

# **GARNET INTERNATIONAL LIMITED**

## **ANNUAL REPORT**

**2020-21**



# ANNUAL REPORT 2020-21

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## BOARD OF DIRECTORS

Mr. Suresh Gaggar – Chairman  
Mr. Ramakant Gaggar – Managing Director  
Mr. Shyaam Taaparia  
Dr. Jaswantsingh Patil  
Mrs. Sandhya Lotlikar  
Mr. Vishnu Kanth Bhangadia

## CFO

Mr. Sanjay Ravindra Raut

## COMPANY SECRETARY

Ms. Kumkum Shah (Appointed w.e.f 15.10.2020)

## STATUTORY AUDITORS

M/s. B.M Gattani & Co.  
Chartered Accountants

## SECRETARIAL AUDITORS

M/s. Siddharth Sharma & Associates  
Company Secretaries

## BANKERS

HDFC Bank Limited

## REGISTRAR & TRANSFERS AGENTS

Link Intime India Private Limited

## STOCK EXCHANGE (Shares Listed on)

Bombay Stock Exchange Limited  
BSE Code: 512493

## REGISTERED OFFICE OF COMPANY

901, Raheja Chambers, Free Press Journal Marg,  
Nariman Point, Mumbai – 400 021

## NOTICE

Notice is hereby given that the Thirty Ninth Annual General Meeting of Garnet International Limited will be held on Thursday, 30<sup>th</sup> Day of September, 2021, at 11.00 a.m. (IST), through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), to transact the following business:

### ORDINARY BUSINESS:

#### 1. Adoption of Accounts

To receive, consider and adopt the audited (Standalone and Consolidated) financial statements of the Company for the financial year ended 31st March, 2021, together with the reports of the board of Directors and the auditors thereon;

#### 2. Appointment of Director

To appoint a director in place of Mr. Ramakant Gaggar (DIN: 01019838), who retires by rotation and being eligible offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 3. Appointment of Mr. Shyaam Taaparia (DIN: 07369692) as Non-Executive Director

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

**"RESOLVED THAT** Mr. Shyaam Taaparia (DIN: 07369692) who was appointed as an Additional Director (Non-executive Non Independent Director ) of the Company w.e.f. March 27, 2021 by the Board of Directors and who holds office up to the date of this Annual General Meeting in terms of Section 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 and the Article of Association, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, and being eligible, offer himself for appointment, be and is hereby appointed as a Non-executive Non Independent Director of the Company, liable to retire rotation, with effect from the date of this Meeting."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

## NOTES

1. In view of the ongoing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated 5th May, 2020 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" read with General Circular No. 14/ 2020 dated 8th April, 2020, the General Circular No. 17/ 2020 dated 13th April, 2020, No. 33/2020 dated 28th September, 2020 and General Circular No. 39/2020 dated 31st December, 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No.02/2021 dated 13th January, 2021 (collectively referred to as "MCA Circulars") and SEBI vide its circular dated 12th May, 2020 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic" and circular dated 15th January, 2021 ("SEBI Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA and SEBI

Circulars, the AGM of the Company is being held through VC / OAVM on Thursday, 30<sup>th</sup> September, 2021 at 11.00 a.m. (IST). The deemed venue for the Thirty Ninth AGM will be 901, Raheja Chambers, Free Press Journal Marg, Nariman Point, Mumbai – 400 001.

2. The Register of Beneficial Owners, Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 24<sup>th</sup> September 2021 to Thursday, 30<sup>th</sup> September 2021 (both days inclusive) for the purpose of Annual General Meeting.
3. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 3 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36 (3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed. Requisite declarations have been received from Director/s for seeking appointment/re-appointment.
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. In line with the MCA Circular dated 5<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 and SEBI Circular dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021, the Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. The Notice convening the Thirty Ninth AGM has been uploaded on the website of the Company at [www.garnetint.com](http://www.garnetint.com), and may also be accessed from the relevant section of the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).
6. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the Demat Account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web form no. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in).
7. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
9. Instructions for e-voting and joining the AGM are as follows:

**A. INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:**

- i. Pursuant to the provisions of section 108 of the Companies act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, Company has engaged the services of Link Intime India Private Limited as the

Agency to provide e-voting facility for voting through remote e- Voting, for participation in the 39th AGM through VC/OAVM Facility and e-Voting during the 39th AGM.

- ii. The Board of Directors of the Company has appointed Mr. Sidharth Sharma (Membership No. FCS 7890) Proprietor of M/s Siddharth Sharma & Associates, Company Secretaries as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.
- iii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- iv. The voting rights shall be reckoned on the Paid Up value of the shares registered in the name of the Member/ Beneficial Owner (in case of electronic shareholding) as on the cut-off date i.e. Thursday, 23rd September 2021.
- v. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- vi. The Scrutinizer shall make a consolidated scrutinizer's report after scrutinizing the votes cast at the Meeting & through e-voting and submit the same to the Chairman, not later than 2 days of conclusion of the Meeting. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.garnetint.com](http://www.garnetint.com). The results shall simultaneously be communicated to the Stock Exchange.
- vii. Voting through electronic means  
The Company is pleased to provide members, facility to exercise their right to vote on resolutions proposed to be considered at the 39th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services.
- viii. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("e-voting") will be provided by Link Intime India Private Limited.
- ix. The instructions for shareholders voting electronically are as under:
  - a) The voting period begins on Monday, 27<sup>th</sup> September 2021 at 9.00 a.m. and ends on Wednesday, 29<sup>th</sup> September 2021 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, 23rd September 2021 may cast their vote electronically. The e-voting module shall be disabled by Link Intime India Private Limited (LIPL) for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

**b) Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:**

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9th June, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

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

Type of share-holders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ul style="list-style-type: none"> <li>• 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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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.</li> <li>• After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>• If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e- Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>
Individual Shareholders holding securities in demat mode with CDSL	<ul style="list-style-type: none"> <li>• Existing user of 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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>• 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, KARVY, LINK INTIME, CDSL. Click on e-Voting service provider name to cast your vote.</li> <li>• If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>• Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</li> </ul>



Individual Shareholders (holding securities in demat mode) & login through their depository participants	<ul style="list-style-type: none"> <li>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>
Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME	<ol style="list-style-type: none"> <li>Open the internet browser and launch the URL: <a href="https://instavote.linkintime.co.in">https:// instavote.linkintime.co.in</a> Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: <ul style="list-style-type: none"> <li>A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company.</li> <li>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</li> <li>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</li> <li>D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</li> </ul> <p>Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above.</p> <p>Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</p> <p>Click "confirm" (Your password is now generated).</p> </li> <li>Click on 'Login' under 'SHARE HOLDER' tab.</li> <li>Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.</li> <li>After successful login, you will be able to see the notification for e- voting. Select 'View' icon.</li> <li>E-voting page will appear.</li> <li>Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).</li> <li>After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.</li> </ol>

**c) Institutional shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian/ Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorized representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.
- Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME have forgotten the password:
  - i. Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password'
  - ii. Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

**d) Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:**

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
  - i. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - ii. For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
  - iii. During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**e) Helpdesk for Individual Shareholders holding securities in demat mode:**

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login Type	Help Desk
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43.

**f) Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.**

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 -4918 6000.

**B. GENERAL GUIDELINES FOR SHAREHOLDERS:**

- I. During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
  - II. Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
  - III. In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in> under help section or write email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or Call us :- Tel : 022 - 49186000.
  - IV. Any person, who acquires shares of the Company and become member of the Company after sending the Notice of AGM through electronic mode and holding shares as on the cutoff date, may obtain the login ID and password by sending a request at helpdesk. [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in)
  - V. The Scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.
  - VI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.garnetint.com](http://www.garnetint.com) after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to the BSE Limited and the service provider Linkintime India Limited.
10. All correspondence including share transfer documents should be addressed to the RTA of the Company viz. Link Intime India Private Limited, C-101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai – 400083, Tel:022- 49186000, e-mail: [rnt@linkintime.co.in](mailto:rnt@linkintime.co.in).
  11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Accordingly, members holding shares in electronic form are requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
  12. Members holding shares in physical form in single name are advised to avail of nomination facility. As per the provisions of Section 72 of the Companies Act 2013, the facility for making nomination is available for Members in respect of the shares held by them. Members, who have not yet registered their nomination, are requested to register the same by submitting Form No. SH-13. Nomination forms can be obtained from the RTA. Members are requested to submit the said details to their DP in case shares are held in electronic form and to the RTA in case shares are held in physical form.

**13. Process for those Shareholders whose email addresses are not registered with the Depositories for obtaining login credentials for e-voting for the resolutions proposed in this Notice:**

- a) **For Physical shareholders:** Kindly send an email with a scanned request letter duly signed by 1st shareholder, providing the name, address and folio number, scanned copy of share certificate (front & back) and self attested copy of PAN Card and Aadhar Card to [secretarial@garnetint.com](mailto:secretarial@garnetint.com).
- b) **For Demat Shareholders:** Kindly update your email id with depository participant.

**14. Instructions for Members for attending the AGM through InstaMeet (VC/OAVM) are as under:**

- (i) Please read the below instructions carefully for participating in the meeting. For any support, shareholders may also call the RTA on the dedicated number provided in the instructions.
- (ii) The Members are entitled to attend the Annual General Meeting through InstaMeet (VC/OAVM) provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting.
- (iii) The Members are requested to participate on first come first serve basis. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting. Participation is restricted upto 1,000 members only on first come serve basis.
- (iv) For a smooth experience of AGM proceedings, shareholders who are registered for the event are requested to download and install the Webex application in advance on the device that you would be using to attend the meeting by clicking on the link <https://www.webex.com/downloads.html>

If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application. Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

**15. The Members will be provided with InstaMeet facility wherein Member shall register their details and attend the Annual General Meeting as under:**

- (i) Open the internet browser and launch the URL : <https://instameet.linkintime.co.in>
- (ii) Select the "Company" and "Event Date" from the Drop Down Box.
- (iii) Register with following details:

- Demat Account No. or Folio No: Enter your 16 digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Company
- PAN: Enter your 10 digit Permanent Account Number (PAN)
- Mobile Number
- Email ID

(iv) Click on “Go to Meeting”.

16. The Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

The Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting. Please note that Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call at: - Tel : (022-49186175).

#### **Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:**

17. The Members who would like to express their views or ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at [agm.query@garnetint.com](mailto:agm.query@garnetint.com), at least 48 hours prior to the date of Annual General Meeting i.e. on or before 11 A.M. (IST) on September 28, 2021. The same will be replied by the company suitably.
18. Shareholders will get confirmation on first come first served basis depending upon provision made by the Company.
19. Shareholders will receive ‘speaking serial number’ once they mark attendance for the meeting. Shareholders are requested to speak only when Moderator of the meeting will announce the name and serial number for speaking.
20. Please remember ‘speaking serial number’ and start your conversation with panelist by switching on audio of your device.
21. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.
22. The Members should allow to use camera and are required to use Internet with a good speed to avoid any disturbance during the meeting.

#### **Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:**

23. Once the electronic voting is activated by the scrutinizer during the meeting, the members who have not exercised their vote through the remote e-voting can cast the vote as under
  - a) On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.

- b) Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
  - c) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
  - d) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
  - e) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
  - f) Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
24. The Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.
25. The Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
26. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or Call at: 022-49186175

By Order of the Board of Directors  
**Suresh Gaggar**  
Chairman  
(DIN : 00599561)

Mumbai, 14<sup>th</sup> August, 2021

Registered Office:

**Garnet International Limited**

CIN: L74110MH1995PLC093448

901, Raheja Chambers, Free Press

Journal Marg, Nariman Point Mumbai 400021

Tel No: 91-022-22820714

Email ID: [secretarial@garnetint.com](mailto:secretarial@garnetint.com)

Website: [www.garnetint.com](http://www.garnetint.com)

**Details of Directors seeking re-appointment / appointment at forthcoming Annual General Meeting  
[Pursuant to Regulations 26(4) and 36(3) SEBI (Listing Obligations and Disclosure Requirements)  
Regulations 2015 and Secretarial Standard - 2 on General Meetings]**

<b>Particulars</b>	<b>Mr. Ramakant Gaggar</b>	<b>Mr. Shyaam Taaparia</b>
<b>Age</b>	48 years	45 Years
<b>Qualification</b>	Commerce Graduate from Mumbai University	Commerce Graduate
<b>Experience</b>	More than 35 years of business acumen in capital markets and financial services. Please refer company's website: <a href="http://www.garnetint.com">www.garnetint.com</a> for detailed profile.	More than 18 years of business acumen in capital markets, Finance and Strategic management. Please refer company's web: <a href="http://www.garnetint.com">www.garnetint.com</a> for detailed profile.
<b>Terms and Conditions of Appointment / Reappointment</b>	There is no change in the terms and conditions of his Appointment.	Mr. Shyaam Taaparia is proposed to be appointed by members as Non Executive Non Independent Director from 27.03.2021
<b>Remuneration last drawn(including sitting fees, if any)</b>	Rs. 1,50,000 per month	Nil
<b>Remuneration proposed to be paid</b>	Nil	Nil
<b>Date of first appointment on the Board</b>	24th September, 2007	27 <sup>th</sup> March, 2021
<b>Shareholding in the Company as on March 31, 2021</b>	3757670 Equity Shares	Nil
<b>Relationship with other Directors/Key Managerial Personnel</b>	Mr. Suresh Gaggar – Brother	None
<b>Number of meetings of the Board attended during the year</b>	7	1
<b>Directorships of other Boards as on March 31, 2021</b>	Alaukik Mines & Power Pvt Ltd Mangal Savitri Investment Pvt Ltd Mangal Savitri Bizcon Pvt. Ltd GVS Chemical Pvt Ltd Maxwell Management Services Pvt Ltd ( <i>under Strike Off</i> ) Minex Explore Pvt Ltd Sukartik Clothing Pvt Ltd Garnet Valorem Capital Ventures Pvt. Ltd.	Shyaam PMC Profilers Private Limited
<b>Membership / Chairmanship of Committees of other Boards as on March 31, 2021</b>	3	Nil

**DETAILS OF SHAREHOLDING OF NON-EXECUTIVE DIRECTORS OF THE COMPANY**

(Pursuant to Regulation 36(3) of the SEBI (LODR), Regulations, 2015)

<b>S. No.</b>	<b>Name of Director</b>	<b>No. of Equity Shares</b>
1	Mr. Vishnu Kanth Bhangadia	Nil
2	Dr. Jaswantsingh Patil	Nil
3	Mrs. Sandhya Lotlikar	Nil
4	Mr. Shyaam Taaparia	Nil

## EXPLANATORY STATEMENT

The following Explanatory Statement, as required under Section 102 of the Companies Act, 2013 ("Act") sets out all material facts relating to the business under Item No. 3 of the accompanying Notice dated 14th August, 2021.

### ITEM NO. 3:

The Board of Directors of the Company had appointed Mr. Shyaam Taaparia (DIN: 07369692), based on the recommendations of the Nomination and Remuneration Committee, as an Additional Non Executive Non Independent Director of the Company with effect from 27<sup>th</sup> March 2021, subject to the approval of the Members, liable to retire by rotation. In terms of Section 161(1) of the Act, Mr. Taaparia, being an Additional Director, holds office upto the date of forthcoming AGM but is eligible for appointment as Non Executive Non Independent Director. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director.

In terms of Regulation 25(8) of SEBI Listing Regulations, Mr. Taaparia has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfills the conditions specified in the Act and SEBI Listing Regulations for appointment as Non Executive Non Independent Director.

Mr. Shyaam Taaparia has nearly 18 years of multi sector rich experience in field of Finance, Strategic Management and Capital Markets. The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Mr. Shyaam Taaparia would be beneficial to the Company and it is desirable to avail his services as Non Executive Director Non Independent Director.

Accordingly, the Board recommends the Ordinary Resolution as set out at Item No. 3 of the accompanying Notice in relation to appointment of Mr. Shyaam Taaparia, for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution at Item No.3 of the Notice.

By Order of the Board of Directors  
**Suresh Gaggar**  
Chairman  
(DIN : 00599561)

Mumbai, 14<sup>th</sup> August, 2021

Registered Office:

**Garnet International Limited**

CIN: L74110MH1995PLC093448

901, Raheja Chambers, Free Press

Journal Marg, Nariman Point Mumbai 400021

Tel No: 91-022-22820714

Email ID: secretarial@garnetint.com

Website: www.garnetint.com



## DIRECTOR'S REPORT

Your Directors have pleasure in presenting the Thirty Ninth (39th) Directors' Report of your Company along with the Financial Statements for the Financial Year ended 31st March, 2021

### FINANCIAL RESULTS (under Indian AS):

Financial Results are as under:

(Rs. in Lakhs)

Particulars	Standalone		Consolidated	
	Year ended	Year ended	Year ended	Year ended
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Income for the year	129.06	233.80	1778.06	1753.32
Expense for the year	416.52	1452.98	2015.87	2850.54
Profit before Tax and Interest	(287.47)	(1219.18)	(237.81)	(1097.22)
Current Tax	-	-	(9.13)	23.24
Provisions for Taxation/ Deferred Tax	127.22	(63.02)	126.16	(58.38)
Net Profit / (Loss) for the Current Year	(414.69)	(1156.16)	(354.84)	(1062.08)
Minority Interest & Profit from Associate Company	-	-	17.89	28.13
Net Profit After Tax	(414.69)	(1156.16)	(372.73)	(1090.21)
Transfer to General Reserves	-	-	-	-
Balance carried to Balance Sheet	(414.69)	(1156.16)	(372.73)	(1090.21)

## PERFORMANCE REVIEW

The year under review has been one of the most challenging years for your Company. The COVID-19 pandemic outbreak which began in the middle of March 2020 continued to impact the economy throughout the financial year 2020-21. The year was full of uncertainties with slowdown in activities on the ground. The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business. It is focused on controlling costs, maintaining liquidity and closely monitoring to the operations. The Company carries shares and securities in its books. The effects of mark to market profit / losses thereon have been taken into account in the Statement of Profit and Loss for the year. The Company believes that it has taken into account the impact of known events arising out of COVID 19 pandemic in the preparation of financial results resulting out of fair valuation of the investments.

The year 2020-2021 was not a good year for the company in terms of revenue and profit. During the year under review, on Standalone basis your Company recorded a total income of Rs. 129.06 Lakhs as compared to last year's total Income of Rs. 233.800 Lakhs and Net Loss of Rs. 414.69 Lakhs as compared to last year's net loss of Rs. 1156.16 Lakhs.

The stock exchanges were permitted to function uninterruptedly during the lockdown and as such investment and related operations of the Company were not affected substantially. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of financial and non financial assets held by the Company. Consequent to significant opening up of the economic activity in the country, the demand for the Subsidiary company's products has improved compared to that during the initial phases of Covid-19 including the lock down period. All the business segments of the Subsidiary Company have substantially recovered as at year end. In preparation of these

financial statements, the Group has taken into account both the current situation and likely future developments.

## **DIVIDEND**

Your company has incurred loss during the year under review and so Board of Directors has decided not to recommend any dividend for the year ended 31st March 2021. No amount was transferred to General Reserve during the year.

## **FIXED DEPOSITS**

The Company has no public deposits as of date and will not accept any deposits without prior approval of the Statutory Authorities concerned.

## **SHARE CAPITAL**

During the year under review, there is no change in the Share capital of the Company. During the year under review, the Company has not issued any sweat equity shares or bonus shares or equity shares with differential rights.

## **CHANGE IN NATURE OF BUSINESS**

There has been no change in nature of business of the company during the F.Y. 2020-2021. Your company is engaged in other financial services i.e. Investment in securities etc so there is only one segment reporting as per IND AS 108

## **MEETINGS OF BOARD**

During the year Seven Board Meetings and four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

## **KEY MANAGERIAL PERSONNEL**

During the year under review Ms. Kumkum Shah has been appointed as the Company Secretary with effect from October 15, 2020. There is no change among the Key Managerial Personnel during the year under review.

## **DIRECTORS**

To comply with the requirement of minimum number of Directors on the Board of the Company pursuant to the regulation 17 (1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Board of Directors on March 27, 2021 appointed Mr. Shyaam Taaparia (DIN:07369692) as an Additional Director on the Board. He holds his Office as Director till ensuing Annual General Meeting and being eligible offer himself for re-appointment.

In terms of Section 152 of the Act, Mr. Ramakant Gaggar is liable to retire by rotation at the forthcoming Annual General Meeting ("AGM") and being eligible, offers himself for re-appointment.

The Company has received necessary disclosure and confirmation from concerned Director(s) in connection with their appointment / re-appointment. Additional information on appointment / reappointment of Directors as required under Regulation 36 of SEBI Listing Regulations, is given in the

Notice convening the ensuing AGM. The Company has received necessary declarations from all the Independent Directors under Section 149(7) of the Act that they meet the criteria of independence laid down in Section 149(6) of the Act and Regulation 25 of SEBI Listing Regulations.

## **PERFORMANCE EVALUATION OF BOARD**

Pursuant to the provisions of the Act and SEBI Listing Regulations, the Board has carried out an annual evaluation of performance of its own, the Committees thereof and the Directors individually. At the meeting of the Board all the relevant factors that are material for evaluating the performance of the Committees and of the Board were discussed in detail.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were inter-alia evaluated on parameters such as level of engagement, contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board except the Director being evaluated. The performance evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors.

The Directors expressed their satisfaction with the evaluation process.

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

## **POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

Company's policy is to have an appropriate mix of Executive, Non-Executive and Independent directors to maintain the independence of the Board, and separate its functions of governance and management.

As on March 31, 2021, the Board had six members out of which three are Independent Directors including a Women Independent Director, two Board Members are Executive Directors and one Board Member is a Non-Executive Non Independent Director.

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act, has been disclosed in the Corporate Governance Report, which forms part of this Annual Report.

## **COMMITTEES OF THE BOARD**

The Company has constituted mandatory Board-level committees with Executive and Non-Executive Directors in compliance with the requirements of the business and relevant provisions of applicable laws and statutes:

- a) Audit Committee
- b) Nomination and Remuneration Committee
- c) Stakeholders Relationship Committee
- d) Corporate Social Responsibility Committee

The details of mandatory Board committees with respect to the composition, terms of reference, number of meetings held, etc. are included in the Report on Corporate Governance, which forms part of the Annual Report.

## **INVESTOR EDUCATION AND PROTECTION FUND**

In accordance with the applicable provisions of Companies Act, 2013 read with Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund ) Rules, 2016 ("IEPF Rules"), all unclaimed dividends are required to be transferred by the Company to the IEPF, after completion of seven (7) years.

Further, according to IEPF Rules, the shares on which dividend have not been claimed by the shareholders for seven (7) consecutive years or more shall be transferred to the Demat account of the IEPF Authority. The details relating to amount of dividend transferred to the IEPF and corresponding shares on which dividends were unclaimed for seven (7) consecutive years, are provided on the website of the Company [www.garnetint.com](http://www.garnetint.com).

## **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT 2013**

The details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act, read with Companies (Meeting of Board and Its Powers) Rules, 2014 as on 31st March, 2021 are given in the notes to the Financial Statements forming part of this Annual report.

## **EXTRACT OF ANNUAL RETURN**

The details forming part of the extract of the Annual return in Form MGT-9 is annexed herewith as Annexure – A.

## **SECRETARIAL STANDARDS**

The Company complies with all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

## **INDIAN ACCOUNTING STANDARD (IND AS)**

The Company has adopted Indian Accounting Standards ("IND AS") from April 01, 2019 with a transition date of April 01, 2018. Accordingly, the financial statement for the year 2020-21 have been prepared in accordance with IND AS, prescribed under Section 133 of the Act, read with the relevant rules issued thereunder and the other recognized accounting practices and policies to the extent applicable.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

As stipulated in Section 134(3) (C) of the Companies Act, 2013, your Directors subscribe to the "Directors' Responsibility Statement" and confirm that:

- a) In the preparation of the annual accounts for financial year ended 31st March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at 31st March, 2021 and of the loss of the Company for that period.
- c) 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.
- d) The Directors have prepared the annual accounts for financial year ended 31st March, 2021 on a 'going concern' basis

- e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and have been operating efficiently.
- f) The Directors have devised proper systems to ensure compliance with provisions of all applicable laws and that such systems were adequate and operating effectively.

## AUDITOR

### Statutory Auditor

M/s. B.M. Gattani & Co., Chartered Accountants, Mumbai, (ICAI Registration No. 113536W) have been appointed as an Auditor of the Company from 37th Annual General meeting of the Company till the Conclusion of the 42th Annual General Meeting of the Company pursuant to provisions of the section 139, 141 and other applicable provisions of the Act and rules issued thereunder (including all statutory modification and amendment made from time to time).

Auditors report for the financial year ended 31st March, 2021 forms part of this Annual Report. Following mentioned remarks are given by the Auditors of the Company in their Audit Report for the year ended 31st March, 2021:

- a) Subsidiary of the Company has not made provision for employee benefit as per Accounting Standard 15 which deals with "Employee Benefits".
- b) The Company has granted interest free loans to its Subsidiary Company in violation of Section 186 (7) of Companies Act, 2013.

Management Reply for the Remark given by Statutory Auditor:

The Company is in talk with management of its material subsidiary so that adequate provisions for the employee benefit shall be made. Company ensures to recover the interest from subsidiary company in next financial year.

### Secretarial Auditor

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 Siddharth Sharma & Associates, a Peer Reviewed firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit reports of Garnet International Limited along with its material subsidiary is annexed herewith as Annexure "B" & "G".

The Secretarial Audit Report has a qualifications regarding the composition of the board not in compliance as per Regulation 17(1) of SEBI Listing Regulations from 24<sup>th</sup> August 2020 to 26<sup>th</sup> March 2021, to which the management states that due to continuous lockdown announced initially by Central Government & then by State Government in order to control spread of COVID-19 pandemic in the country, it was challenging for the company to find a suitable candidate to fit in the position of Director of a listed entity. The non-compliance was made good by appointment of Mr. Shyaam Taaparia, as Additional (Non-Independent & Non-Executive) Director on March 27, 2021. However, Bombay Stock Exchange levied fine of Rs. 5,24,000, in response of which Company filed 'Waiver Application', which is still pending with BSE.

Further there were non compliance under Regulation 33 and 6 (1) of SEBI Listing Regulations with regard to delay in submission of financial results to Bombay Stock Exchange for financial year ended March 2020 & quarter ended June 2020 and delay in appointment of compliance officer respectively, to which management states that in light of the restriction in physical movement due the second wave of COVID 19 pandemic, company office was closed most of time which resulted in minor delay in submission of results to Stock Exchanges, further it was challenging for company to find suitable candidate, in such situation, as Compliance Officer. Non Compliance was made good by appointment of Ms. Kumkum Shah as Compliance Officer with effect from October 15, 2020. BSE had levied penalties which were paid by the Company.

## **CORPORATE SOCIAL RESPONSIBILITY**

The Board has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Act. Your Company's Annual Report on the CSR activities undertaken during the financial year ended 31st March, 2021, in accordance with Section 135 of the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this report as Annexure - D.

## **SUBSIDIARY COMPANIES**

The Company is having one material Subsidiary i.e. Sukartik Clothing Private Limited. There are no associate or Joint Venture Companies within the meaning of Section 2(6) of the Companies Act, 2013. There has been no material change in the nature of business of the Subsidiaries.

In accordance with the General Circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit & Loss and other documents of the Subsidiary Companies are not being attached with the Balance Sheet of the Company. However, the financial information of the Subsidiary Companies is disclosed in the Annual Report in compliance with the said circular in Form AOC 1 as Annexure - E.

The consolidated financial statements presented by the Company include financial results of its Subsidiary Company, i.e. Sukartik Clothing Private Limited and is available on the website of the Company [www.garnetint.com](http://www.garnetint.com).

## **BUSINESS RISK MANAGEMENT**

The Board of Directors of the Company has constituted a Risk Management Committee to frame, implement and monitor the risk management plan for the Company.

The Company has a robust Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage.

The business risk framework defines the risk identification and its management approach across the enterprise at various levels including documentation and reporting. The framework helps in identifying risks trend, exposure and potential impact analysis on a Company's business.

## **PARTICULARS OF EMPLOYEES:**

The information required under Section 197(12) of the Act read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as "Annexure F".

Details required under the provisions of section 197(12) of the Act read with rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, will be made available to any member on request, as per provisions of section 136(1) of the Act.

## **VIGIL MECHANISM**

The Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The Company has established a vigil mechanism to be known as the 'Whistle Blower Policy' for its Directors and employees, to report instances of unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct. The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism and also provide direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases.

Accordingly, 'Whistle Blower Policy' has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Chairman of the Audit Committee of the Company. The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about serious irregularities within the Company.

## **COMPLIANCE WITH SECRETARIAL STANDARDS OF ICSI**

The Board of Directors affirms that the Company has duly complied with the applicable Secretarial Standards (SS) relating to Meetings of the Board (SS-1) and General Meetings (SS-2) issued by the Institute of Companies Secretaries of India which have mandatory application during the year under review.

## **REMUNERATION POLICY**

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

## **INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY**

The Company has an Internal Control System commensurate with the size and scale of its operations. The Company has adopted accounting policies which are in line with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 that continue to apply under Section 133 and other applicable provisions, if any, of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014 and relevant provisions of the Act, to the extent applicable. These are in accordance with generally accepted accounting principles in India.

The Internal Auditor evaluates the efficacy and adequacy of internal control system, accounting procedures and policies adopted by the Company for efficient conduct of its business, adherence to Company's policies, safeguarding of Company's assets, prevention and detection of frauds and errors and timely preparation of reliable financial information etc. Based on the report of internal audit function,

process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

## **CODE OF CONDUCT**

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Code has been placed on the Company's website [www.garnetint.com](http://www.garnetint.com)

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

## **RELATED PARTY TRANSACTIONS**

All Related Party Transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

## **DISCLOSURES**

- There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.
- During the year under review, the Company has not issued any Debentures.
- The Chairman and the Managing Director, as per the terms of their appointments, does not draw any commission or remuneration from subsidiary company. Therefore, no disclosure is required under Section 197(14) of the Act.
- Maintenance of cost records and requirement of cost Audit as prescribed under the provisions of Section 148(1) of the Act are not applicable to the business activities carried out by the Company.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed-off during the year 2020-21.

- Number of complaints received: Nil
- Number of complaints disposed off: Nil
- Number of complaints pending: Nil



## **PERSONNEL**

Your Directors wish to place on record their appreciation for the services rendered by the employees of the Company during the year.

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

## **PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY    ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

Since the company is a Investment Company and has no manufacturing activity or other operations. Therefore, the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are not applicable. There were no foreign exchange earnings or outgoing during the financial year ended 31st March, 2021.

## **CORPORATE GOVERNANCE**

The Annual Report contains a separate section on the Company's corporate governance practices, together with a certificate from the Company's Auditors confirming compliance, as per SEBI Listing Regulations.

## **ACKNOWLEDGMENT**

Your Directors would like to place on record their sincere appreciation to Shareholders, Bankers, Institutions and Employees for their cooperation and support.

### **For and on behalf of the Board of Directors**

**Suresh Gaggar**

Chairman

DIN: 00599561

Mumbai, 14<sup>th</sup> August, 2021

**Annexure A****Form No. MGT-9****Extract of Annual Return as on the financial year ended on March 31, 2021**

[Pursuant to section 92(3) and Rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

<b>i.</b>	CIN	L74110MH1995PLC093448
<b>ii.</b>	Registration Date	09 <sup>th</sup> October, 1995
<b>iii.</b>	Name of the Company	Garnet International Limited
<b>iv.</b>	Category / Sub-Category of the Company	Category: Company Limited by Shares Sub Category: Indian Non-Government Company
<b>v.</b>	Address of the Registered office and contact details	901, Raheja Chambers, Nariman Point, Mumbai – 400021  Email ID :secretarial@garnetint.com Tel No :91-022-22820714
<b>vi.</b>	Whether listed company (Yes / No)	Yes
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt Ltd C-101, 247 Park, LBS Marg, Vikhroli (W), Mumbai-400083 Phone : 022 49186270, Fax: 022 49186060, e-mail: rnt.helpdesk@linkintime.co.in

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company, on standalone basis, are as under:

<b>S.No.</b>	<b>Name and Description of main products/services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the Company</b>
1.	Trading in Shares	6599	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

<b>S.No.</b>	<b>Name and Address of the Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary/ Associate</b>	<b>% of shares held</b>	<b>Applicable Section</b>
<b>1</b>	Sukartik Clothing Private Limited  Address: 28, Bombay Samachar Marg, 3rd Floor, Fort, Mumbai – 400023	U17122MH2004 PTC149334	Subsidiary	70.10	2(87)

IV. **SHARE HOLDING PATTERN** (Equity Share Capital Breakup as percentage of Total Equity)i) **Category-wise Share Holding**

Sr No	Category of	Shareholding at the				Shareholding at the				% Change
	Shareholders	beginning of the year - 2020				end of the year - 2021				during
										the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	9383684	0	9383684	47.7906	9396184		9396184	47.8543	0.0637
(b)	Central Government / State Government(s)	0	0	0	0.0000					0.0000
(c)	Financial Institutions / Banks	0	0	0	0.0000					0.0000
(d)	Any Other (Specify)									
	Bodies Corporate	1652716	0	1652716	8.4172	1616264		1616264	8.2315	-0.1857
	Sub Total (A)(1)	11036400	0	11036400	56.2078	11012448		11012448	56.0858	-0.1220
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Government	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Institutions	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	11036400	0	11036400	56.2078	11012448		11012448	56.0858	-0.12201
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Alternate Investment Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Venture Capital Investors	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(f)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(g)	Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0.0000

(h)	Provident Funds/ Pension Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(i)	Any Other (Specify)									
	Sub Total (B) (1)	0	0	0	0.0000	0	0	0	0.0000	0.0000
[2]	Central Government/ State Government(s)/ President of India									
	Central Government / State Government(s)	7601	0	7601	0.0387	0	0	0	'0.0000	'-0.0387
	Sub Total (B) (2)	7601	0	7601	0.0387	0	0	0	'0.0000	'-0.0387
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	828740	11810	840550	4.2809	981813	11810	993623	5.0605	0.7796
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2569840	0	2569840	13.0881	2857593	0	2857593	14.5536	1.4655
(b)	NBFCs registered with RBI	0	0	0	0.0000	0	0	0	0.0000	-0.000
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	IEPF	0	0	0	0.0000	7601	0	7601	0.0387	0.0387
	Hindu Undivided Family	324464	0	324464	1.6525	386315	0	386315	1.9675	0.3150
	Non Resident Indians (Non Repat)	75886	0	75886	0.3865	75876	0	75876	0.3864	-0.0001
	Non Resident Indians (Repat)	1620450	0	1620450	8.2529	1620385	0	1620385	8.2525	-0.0004
	Clearing Member	7503	0	7503	0.0382	29197	0	29197	0.1487	0.1105
	Bodies Corporate	3151906	400	3152306	16.0545	2651562	400	2651962	13.5063	-2.5482
	Sub Total (B) (3)	8578789	12210	8590999	43.7535	8610342	12210	8622552	43.9142	0.1607
	Total Public Shareholding(B)=(B) (1)+(B) (2)+(B) (3)	8586390	12210	8598600	43.7922	8610342	12210	8622552	43.9142	0.1220
	Total (A)+(B)	19622790	12210	19635000	100.0000	19622790	12210	19635000	100.0000	0.0000
(C)	Non Promoter - Non Public									
	(C1) Shares Underlying DRs									
[1]	Custodian/DR Holder	0	0	0	0.0000	0	0	0	0.0000	0.0000
	(C2) Shares Held By Employee Trust									
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total (A)+(B)+(C)	19622790	12210	19635000	100.0000	19622790	12210	19635000	100.0000	

## 2. Shareholding of Promoters

Sr No	Shareholders Name	Shareholding at the beginning of the year - 2020			Shareholding at the end of the year - 2021			% change in shareholding during the year
		NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	
1	RAMA KANT GAGGAR	3757670	19.1376	0	3757670	19.1376	0	0.0000
2	SURESH GAGGAR	2916821	14.8552	0	2916821	14.8552	14.7695	0.0000
3	MANGAL SAVITRI BIZCON PVT.LTD	1652716	8.4172	0	1616264	8.2315	0	-0.1857
4	NAVRATAN GAGGAR	915075	4.6604	0	915075	4.6604	0	0.0000
5	INDRA GAGGAR	888032	4.5227	0	900532	4.5864	0	0.0637
6	KARTIK GAGGAR	488952	2.4902	0	488952	2.4902	0	0.0000
7	SURESH GAGGAR	343200	1.7479	0	343200	1.7479	0	0.0000
8	SARIKA GAGGAR	47468	0.2418	0	47468	0.2418	0	0.0000
9	SWATI KARTIK GAGGAR	26466	0.1348	0	26466	0.1348	0	0.0000
	<b>Total</b>	11036400	56.2078	14.7695	11012448	56.0858	14.7695	-0.1220

## 3. Change in Promoters Shareholding (please specify, if there is no change)

S. No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2020		Transactions during the year		Cumulative Shareholding at the end of the year - 2021	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	RAMA KANT GAGGAR	3757670	19.1376	-	-	3757670	19.1376
	AT THE END OF THE YEAR					3757670	19.1376
2	SURESH GAGGAR	2916821	14.8552	-	-	2916821	14.8552
	AT THE END OF THE YEAR					2916821	14.8552
3	MANGAL SAVITRI BIZCON PVT.LTD	1652716	8.4172	-	-	1652716	8.4172
	TRANSFER			06 Nov 2020	(1404721)	247995	1.2630
	TRANSFER			13 Nov 2020	1404721	1652716	8.4172

	TRANSFER			19 Mar 2021	(36452)	1616264	8.2315
	AT THE END OF THE YEAR					1616264	8.2315
4	NAVRATAN GAGGAR	915075	4.6604	-	-	915075	4.6604
	AT THE END OF THE YEAR					915075	4.6604
5	INDRA GAGGAR	888032	4.5227	-	-	888032	4.5227
	TRANSFER			26 Feb 2021	12500	900532	4.5864
	AT THE END OF THE YEAR					900532	4.5864
6	KARTIK GAGGAR	488952	2.4902	-	-	488952	2.4902
	AT THE END OF THE YEAR					488952	2.4902
7	SURESH GAGGAR	343200	1.7479	-	-	343200	1.7479
	AT THE END OF THE YEAR					343200	1.7479
8	SARIKA GAGGAR	47468	0.2418	-	-	47468	0.2418
	AT THE END OF THE YEAR					47468	0.2418
9	SWATI KARTIK GAGGAR	26466	0.1348	-	-	26466	0.1348
	AT THE END OF THE YEAR					26466	0.1348

## NOTE

1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 19635000 Shares.
2. The detail of holding has been clubbed based on PAN.
3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

#### 4. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	Name & Type of Transaction	Shareholding at the beginning of the year - 2020		Transactions during the year		Cumulative Shareholding at the end of the year - 2021	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	ANITA CHAINRAI ADVANI	960000	4.8892			960000	4.8892
	AT THE END OF THE YEAR					960000	4.8892
2	RELIGARE FINVEST LTD	755144	3.8459			755144	3.8459
	AT THE END OF THE YEAR					755144	3.8459
3	BALRAM CHAINRAI	482500	2.4573			482500	2.4573
	AT THE END OF THE YEAR					482500	2.4573
4	TELELINK COMMERCE PVT. LTD.	409653	2.0863			409653	2.0863
	AT THE END OF THE YEAR					409653	2.0863
5	PARAMESHWARI DEVI KAKKAR	363325	1.8504			363325	1.8504
	AT THE END OF THE YEAR					363325	1.8504

6	AKALKA KAKKAR	348012	1.7724			348012	1.7724
	AT THE END OF THE YEAR					348012	1.7724
7	BLUE SQUARE CORPORATE SERVICES PRIVATE LIMITED	345049	1.7573			345049	1.7573
	Transfer			26 Mar 2021	(86642)	258407	1.3161
	Transfer			31 Mar 2021	(2012)	256395	1.3058
	AT THE END OF THE YEAR					256395	1.3058
8	AMAR PACKAGINGS (PVT) LTD	320250	1.6310			320250	1.6310
	AT THE END OF THE YEAR					320250	1.6310
9	SARASWATI KAKKAR	301689	1.5365			301689	1.5365
	AT THE END OF THE YEAR					301689	1.5365
10	PRITI MEHTA	169338	0.8624			169338	0.8624
	AT THE END OF THE YEAR					169338	0.8624

### 5. Shareholding of Directors and Key Managerial Personnel

S. No.		Shareholding at the beginning of the year - 2020		Transactions during the year		Cumulative Shareholding at the end of the year - 2021	
	Name & Type of Transaction	NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	DATE OF TRANSACTION	NO. OF SHARES	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	RAMA KANT GAGGAR	3757670	19.1376	-	-	3757670	19.1376
	AT THE END OF THE YEAR					3757670	19.1376
2	SURESH GAGGAR	2916821	14.8552	-	-	2916821	14.8552
	AT THE END OF THE YEAR					2916821	14.8552
3	DR. JASWANTSINGH PATIL	0	0	-	-	0	0
	AT THE END OF THE YEAR	0	0	-	-	0	0
4	SANDHYA LOTLIKAR	0	0	-	-	0	0
	AT THE END OF THE YEAR	0	0	-	-	0	0
5	VISHNU KANTH BHANGADIA	0	0	-	-	0	0
	AT THE END OF THE YEAR	0	0	-	-	0	0
6	SHYAAM TAAPARIA	0	0	-	-	0	0
	AT THE END OF THE YEAR	0	0	-	-	0	0

**V. INDEBTEDNESS**

(Rs. in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year 01/04/2020</b>				
i) Principal Amount	-	41.88	-	41.88
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	41.88	-	41.88
<b>Change in Indebtedness during the financial year 2020-21</b>				
<b>Addition</b>	-	138.40	--	138.40
<b>Reduction</b>	-	-	-	-
<b>Net Change</b>	-	138.40	-	138.40
<b>Indebtedness at the end of the financial year 31/03/2021</b>				
i) Principal Amount	-	180.28	-	180.28
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	180.28	-	180.28

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****I. Remuneration to Managing Director, Whole-time Directors and/or Manager**

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Ramakant Gaggar	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	18,00,000 Per Annum	18,00,000 Per Annum
2.	Stock Option / Sweat Equity	Nil	Nil
3.	Commission	Nil	Nil
4.	Others, please specify	Nil	Nil
	<b>Total (A)</b>	18,00,000	18,00,000
	Ceiling as per the Act	As per Schedule V of C.A 2013	As per Schedule V of C.A 2013

**II. Remuneration to Other Directors**

S.No.	Particulars of Remuneration	Name of Director (s)				Total Amount
1.	<b>Independent Directors</b>	Dr. Jaswantsingh Patil	Sandhya Lotlikar	Vishnu Kant Bhangadia		
2.	<b>Other Non Executive Directors</b>				Shyaam Taaparia	
	Fee for attending board / committee meetings (Rs.)	0	0	0	0	0
	Commission (Rs.)	0	0	0	0	0
	Others, please specify (Rs.)	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Overall Ceiling as per Act (%)</b>	Not Applicable, as no sitting fees paid to directors during the year.				0



**III. Remuneration to Key Managerial Personnel Other Than MD / Manager / WTD**

(Rs. in Lakhs)

S.No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Mr. Sanjay Raut (CFO)	Ms. Kumkum Shah * (Company Secretary)	
1	Gross salary (a) Salary as per Provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	4.25	1.80	6.05
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission	0	0	0
5	Others, Please Specify	0	0	0
TOTAL		4.25	1.80	6.05

\* Ms. Kumkum Shah was appointed w.e.f 15.10.2020

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL**

Type	Section of the Companies Act	Brief Description	Details of Penalty /Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A.	<b>COMPANY</b>				
Penalty					
Punishment					
Compounding					
B.	<b>DIRECTORS</b>				
Penalty					
Punishment					
Compounding					
C.	<b>OTHER OFFICERS IN DEFAULT</b>				
Penalty					
Punishment					
Compounding					

**For and on behalf of the Board of Directors**

**Suresh Gaggar**  
Chairman  
DIN: 00599561

**Ramakant Gaggar**  
Managing Director  
DIN: 01019838

Mumbai, 14<sup>th</sup> August, 2021

**Annexure - B****SECRETARIAL AUDIT REPORT****For the Financial Year Ended on March 31, 2021****[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

To,  
**The Members,**  
**Garnet International Limited**  
**901, Raheja Chambers,**  
**Nariman Point, Mumbai - 400 021.**

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

Based on the verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 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.

- A)** We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of (as amended):
- i. The Companies Act, 2013 (the Act) and the rules made there under;
  - ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
  - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) viz. :-
    - 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; **(not applicable to the Company during the audit period)**
    - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(not applicable to the Company during the audit period)**
    - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not applicable to the Company during the audit period)**
    - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(not applicable to the Company during the audit period)**

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(not applicable to the Company during the audit period)**
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(not applicable to the Company during the audit period)**
- B)** In our opinion and as identified and informed by the Management, the following laws are specifically applicable to the company as the Company is engaged in the activity of secondary market trading in securities and derivatives:
- a) Reserve Bank of India Act, 1934.
  - b) RBI Regulations on Non-Banking Financial (Non Deposits Accepting or Holding) Companies.
- C)** We have also examined compliance with the applicable clauses of the following:
- a) Secretarial Standards issued by the Institute of Company Secretaries of India.
  - b) The Listing Agreements entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - c) The Listing Agreement entered into by the Company with Bombay Stock Exchange Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review and as per the explanations and clarifications given to us and the representation made by the management, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc as mentioned above, except the following:

- i. The Board of Directors of the Company comprised of less than six directors from August 24, 2020 to March 26, 2021 which was not as per Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - ii. The Company delayed in filing the audited annual financial results for the year ended March 31, 2020 and un-audited results for quarter ended June 30, 2020 to the Stock Exchange which was non-compliance under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - iii. The Company delayed in appointing the Company Secretary (as Compliance Officer) which was non-compliance of Regulation 6 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - iv. The Company delayed in intimating to stock exchange about the board meeting held on February 13, 2021, by 2 days which was not as per Regulation 29 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - v. SEBI issued SCN under Rule 4 (1) of Securities Contracts (Regulations) (Procedure of holding inquiry and imposing penalties by adjudicating Officer) Rules, 2005 to company and its promoters for non disclosures of disposal/acquisition of shares of Ginni Silk Mills Limited to BSE under regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Fine of Rs. 50000 levied on all noticees, which is unpaid till date.
  - vi. The Company has granted interest free loans to its Subsidiary Company in violation of Section 186 (7) of Companies Act, 2013.
- E)** We further report that the Compliance by the company of applicable Financial Laws like Direct & Indirect Tax Laws, including GST etc., has not been reviewed in this Audit since the same has been subject to review under/by the Statutory Financial Audit and other designated professionals.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act;

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members view, if any, are captured and recorded as part of the minutes.

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

We further report that during the audit period no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

**Note:** Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. In light of the restrictions in physical movement due to second wave of COVID 19, we have e-verified the scanned records / documents / statements made available to us by the management through electronic means.

**For SIDDHARTH SHARMA & ASSOCIATES**

**Company Secretaries**

UCN : S2016MH368200

**Peer Review Cert. No.: 662/2020**

**Sidharth Sharma**

M.No. FCS 7890

COP. 8872

UCN: F007890C000503101

Date: 30.06.2021

Place: Mumbai

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

**Annexure - I**

**To,**  
**The Members,**  
**Garnet International Limited**  
901, Raheja Chambers  
Nariman Point, Mumbai - 400021.

The Secretarial Audit report of even date is to be read along with this letter.

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

**For SIDDHARTH SHARMA & ASSOCIATES**  
**Company Secretaries**  
UCN : S2016MH368200  
**Peer Review Cert. No.: 662/2020**

**Sidharth Sharma**  
M.No. FCS 7890  
COP. 8872  
UCN: F007890C000503101

Date: 30.06.2021  
Place: Mumbai

**Annexure - C**

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

**To**  
**The Members of**  
**Garnet International Limited**  
 901, Raheja Chambers,  
 Free Press Journal Marg,  
 Nariman Point, Mumbai – 400 021

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/S GARNET INTERNATIONAL LIMITED having CIN L74110MH1995PLC093448 and having registered office at 901, Raheja Chambers, Free Press Journal Marg, Nariman Point, Mumbai – 400 021 (hereinafter referred to as the Company), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of Appointment in Company
1	Mr. Suresh Gaggar	00599561	04.03.1996
2	Mr. Ramakant Gaggar	01019838	24.09.2007
3	Dr. Jaswantsingh Patil	02894705	28.06.2018
4	Mrs. Sandhya Lotlikar	08329535	11.01.2019
5	Vishnu Kanth Bhangadia	02405217	29.05.2019
6	Mr. Shyaam Taaparia	07369692	27.03.2021

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

**For SIDDHARTH SHARMA & ASSOCIATES**

**Company Secretaries**

UCN : S2016MH368200

**Peer Review Cert. No.: 662/2020**

**Sidharth Sharma**

M.No. FCS 7890

COP. 8872

UDIN: F007890C000786536

Date: 14.08.2021

Place: Mumbai

**ANNEXURE - D****Annual Report on Corporate Social Responsibility Activities as prescribed under Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014**

<b>1</b>	<b>A brief outline of the Companys CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.</b>	The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder. The CSR Policy provides for carrying out CSR activities in respect of those areas as provided in Schedule VII of the Companies Act, 2013.  The CSR policy is placed on the Companys website <a href="http://www.garnetint.com">www.garnetint.com</a>
<b>2</b>	<b>The composition of the CSR Committee</b>	Mr. Suresh Gaggar, Chairman (Non-Independent) Dr. Jaswantsingh Patil, Independent Director Mrs. Sandhya Lotlikar, Independent Director Mr. Ramakant Gaggar, Managing Director
<b>3</b>	<b>Average Net profit of the Company for the last three financial years</b>	(24,97,00,914)
<b>4</b>	<b>Prescribed CSR Expenditure (two per cent of the amount as mentioned in item 3 above)</b>	Not Applicable FY 2020-21
<b>5</b>	<b>Details of the CSR spent during the financial year:</b>	Company did not meet the criteria in terms of Section 135 of Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 and hence your Company was not required to spend any amounts towards CSR based activities for the financial year 2020-21. However, Company has Contributed unspent amount of previous years to an eligible trust during the current year.

The CSR Committee confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.

**For and on behalf of the Board of Directors****Suresh Gaggar**

Chairman

DIN: 00599561

**Ramakant Gaggar**

Managing Director

DIN: 01019838

Mumbai, 14<sup>th</sup> August, 2021

**ANNEXURE - E****Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures****Part "A": Subsidiaries****(Information in respect of each subsidiary to be presented with amounts in Rs in Lakhs)**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Name of the subsidiary	Sukartik Clothing Private Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1 <sup>st</sup> April, 2020 to 31 <sup>st</sup> March, 2021
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
4.	Share capital	30.10
5.	Reserves & surplus	1001.18
6.	Total assets	2757.77
7.	Total Liabilities	1756.59
8.	Investments	Nil
9.	Turnover	1647.92
10.	Profit before taxation	49.66
11.	Provision for taxation	(10.19)
12.	Profit after taxation	59.85
13.	Proposed Dividend	Nil
14.	Percentage of shareholding	70.10%

**Notes:**

- Names of subsidiaries which are yet to commence operations: Not Applicable
- Names of subsidiaries which have been liquidated or sold during the year – Not Applicable

**Part "B": Associates and Joint Ventures: Not Applicable****For and on behalf of the Board of Directors**

**Suresh Gaggar**  
Chairman  
DIN: 00599561

**Ramakant Gaggar**  
Managing Director  
DIN: 01019838

Mumbai, 14<sup>th</sup> August, 2021



**ANNEXURE - F****Details pertaining to Remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

a) Ratio of remuneration of each Director to the median employees remuneration for the Financial Year:

Name of Director/KMP	Designation	Ratio of Remuneration to the median remuneration of all employees
Ramakant Gaggar	Managing Director	10.47
Sanjay Raut	Chief Financial Officer	2.47
Kumkum Shah	Company Secretary	0.48

- b) The percentage increase in remuneration of each director, Chief Financial Officer, and Company Secretary in the Financial Year 2020-21- Nil
- c) The percentage ~~increase~~/ decrease in the median remuneration of Employees for the financial year: 13.94 %
- d) There were 8 permanent employees on the rolls of the Company as on 31st March, 2021.
- e) Average increase already made in the salaries of employees other than the managerial personnel in the financial year and its comparison with the percentile increase in the managerial remuneration. – Nil
- f) It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

**For and on behalf of the Board of Directors**

**Suresh Gaggar**  
Chairman  
DIN: 00599561

**Ramakant Gaggar**  
Managing Director  
DIN: 01019838

Mumbai, 14<sup>th</sup> August, 2021

**ANNEXURE - G****SECRETARIAL AUDIT REPORT****(For the Financial Year Ended on March 31, 2021)****[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

**To,**  
**The Members,**  
**Sukartik Clothing Private Limited**  
 28 Bombay Samachar Marg  
 3<sup>rd</sup> Floor, Fort, Mumbai 400023

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sukartik Clothing Private Limited (hereinafter called 'the Company' CIN: U17122MH2004PTC149334). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on the verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 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.

- A) We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of (as amended):
- a) The Companies Act, 2013 (the Act) and the rules made there under;
- B) In our opinion and as identified and informed by the Management, the following laws are specifically applicable to the company:
- a) Secretarial Standards issued by ICSI.
- D) During the period under review, provisions of the following regulations/ guidelines/standards were not applicable to the Company:
- a) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - b) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
  - c) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - d) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - e) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz. :-
    - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.
    - iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)

Regulations, 2009.

- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - g) 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;
  - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- E) We further report that the Compliance by the company of applicable Financial Laws like Direct & Indirect Tax Laws, including GST etc., has not been reviewed in this Audit since the same has been subject to review under/by the Statutory Financial Audit and other designated professionals.

We further report that:

The Board of Directors of the Company is duly constituted with balance of Directors. (The requirements of appointment of Independent director as per section 149(6) of Companies act, 2013 is not applicable to the company during the audit period.)

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.

We further report that, we have relied upon statutory audit report as provided by management of the company for compliance under Income Tax and other Indirect Taxation act.

We further report that as per the explanations given to us and the representations made by the Management and relied upon by us, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

#### **For SIDDHARTH SHARMA & ASSOCIATES**

Company Secretaries

UCN : S2016MH368200

**Peer Review Cert. No.: 662/2020**

**Sidharth Sharma**

M.No. FCS 7890

COP. 8872

UDIN: F007890C000634714

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

**'Annexure A'**

**To,**  
**The Members,**  
**Sukartik Clothing Private Limited**  
28 Bombay Samachar Marg  
3<sup>rd</sup> Floor, Fort, Mumbai 400023

The Secretarial Audit report of even date is to be read along with this letter.

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

**For SIDDHARTH SHARMA & ASSOCIATES**

Company Secretaries  
UCN : S2016MH368200  
**Peer Review Cert. No.: 662/2020**

**Sidharth Sharma**

M.No. FCS 7890  
COP. 8872  
UDIN: F007890C000634714

## CORPORATE GOVERNANCE REPORT 2020-21

### COMPANYS PHILOSOPHY ON CODE OF GOVERNANCE

The Company seeks to adopt good corporate governance practices and to ensure compliance with all relevant laws and regulations. The Company conducts its activities in a manner that is fair and transparent and also perceived to be such by others.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("SEBI Listing Regulations), as applicable, with regard to corporate governance.

### BOARD OF DIRECTORS

#### Composition

As on 31st March, 2021, the Board of Directors of the Company comprised of six members, of whom four are Non- Executive Directors. None of the Directors on the Board is a member of more than 10 (Ten) Committees and Chairman of more than 5 (Five) Committees (Committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26 of the Listing Regulations) across all the Companies in which he/she is a Director. The necessary disclosures regarding Committee positions have been made by all the Directors. None of the Directors hold office as Director in more than 20 (Twenty) companies and in more than 10 (Ten) public companies.

All Independent Directors are Non-Executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

During the current financial year 2020-21, Mr. Sharad Rathi (DIN- 00437174) resigned from the Board w.e.f. 24.08.2020 and Mr. Shyaam Taaparia (DIN- 07369692) was appointed by Board as Non-Executive Non Independent Director w.e.f 27.03.2021.

The composition and category of Directors of the Company are as follows:

S. No.	Name of Director	Designation	Category
1	Mr. Suresh Gaggar	Chairman	Executive – Non Independent
2	Mr. Ramakant Gaggar	Managing Director	Executive – Non Independent
3	Dr. Jaswantsingh Patil	Director	Non Executive – Independent
4	Mrs. Sandhya Lotlikar	Director	Non Executive – Independent
5	Mr. Vishnu Kant Bhangadia	Director	Non Executive – Independent
6	Mr. Shyaam Taaparia	Director	Non Executive – Non Independent

The Board has constituted various Committees with an optimum representation of its members and had assigned them specific terms of reference in accordance with the Act and Listing Regulations.

These Committees hold meetings at such frequency as is deemed necessary to effectively undertake and deliver upon the responsibilities and tasks assigned to them. The Company currently has 4 (Four) Committees of the Board viz., a) Audit Committee, b) Stakeholders Relationship Committee, c) Nomination and Remuneration Committee, d) Corporate Social Responsibility Committee

### **Board Meetings & Procedure**

In view of Covid-19, the Ministry of Corporate Affairs (MCA) had vide Notification dated March 19, 2020 had permitted convening of Board Meeting through Video Conferencing or Other Audio Visual Means. The Meeting of the Board of Directors are scheduled well in advance and generally held at the Company's office at Nariman Point, Mumbai through Audio Visual means. The notice confirming the meeting and the detailed agenda is sent well in advance to all the Directors.

There were seven Board Meetings held during the financial year ended March 31, 2021, namely on July 31, 2020, August 24, 2020, September 15, 2020, October 12, 2020, November 13, 2020, February 13, 2021 and March 27, 2021.

The notice of the Board/Committee meeting is sent to all the Directors along with detailed Agenda folder in advance of Board and Committee meetings. The Board members, in consultation with the Chairman, may bring up any matter for the consideration of the Board. All major agenda items (except unpublished price sensitive information) are backed by comprehensive background notes and other material information to enable the Board to take informed decisions which are circulated at least 7 (seven) days in advance to the Board meeting.

### **Information placed before the Board**

Apart from the items that are required under the Act, to be placed before the Board for its approval, the following information is also placed before the Board periodically for its review in compliance with the Listing Regulations.

- a) Annual operating plans and budgets and any updates.
- b) Capital budgets and any updates.
- c) Quarterly results for the Company and its operating divisions or business segments.
- d) Minutes of meetings of Audit and other Committees of the Board of Directors.
- e) The information on recruitment and remuneration of senior officers just below the board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- f) Show cause, demand, prosecution notices and penalty notices which are materially important.
- g) Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- h) Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company.
- i) Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- j) Details of any joint venture or collaboration agreement.
- k) Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.

- l) Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- m) Sale of investments, subsidiaries, assets, which are material in nature and not in normal course of business.
- n) Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- o) Any other information which is relevant for decision making by the Board.

### **Post - Meeting Follow - Up Systems**

The Governance system in the Company include an effective post - meeting follow-up, review and reporting process for action taken / pending on decisions of the Board and its Committees. An Action Taken Report forms part of the Agenda item of the Board meetings.

### **Board Support**

The Company Secretary of the Company attends all the meetings of the Board and its Committees and advises / assures the Board and Committee on compliance and governance principles.

### **Code of Conduct**

The Company has always encouraged and supported ethical business practices in personal and corporate behavior by its directors and employees. The Company has framed a specific Code of Conduct for the members of the Board of Directors and Senior Management Personnel of the Company. A declaration to this effect, signed by the Managing Director forms part of this Report.

### **CEO / CFO Certification**

Pursuant to Regulation 17(8) of the Listing Regulations, the Managing Director and the C.F.O. of the Company have certified to the Board regarding the Financial Statements for the year ended 31st March, 2021. The Managing Director and the Chief Financial Officer have also given quarterly certification on financial results to the Board in terms of the Regulation 33 (2) of the Listing Regulations.

### **Familiarization Program for Independent Directors**

The Company familiarizes its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. The familiarization program for Independent Directors is disclosed on the Company's website and the same may be accessed at the link: <http://garnetint.com/policies/#>

### **Skill/Expertise/Competence of the Board of Directors**

The Board has a right blend of dynamism with each of the Directors having several years of vast experience and knowledge in various diversified functions, viz., capital markets, investment, planning, project finance, business strategies, banking and finance, competition law, corporate affairs, industry, economic regulation and corporate law etc. The Board is suitably equipped to understand the ever changing business dynamics of NBFCs in which the Company operates and ensures that appropriate strategies are articulated benefitting the Company in the long run. The Independent Directors provide their treasured inputs and guidance at the Meetings of the Board which have been of immense help to the Company in pursuing strategic goals.

Mrs. Suresh Gagggar, Chairman of the Company belongs to the promoter group and is having exemplary experience in handling the business operations while making the major business decisions. Mr. Suresh Gagggar has more than 35 years of business acumen in capital markets and financial services. Mr. Ramakant Gagggar, Managing Director of the Company, has 24 years of vast experience in Capital and Financial Services. The Non-executive Directors are of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of capital market, finance, taxation, law, governance and general management.

### Change in Board during the Year

During the year under review ending March 31, 2021, there were two changes in Directors of the Company. Mr. Sharad Rathi, Non Executive Non Independent Director resigned from the Board on 24.08.2020. Mr. Shyaam Taaparia (DIN- 07369692) was appointed by Board as Non-Executive Non Independent Director w.e.f 27.03.2021. At the ensuing Annual General Meeting, in accordance with the provisions of the Act, Mr. Ramakant Gagggar, Director of the Company, retire by rotation, being eligible, has offered himself for re-appointment as a Director of the Company.

### Attendance of Directors

Seven (Seven) Board Meetings were held during the financial year 2020-21. Attendance of each Director at the Board Meetings, last Annual General Meeting held during the financial year are as follows:

Name of Director	No. of Meeting Attended	Whether Last AGM Attended
Mr. Suresh Gagggar	7	Yes
Mr. Ramakant Gagggar	7	Yes
Dr. Jaswantsingh Patil	7	Yes
Mrs. Sandhya Lotlikar	7	Yes
Mr. Vishnu Kant Bhangadia	7	Yes
Mr. Shyaam Taapaaria*	1	No

*\*Appointed on 27.03.2021*

### Number of Directorships/Memberships in other Companies/Committees as on 31<sup>st</sup> March 2021:

Name of Director (s)	No. of Other Directorship and Committee Memberships/Chairmanships		
	Other Directorship in Listed Entity	Committee Membership	Committee Chairmanship
Mr. Suresh Gagggar	2	1	1
Mr. Ramakant Gagggar	1	3	0
Dr. Jaswantsingh Patil	1	4	1
Mrs. Sandhya Lotlikar	1	4	0
Mr. Vishnu Kant Bhangadia	1	3	1
Mr. Shyaam Taapaaria	0	0	0



## INDEPENDENT AUDIT COMMITTEE

### A. Terms of Reference

#### i. Role of the audit committee

In terms of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has an Audit Committee. The Audit Committee reviews the financial accounting policies, adequacy of internal control systems and interacts with the statutory auditors. Besides, the Committee reviews the observations of the management and internal/ external auditors, interim and annual financial results, Management discussion and analysis of financial condition and results of operations, and related party transactions. The other roles of Audit Committee, inter-alia includes the following:

- a) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- b) Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- c) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- d) Reviewing, with the management, the annual financial statements and auditors report thereon before submission to the board for approval, with particular reference to:
  - i. Matters required to be included in the Directors Responsibility Statement to be included in the Boards report in terms of clause I of sub-section 3 of section 134 of the Companies Act, 2013.
  - ii. Changes, if any, in accounting policies and practices and reasons for the same.
  - iii. Major accounting entries involving estimates based on the exercise of judgment by management.
  - iv. Significant adjustments made in the financial statements arising out of audit findings.
  - v. Compliance with listing and other legal requirements relating to financial statements.
  - vi. Disclosure of any related party transactions.
  - vii. Modified opinion in the draft audit report.
- a) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- b) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- c) Review and monitor the auditors independence and performance, and effectiveness of audit process;
- d) Approval or any subsequent modification of transactions of the company with related parties;
- e) Scrutiny of inter-corporate loans and investments;
- f) Valuation of undertakings or assets of the company, wherever it is necessary;
- g) Evaluation of internal financial controls and risk management systems;
- h) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

- i) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- j) Discussion with internal auditors of any significant findings and follow up there on;
- k) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- l) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- m) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- n) To review the functioning of the Whistle Blower mechanism;
- o) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- p) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

**ii. The audit committee will review the following information:**

- a) Management discussion and analysis of financial condition and results of operations;
- b) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d) Internal audit reports relating to internal control weaknesses; and
- e) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee
- f) Statement of deviations:
  - a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
  - b) Annual Statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

**B. Composition, Meetings & Attendance of Committee:**

The Audit Committee of the Company as on 31<sup>st</sup> March, 2021 comprises of Four (4) members and majority is Independent Non-executive directors. Audit Committee met 4 (Four) times during the Financial Year 2020-21 on 31.07.2020, 15.09.2020, 13.11.2020 and 13.02.2021. The Composition of Audit Committee and the Attendance of Committee Members are as follows:

S. No	Name of Member	Category of Director	Designation	Attendance
1	Mr. Vishnu Kant Bhangadia	Non Executive - Independent	Chairman	4
2	Dr. Jaswantsingh Patil	Non Executive - Independent	Member	4
3	Mrs. Sandhya Lotlikar	Non Executive - Independent	Member	4
4	Mr. Ramakant Gaggar	Executive - Non Independent	Member	4

The Audit Committee considered all the points in terms of its reference at periodic intervals. The Company Secretary acts as Secretary to Audit Committee.

## NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee shall act in accordance with the prescribed provisions of Section 178 of the Companies Act, 2013 and shall perform the following functions: -

- e) to formulate the criteria for determining qualifications;
- f) to frame and formulate positive attributes and independence of a director;
- g) to recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;
- h) to identify persons who are qualified to become directors and who may be appointed a senior management in accordance with the criteria laid down;
- i) to recommend to the Board their appointment and removal and shall carry out evaluation of every directors performance.

### a) Composition, Meetings & Attendance of Committee:

The Nomination and Remuneration Committee was re-constituted after registration of Mr. Sharad Rathi from directorship on 24.08.2020. No new additions were made in Committee during the year. The Nomination and Remuneration Committee, as on 31st March, 2021, comprised of 3 (Three) Members. During the financial year ended March 31, 2021, 3(Three) meetings of the Nomination and Remuneration Committee were held on 15.09.2020, 13.11.2020 and 13.02.2021. The Composition of Committee and the Attendance of Committee Members are as follows:

Name of Member	Category of Director	Designation	Attendance
Dr. Jaswantsingh Patil	Non Executive - Independent	Chairman	3
Mr. Vishnu Kant Bhangadia	Non Executive - Independent	Member	3
Mrs. Sandhya Lotlikar	Non Executive - Independent	Member	3

### b) Remuneration of Directors

The Company has in place a remuneration policy which is guided by the principles and objectives as enumerated in Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Nomination & Remuneration committee reviews the policy time to time.

### c) Details of remuneration and sitting fees paid to Executive and Non-Executive Directors for the year ended 31st March, 2021 and their relationship with other Directors of the Company.

Name	Status	Relationship with other Directors	Salary	Commission & Sitting Fees	Benefits, Perks & allowance
Mr. Suresh Gaggar	Executive	Brother	-	-	-
Mr. Ramakant Gaggar	Executive	Brother	Rs. 150000 p.m.	-	-
Mr. Sharad Rathi (Resigned on 24.08.2020)	Non Executive	None	-	-	-
Dr. Jaswantsingh Patil	Non Executive	None	-	-	-
Mrs. Sandhya Lotlikar	Non Executive	None	-	-	-
Mr. Vishnu Kant Bhangadia	Non Executive	None	-	-	-
Mr. Shyaam Taaparia	Non Executive	None	-	-	-

## STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has Stakeholders Relationship Committee/ Stakeholders Grievance Committee pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company's Stakeholders Relationship committee is constituted to look into the following matters:

- g) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non receipt of annual report, non receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
- h) Review of measures taken for effective exercise of voting rights by shareholders.
- i) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- j) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

### a) Composition, Meetings & Attendance of Committee:

The Stakeholders Relationship Committee was re-constituted by inducting Mr. Jaswantsingh Patil, Independent Director as new member of the Committee in place of Mr. Sharad Rathi. The Committee as on 31st March, 2021, comprised of 4 (Four) Members. Committee met 3 (Three) times during the Financial Year 2020-21 on 15.09.2020, 13.11.2020 and 13.02.2021. The Composition of Committee and the Attendance of Committee Members are as follows:

S. No	Name of Member	Category of Director	Designation	Attendance
1	Mr. Vishnu Kanth Bhangadia	Non Executive - Independent	Chairman	3
2	Mrs. Sandhya Lotlikar	Non Executive - Independent	Member	3
3	Dr. Jaswantsingh Patil	Non Executive - Independent	Member	3
4	Mr. Ramakant Gaggar	Executive - Non Independent	Member	3

## GENERAL BODY MEETINGS

### a) Details of Last Three Annual General Meetings

The details of Annual General Meetings held in the last 3 years are as under:

Year	Location	Day & Date	Time	No. of Special Resolutions Passed
2017-18	The Westin Mumbai Garden City, International Business Park, Oberoi Garden City, Goregaon (East), Mumbai – 400 063	Monday September 10, 2018	11.00 A.M	01
2018-19	901, Raheja Chambers, Nariman Point, Free Press Journal Marg, Mumbai - 400021	Monday September 30, 2019	04.00 P.M	01
2019-20	Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). Deemed Venue - 901, Raheja Chambers, Nariman Point, Free Press Journal Marg, Mumbai – 400021	Wednesday September 30, 2020	11.00 A.M	Nil

### b) Extraordinary General Meeting

No EGM of the members was held during financial year ended March 31, 2021.

### c) Special Resolution Passed through Postal Ballot.

During the current financial year the Company had not passed any Special Resolution through Postal Ballot. No special resolution is proposed to be conducted through postal ballot at the forthcoming AGM to be held on 30<sup>th</sup> September, 2021.

## MEANS OF COMMUNICATION

The Company has published Quarterly Un-audited / Annual Audited Financial results, notices, advertisements and other official news in the "The Financial Express" (English) and Mumbai Lakshadweep (vernacular language) regularly. The results are also displayed/uploaded on the Company's website: [www.garnetint.com](http://www.garnetint.com). There were no presentations made to the institutional investors or to the analysts.

## GENERAL SHAREHOLDER INFORMATION

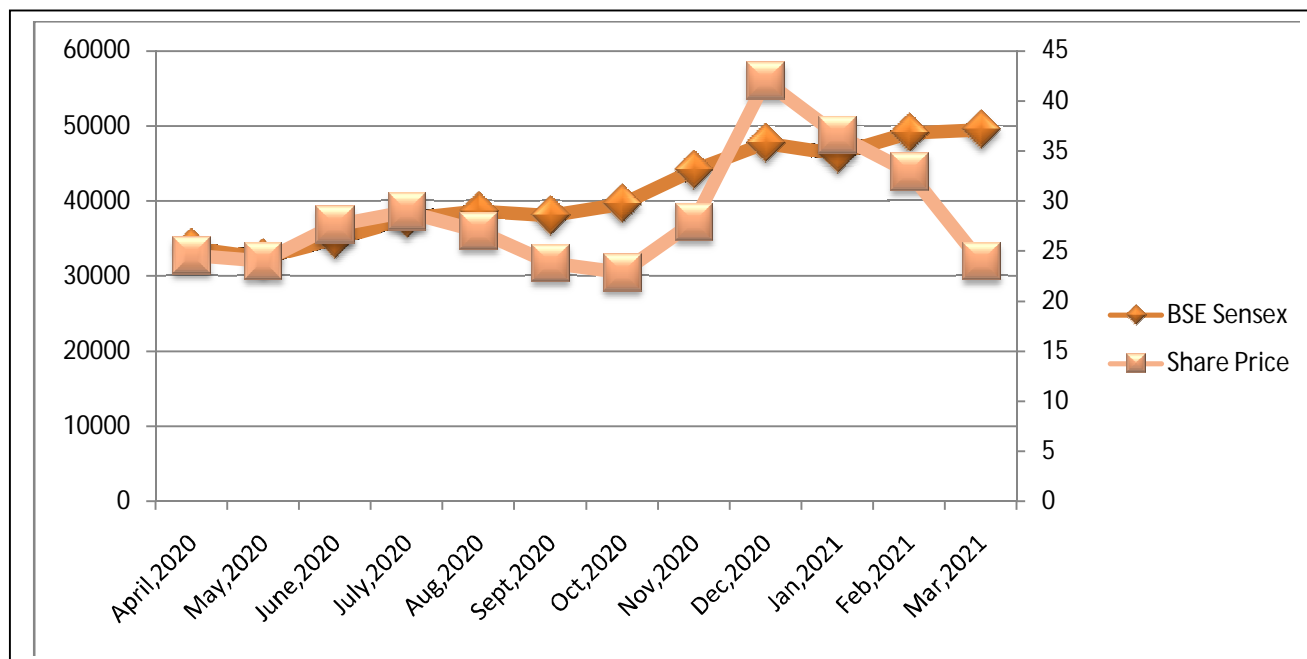
### a) Information related to Company and Annual General Meeting is as follows:

AGM Date, Time	Thursday, September 30, 2021 at 11 a.m.
Venue of AGM	The Company is conducting Meeting through Video Conference / Other Audio Visual Means (OVAM). The deemed venue of the meeting shall be considered at the Registered Office of the Company. For details please refer to the Notice of this AGM.
Financial Calendar	01 <sup>st</sup> April to 31 <sup>st</sup> March
Dividend Payment Date	NA
Listed on Stock Exchange	BSE Limited Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai 400 001, Maharashtra.  Your Company has already paid the Listing fees to the Stock Exchange for the F.Y. 2020-21.
Scrip Code BSE Limited	512493
Corporate Identification Number (CIN)	L74110MH1995PLC093448
Registered office address	901, Raheja Chambers, Nariman Point, Free Press Journal Marg, Mumbai - 400021

### b) Market Price Data High/ Low during the Financial Year 2020-21

#### c)

Month	Bombay Stock Exchange Limited			
	High	Low	No. of Shares Traded	Turnover (Rs.)
April	32.40	24.55	3752	108160
May	26.95	21.10	4086	95260
June	30.30	22.85	10484	294958
July	30.90	25.05	3211	84314
August	30.40	24.50	18361	465833
September	28.30	23.00	5315	133308
October	28.30	22.40	30804	766661
November	27.95	21.45	413122	10536639
December	42.00	26.55	677566	22439706
January	44.65	34.00	130048	5282870
February	39.45	29.00	40606	1338954
March	34.65	22.80	191940	4995069



#### d) Registrar & Transfer Agents

Name: M/s Link Intime India Private Limited  
 Address: C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083  
 Phone: 022 – 49186270  
 Fax: 022 – 49186060

#### e) Share Transfer System

The Company's Shares are traded on BSE Limited compulsorily in the dematerialized form. In terms of the Regulation 40 of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019, except in case of transmission or transposition of securities. A summary of approved transfers, transmissions, deletion requests, etc. are placed before the Board of Directors from time to time as per the Listing Regulations.

#### f) Dematerialization of equity Shares and liquidity

As on March 31, 2021, 99.94 % of the Company's total shares represented by 1,96,22,790 shares were held in dematerialized form.

#### g) Out-standing GDR/Warrants/Convertible Instruments

The Company has no out-standing GDR/Warrants/Convertible instruments.

#### DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2021

No. of Equity Shares held	No. of Shareholders		No. of Equity Shares	
	Total	Percentage (%)	Total	Percentage (%)
1 to 500	1352	72.69	145598	0.74
501 to 1000	144	7.74	109771	0.56
1001 to 2000	110	5.91	167143	0.85
2001 to 3000	53	2.85	135087	0.69
3001 to 4000	27	1.45	94760	0.48
4001 to 5000	31	1.67	141772	0.72
5001 to 10000	49	2.63	352437	1.79
10001 & Above	94	5.05	18488432	94.16

**SHAREHOLDING PATTERN AS ON 31ST MARCH 2021**

<b>Sr. No.</b>	<b>Category of Shareholder</b>	<b>Number of Shares</b>	<b>% of Shareholding</b>
(A)	Shareholding of Promoter and Promoter Group	11012448	56.09
(B)	Public shareholding		
1	Institutions		
	(a) Mutual Funds/ UTI	0	0.00
	(b) Financial Institutions / Banks	0	0.00
	(c) Insurance Companies	0	0.00
	(d) FII/FPI	0	0.00
	(e) HUF	0	0.00
2	Non-Institutions		
	(a) Bodies Corporate	2651962	13.51
	(b) Individuals		
	(i) holding nominal share capital up to Rs. 2 Lakhs	1281199	6.53
	(ii) holding nominal share capital in excess of Rs. 2 Lakhs	2570017	13.09
	(c) Any Other (specify)		
	(i) NRIs	1696261	8.64
	(ii) Clearing Member	29197	0.15
	(iii) IEPF	7601	0.04
	(iii) HUF	386315	1.97
	<b>Total Public Shareholding (B)</b>	<b>8622552</b>	<b>43.91</b>
	<b>TOTAL (A) + (B)</b>	<b>19635000</b>	<b>100.00</b>

**DISCLOSURES**

The related party details are disclosed in the notes to financial statements. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board for its approval. The Company has complied with the requirements of regulatory authorities. During the financial year under review, there were no instances of non-compliance by the Company and no penalty or restrictions were imposed on the Company by the Stock Exchange(s) or Securities and Exchange Board of India or any statutory authority, on any matter related to the capital markets except that the Company was not in compliance as per Regulation 17(1) of the SEBI Listing Regulations for which a fine was levied by BSE Limited, the company has filed an appeal for dropping of the said fine which is pending. Further BSE also fined Company for non compliance under Regulation 33 & 6 (1) for delay in filing results and appointment of company secretary, company had filed waiver application, in response to the Company's application, BSE Limited partially waived the fines which were later paid by the Company. Further SEBI issued SCN under Rule 4 (1) of Securities Contracts (Regulations) (Procedure of holding inquiry and imposing penalties by adjudicating Officer) Rules, 2005 for non disclosures of disposal/acquisition of shares of Ginni Silk Mills Limited to BSE under regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Fine of Rs. 50000 levied on all noticees.

No personnel have been denied access to the Chairman or members of the Audit Committee. The mechanism of Whistle Blower Policy is in place. To the extent possible, the Company has complied with the mandatory requirement of this clause. The Company has complied with all applicable Accounting Standards in preparation of its financial statements pursuant to the amended Schedule III of Companies Act, 2013.

## **CEO/CFO CERTIFICATION**

Mr. Ramakant Gaggar, Managing Director and Mr. Sanjay Raut, Chief Financial Officer of the Company have furnished a certificate relating to financial statements and internal control systems as per the format prescribed under Regulation 17(8) of the SEBI (LODR) Regulations, 2015 and the Board took the same on record.

## **COMPLIANCE CERTIFICATION**

Compliance Certificate for Corporate Governance obtained from Statutory Auditor is annexed herewith.

## **CODE OF CONDUCTS**

Details of various policies and codes required to be framed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 are given under the head "Investors" on the website of the company i.e. [www.garnetint.com](http://www.garnetint.com)

## **AFFIRMATION**

The Company has complied with all requirements specified in Regulation 17 to 27 of the Listing Regulations and also Clauses (b) to (i) of Regulation 46(2) relating to dissemination of information on the website of the Company. Following are the disclosure made on the website of the Company i.e. [www.garnetint.com](http://www.garnetint.com):

- a) Details of the business of the Company;
- b) Terms and conditions of appointment of Independent Directors;
- c) Composition of various Committees of Board of Directors;
- d) Code of Conduct for Board of Directors and Senior Management Personnel;
- e) Details of establishment of vigil mechanism/Whistle Blower policy;
- f) Criteria of making payments to Non-Executive Directors;
- g) Policy on dealing with Related Party Transactions;
- h) Policy for determining material subsidiaries and
- i) Details of familiarization programmes imparted to Independent Directors.

## **DECLARATION**

### **Compliance with the Code of Business Conduct and Ethics**

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, affirmation(s) that they have complied with the Code of Conduct for Board Members and Senior Management Personnel in respect of the financial year ended 31st March, 2021.

### **For Garnet International Limited**

**Ramakant Gaggar**  
Managing Director  
(DIN: 01019838)

Mumbai, 14<sup>th</sup> August, 2021



**CEO/CFO CERTIFICATION**

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Garnet International Limited ("the Company") to the best of our knowledge and belief certify that:

- a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2021 and that to the best of our knowledge and belief, we state that:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these statements together present a true and fair view of the listed entitys affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violation of the Companys code of conduct.
- c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies
- d) We have indicated to the Auditors and the Audit Committee:
  - i. significant changes, if any, in internal control over financial reporting during the year;
  - ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Companys internal control systems over financial reporting.

**For Garnet International Limited**

**Ramakant Gaggar**  
Managing Director  
(DIN: 01019838)

**Sanjay Raut**  
Chief Financial Officer

Mumbai, 14<sup>th</sup> August, 2021

## **AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE TO THE MEMBERS OF GARNET INTERNATIONAL LIMITED**

We have examined the compliance of conditions of Corporate Governance by GARNET INTERNATIONAL LIMITED (the Company), for the year ended on March 31, 2021, as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (Listing Regulations) as amended ("SEBI Listing Regulations").

### **Managements Responsibility**

The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

### **Auditors Responsibility**

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

We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on certification of Corporate Governance Reports issued by the Institute of Chartered Accountants of India (ICAI), the standard on auditing specified under section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the ICAI which require that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Opinion**

Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above-mentioned Listing Regulations as applicable during the year ended March 31, 2021.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For B.M. Gattani & Co.**  
**Chartered Accountants**  
Registration No. 113536W

**Balmukund N. Gattani**  
Proprietor  
Membership No.: 047066

Mumbai, 14<sup>th</sup> August, 2021  
UDIN : 21047066AAAAFJ9986

## MANAGEMENT DISCUSSION AND ANALYSIS

### INDUSTRY STRUCTURE DEVELOPMENT

The financial year 2020-21 will be remembered in the years to come with memories of Shock & Awe. In the start of year itself, the world received an unprecedented Shock with Covid-19 becoming a global pandemic, the lockdown of all activities to “Flatten the Curve” and to protect the people from the spread of the virus brought about unprecedented fall in activities. The continued liquidity crunch, uncertain and volatile credit environment and slow economic growth created headwinds. The COVID-19 pandemic and subsequent lockdowns have impacted the businesses and aggravated the prevailing sectoral challenges. Non- Banking Financial Companies (NBFCs), today, are confronted with multiple challenges. The unprecedented business environment has put to test the resilience, prudence and adaptability of any business model and having said that, the fiscal year has been full of learning's.

The Company continues to closely observe the situation. Over the course of last year, vaccination drives raised hopes, whereas renewed waves and new virus variants continue to pose concerns for the outlook. The continued spread of the COVID-19 pandemic and the subsequent synchronized lockdown across major cities in India resulted in shrinking of the capital market lending business.

### OPPERTUNITIES & THREATS

Despite the optimism surrounding the ongoing vaccination drive, the recent resurgence in the countrys COVID-19 infections has raised the threat of fresh pandemic restrictions. As of April 2021, many states had enforced complete lockdown thus, posing a risk to a smooth economic recovery. Company being a NBFC, having investment in group companies, which are strategic investments and exposed to risk associated with the performance of the group companies. The company is confident to improve its performance on the strength of its long experience and its strong emphasis on the fundamentals. However, strong and stable government at center, the capital market prospect would significantly improve.

### SEGMENT WISE / PRODUCT WISE PERFORMANCE

The Company is engaged in investment activities during the year under review, hence the requirement of segment-wise reporting is considered irrelevant.

### OUTLOOK

World over, the support from the governments and the central banks, has brightened the global growth outlook for 2021. As per the International Monetary Funds projection, the global economy is anticipated to expand by approximately 6%, on a lower base of estimated 3.3% degrowth. With massive vaccination drives underway, risks to recovery are likely to abate, thus leading to a gain in the momentum of economic activities.

But with the second wave of COVID-19 and the emergence of newer virus variants have made India the new hotspot of infections – adding uncertainty to the anticipation of a smooth recovery. Various multilateral organizations and rating agencies have projected the Indian economy to grow at around 8%. The economic growth is likely to be aided by a very low statistical base, mass vaccination drive and a supportive fiscal stance.

The Pandemic had a severe impact on the Capital market. The Company carries shares and securities in its books. The effect of mark to market profit / losses thereon have been taken into account in the Statement of Profit and Loss for the year. The Company believes that it has taken into account the impact of known events arising out of COVID-19 pandemic in the preparation of financial results resulting out of fair valuation of these investments. However the impact assessment of COVID-19 is a continuing process

given its nature and duration. The Company will continue to monitor for any material changes to future economic conditions

During the lockdown your company migrated to 100% work from home scenario and all the business operations continue to run smoothly.

## **RISKS AND CONCERNS**

The very nature of the Company's business makes it subject to various kinds of risks. The Company encounters credit risk and operational risks in its daily business operations. Further the performance of the Company is dependent on the capital markets for its returns. Even though it is envisaged that Indian stock market will continue to do well, global concerns can result in sharp corrections.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has an adequate system of internal controls to ensure accuracy of accounting records, compliance with all laws & regulations and compliance with all rules, procedures & guidelines prescribed by the management. An extensive internal audit is carried out by independent firm. An internal team of inspection also regularly visits branches for ensuring regulatory compliance. Post audit reviews are also carried out to ensure follow up on the observations made.

## **HUMAN RESOURCES**

During the year under review there has been no material development on the Human Resource/Industrial Relations front during the year. The Company places significant importance to its human capital. As on March 31, 2021 there are 9 employees employed by the Company.

The Company has been paying special attention to improve the skill set of the employees.

## **FINANCIAL PERFORMANCE AND OPERATIONAL REVIEW**

The paid up equity share capital of the Company as on March 31, 2021 stands at Rs. 19,63,50,000/- divided into 1,96,35,000 fully paid up equity shares of Rs. 10/- each.

### **Net Worth**

The Net Worth of the Company stands at Rs. 2751.62 lakhs.

### **Total Income**

During the year total income was reported at Rs. 129.06 lakhs.

### **Credit Facilities**

The Company has not availed any credit facility. It has consistently been able to meet its financial needs through internal accruals.

### **Finance Cost**

The finance cost of the Company stands at Rs. 0.96 lakhs.

### **Tax Expense**

The Company has incurred a tax expense of Nil in the current year.

## **INVESTMENT IN SUBSIDIARIES**

The company continues to have one subsidiary in the name of Sukartik Clothing Private Limited. There has not been any fresh investment in the company during the year.

**CAUTIONARY STATEMENT**

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be forward looking within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied. Investors are advised to exercise due care and caution while interpreting these statements.

## INDEPENDENT AUDITOR'S REPORT

To  
The Board of Directors  
Garnet International Limited

### Report on the audit of the Standalone Financial Results

#### Opinion

We have audited the Standalone Financial results of Garnet International Limited (the "Company") for the year ended March 31, 2021 included in the accompanying statement of "Standalone Financial results for the quarter and year ended 31st March, 2021 ("Statement)", being submitted by the Company pursuant to the requirement of Regulation 33 and 52(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss, other comprehensive loss and other financial information of the Company for the quarter and year ended March 31, 2021.

#### Basis for Qualified Opinion

1. *Company has granted interest free unsecured loan to its subsidiary company (parties covered under section 186 of the Companies Act, 2013), which is in non-compliance of provisions of Section 186(7) of the Act.*

*The Impact of this contravention on the profit/loss and the liability is not ascertainable readily.*

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

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the year ended March 31, 2021. These matters were

addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matter described below to be the key audit matter in our audit of the Company for the year ended March 31, 2021:

Sr. No.	Key Audit Matter	Auditor's Response
1.	<p><b>Fair Valuation of investments</b></p> <p>The Company's investments (other than investment in Subsidiary) are measured at fair value at each reporting date and these fair value measurements significantly impact the Company's results. Within the Company's investment portfolio, the valuation of certain assets such as unquoted equity requires significant judgement as a result of quoted prices being unavailable and limited liquidity in these markets.</p>	<p>We have assessed the Company's process to compute the fair value of various investments. For quoted instruments we have independently obtained market quotations and recalculated the fair valuations. For the unquoted instruments, we have obtained an understanding of the various valuation methods used by management and analysed the reasonableness of the principal assumptions made for estimating the fair values and various other data used while arriving at the fair value measurement.</p>

### Information Other than the Standalone Ind AS financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Directors' Report (including annexures) and Report on Corporate Governance, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### Management's Responsibilities for the Standalone Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive loss of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India

and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

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

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

- i. Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3Xi) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- iv. Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention



in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- v. Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

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

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

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143 (3) of the Act, we report, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flows and the Standalone Statement of Changes in Equity dealt with by this report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Ind AS specified under section 133 of the Act.
  - e) On the basis of written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to the standalone Ind AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'B'.
  - g) With respect to other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.

- 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, we further report that:
- The Company has no pending litigation which may 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.
3. Further, as required by 'Non Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016', we further state that we have submitted a separate report to the Board of Directors of the Company on the matters specified in said directions as under:-
- The company applied for registration as provided in section 45IA of the Reserve Bank of India Act, 1934 and has obtained certificate of registration from the Reserve Bank of India.
  - The Company is entitled to continue to hold the Certificate of Registration in terms of its asset/income pattern as on 31st March, 2021.
  - The Board of Directors of the company has passed a resolution for non - acceptance of any public deposits.
  - The company has not accepted any public deposit during the year under reference.
  - The company has complied with the prudential norms relating to income recognition, accounting standards, assets classification and provisioning of bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.
  - The Company has not accepted any public deposit during the year under reference.
  - The Company has requisite Net Owned Fund as required by Master direction -Non Banking Financial Company - Non systemically Important Non-Deposit taking Company (Reserve Bank) Direction, 2016

**For B M Gattani & Co**  
**Chartered Accountants**  
Firm Registration No. 113536W

**Balmukund N Gattani**  
Proprietor  
M.No .047066

UDIN: 21047066AAAAEO5921

Date: 30.06.2021  
Place: Mumbai

## ANNEXURE 'A' TO INDEPENDENT AUDITORS' REPORT

Referred to in our report of even date on the accounts of Garnet International Limited for the year ended on 31<sup>st</sup> March, 2021

As required by the Companies (Auditors Report) Order, 2016 issued by the Government of India in terms of section 143(11) of the Act and on the basis of such checks as we considered appropriate and as per information and explanations given to us, we report that:-

1.
  - a) The Company has maintained proper records showing full particulars including quantitative details and situations of its fixed assets.
  - b) All the fixed assets have not been physically verified by the management during the year but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
  - c) The title deeds of immoveable properties are held in the name of the Company.
2. The inventory of the company comprises equity shares, which are in dematerialized form, and which have been verified by the management with reference to holding statement from depository participant. In our opinion, the procedure of verification of inventory followed by the management is satisfactory. Further, the company is maintaining proper records of its inventory and no discrepancies were noticed on verification.
3.
  - (a) According to information made available to us, the company has granted unsecured loan to one (1) subsidiary company covered in the register maintained under section 189 of the Act and in our opinion the terms and conditions of such loan are not prejudicial to the company's interest.
  - (b) As per the information and explanation given to us, the said loans are repayable on demand.
  - (c) As per the information and explanation given to us, no amount is overdue for more than ninety days towards principal as well as interest.
4. In our opinion and according to the information and explanations given to us, the Company has not given loan to any director in accordance with the provisions of Section 185 of the Companies Act, 2013. The Company has not given any loans or guarantees and being a Non-banking financial company, its investments are exempted under section 186(11) (b), hence the Company has complied with the provisions of Section 185 and 186 of the Act, as applicable.
5. On the basis of information and explanation given to us and on our scrutiny of company's records, in our opinion, the company has not accepted any deposits from the public.
6. To the best of our knowledge and belief and according to information given to us, Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 to the Act for any of the activities of the Company.
7.
  - (a) According to the information and explanation given to us the company is generally regular in depositing with appropriate authorities the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Goods and Service tax and any other statutory dues applicable to it. Further, there were no arrears of undisputed statutory dues outstanding as at last day of the financial year concerned for a period of more than six month from the date they became payable.

On the basis of the records of the Company and the information and explanations given to us, there was no arrears of outstanding statutory dues as on the last day of the financial year

concerned outstanding for a period of more than six months from the date they became payable.

- (b) According to the records of the Company and according to the information and explanations given to us, there are no dues of Income Tax, Goods and Service Tax, Duty of Customs, Duty of Excise, Value added tax and Cess which have not been deposited on account of any dispute.
8. The Company has no borrowings from financial institution, bank, government and the Company has no debenture holders. Accordingly, clause (viii) of paragraph 3 of the aforesaid Order is not applicable to the Company.
  9. According to the information and explanations given to us, the company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) or term loans during the year. Accordingly, clause (ix) of paragraph 3 of the aforesaid Order is not applicable to the Company.
  10. Based on audit procedures performed and according to the information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the year.
  11. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid managerial remuneration in accordance with the requisite approval mandated by provisions of Section 197 read with Schedule V of the Companies Act, 2013
  12. The Company is not a Nidhi Company. Accordingly, clause (xii) of paragraph 3 of the aforesaid Order is not applicable to the Company.
  13. According to the information and explanations given to us, all the transactions with the related parties are in compliance with the provisions of sections 177 and 188 of Companies Act, 2013 and the details of such transactions have been properly disclosed in the Financial Statements as required by the applicable accounting standards.
  14. According to the information made available to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause (xiv) of the Order are not applicable
  15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them.
  16. The Company has obtained the requisite registration as a non-banking financial institution under section 45 – IA of the Reserve Bank of India Act, 1934.

For **B M Gattani & Co**

**Chartered Accountants**

Firm Registration No. 113536W

**Balmukund N Gattani**

Proprietor

M.No .047066

UDIN : 21047066AAAAEO5921

Place: Mumbai

Date: 30/06/2021

## **Annexure "B" to Independent Auditors' Report**

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

### **Report on the Standalone Financial Statements**

We have audited the internal financial controls over financial reporting of Garnet International Limited ("the Company") as of March 31, 2021 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 laying down and maintaining internal financial controls based on 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 Act.

### **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

In view 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, 2021, based on 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 **B M Gattani & Co**  
**Chartered Accountants**

Firm Registration No. 113536W

**Balmukund N Gattani**

Proprietor

M.No .047066

UDIN : 21047066AAAAEO5921

Place: Mumbai

Date: 30/06/2021

**BALANCE SHEET AS AT 31st MARCH 2021**

		(Rs. In Lakhs)	
Particulars	Note No.	As at 31.03.2021	As at 31.03.2020
<b>ASSETS</b>			
<b>Financial assets</b>			
Cash and cash equivalents	4	2.62	40.46
Bank balances other than cash and cash equivalents above	5	57.19	29.54
Trade receivables	6	250.50	230.82
Loans	7	744.00	803.20
Investments	8	1,174.79	1,319.63
Other Financial assets	9	1.99	1.31
<b>Total Financial Assets</b>		<b>2,231.09</b>	<b>2,424.96</b>
<b>Non Financial assets</b>			
Inventories - Shares & Securities	10	83.43	49.01
Deferred tax assets (net)	11	617.42	744.31
Property ,Plant & equipment	12	1.52	2.53
Intangible Assets	13	-	-
Current tax assets (net)	14	2.54	1.74
Other non-financial assets	15	13.31	11.54
<b>Total Non Financial Assets</b>		<b>718.22</b>	<b>809.13</b>
<b>TOTAL ASSETS</b>		<b>2,949.31</b>	<b>3,234.09</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
<b>Financial Liabilities</b>			
Payables			
Trade Payables	16	-	-
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro and small enterprises	16	5.78	17.22
Borrowings(other than debt securities)	17	180.28	41.88
Other financial liabilities	18	5.04	2.29
<b>Total Financial Liabilities</b>		<b>191.10</b>	<b>61.39</b>
<b>Non- financial liabilities</b>			
Provisions	19	5.68	6.55
Other non-financial liabilities	20	0.91	1.43
<b>Total Non Financial Liabilities</b>		<b>6.59</b>	<b>7.98</b>
<b>Equity</b>			
Equity share capital	21	1,963.50	1,963.50
Other equity	22	788.12	1,201.22
<b>Total Equity</b>		<b>2,751.62</b>	<b>3,164.72</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>2,949.31</b>	<b>3,234.09</b>

Accompanying Notes on Financial Statements

1-44

These notes form an integral part of the Financial Statements

As per our attached report of even date

**For B M Gattani & Co****Chartered Accountants**

Firm Registration No. : 113536VV

**Balmukund N Gattani**

Proprietor

**Membership No. 047066**

Place : Mumbai

Date : 30/06/2021

**For and on behalf of the board****Suresh Gaggar**

Chairman

**DIN : 00599561****Ramakant Gaggar**

Managing Director

**DIN : 01019838****Sanjay Raut**

Chief Financial Officer

**Vishnu K Bhangadia**

Director

**DIN: 02405217**

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2021**

Particulars	Note No.	(Rs. In Lakhs)	
		For the year ended 31.03.2021	For the year ended 31.03.2020
<b>Revenue from operations</b>			
Interest Income	23	34.35	25.51
Dividend Income		0.18	14.86
Other Income	24	0.24	-
Sale of Shares		94.29	193.43
<b>TOTAL REVENUE FROM OPERATIONS</b>		<b>129.06</b>	<b>233.80</b>
<b>Expenses:</b>			
Finance costs	25	0.96	1.53
Net loss on fair value changes	26	230.19	1,056.24
Purchases of stock-in-trade		93.53	94.43
Changes in Inventories of finished goods, stock-in-trade & WIP	27	(34.42)	162.23
Employee benefits expense	28	32.65	44.28
Depreciation and amortisation expense	12 & 13	1.01	1.25
Other expenses	29	92.61	93.02
<b>TOTAL EXPENSES</b>		<b>416.53</b>	<b>1,452.98</b>
Profit/(loss) before exceptional items and tax		(287.47)	(1,219.18)
Exceptional items		-	-
<b>Profit before tax</b>		<b>(287.47)</b>	<b>(1,219.18)</b>
<b>Tax expense:</b>			
Current tax		-	-
Deferred tax		127.22	(63.02)
Tax adjustment for earlier years		-	-
Minimum alternate tax credit entitlement		-	-
		<b>127.22</b>	<b>(63.02)</b>
<b>Profit/(loss) for the period from continuing operations (A)</b>		<b>(414.69)</b>	<b>(1,156.16)</b>
Profit/(loss) from discontinued operations		-	-
Tax Expense of discontinued operations		-	-
<b>Profit/(loss) from discontinued operations (After tax) (B)</b>		<b>-</b>	<b>-</b>
<b>Profit/(loss) for the period [C=(A+B)]</b>		<b>(414.69)</b>	<b>(1,156.16)</b>
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurements of the net defined benefit plans		1.26	0.002
Income tax on above		(0.33)	(0.001)
<b>Other comprehensive income for the year (D)</b>		<b>0.93</b>	<b>0.001</b>
<b>Total comprehensive income for the year (C+D)</b>		<b>(413.76)</b>	<b>(1,156.16)</b>
Earning per equity share	30		
Basic		(2.11)	(5.89)
Diluted		(2.11)	(5.89)
Accompanying Notes on Financial Statements	1-44		
These notes form an integral part of the Financial Statements			
As per our attached report of even date			

**For B M Gattani & Co****Chartered Accountants**

Firm Registration No. : 113536VV

**Balmukund N Gattani**

Proprietor

**Membership No. 047066**

Place : Mumbai

Date : 30/06/2021

**For and on behalf of the board****Suresh Gaggar**

Chairman

**DIN : 00599561****Ramakant Gaggar**

Managing Director

**DIN : 01019838****Sanjay Raut**

Chief Financial Officer

**Vishnu K Bhangadia**

Director

**DIN: 02405217**



**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2021**

<b>A. Equity Share Capital</b>		(Rs. In Lakhs)
Particulars		Value
Balance as at April 1, 2020		1,963.50
Add /Less :- Changes during the year		-
Balance at 31st MARCH, 2021		1,963.50

**B. Other Equity** (Rs. In Lakhs)

Particulars	Reserves and Surplus			Other Reserves	Money received against share warrants	Total
	Securities Premium	Reserve fund u/s 45 IC(1) of RBI, 1934	Retained Earnings	Remeasurements of the net defined benefit plans through OCI		
Balance at the beginning of the reporting period i.e. 1st April, 2019	4,266.45	-	(2,189.07)	(0.04)	72.67	2,150.01
Profit for the year	-	-	(1,156.16)	-	-	(1,156.16)
Other Comprehensive Income (net of tax)	-	-	-	-	-	-
<b>Total Comprehensive Income for the year*</b>	-	-	<b>(1,156.16)</b>	-	-	<b>(1,156.16)</b>
Conversion of share warrants into equity share capital	287.13	-	-	-	-	287.13
Bonus shares issued	7.09	-	-	-	-	7.09
Conversion of share warrants into equity share capital	-	-	-	-	72.67	72.67
<b>Balance at the end of the reporting period i.e. 31st March, 2020</b>	<b>4,546.49</b>	-	<b>(3,345.23)</b>	<b>(0.04)</b>	-	<b>1,201.22</b>
Profit for the year	-	-	(414.69)	-	-	(414.69)
Other Comprehensive Income (net of tax)	-	-	-	1.59	-	1.59
<b>Total Comprehensive Income for the year*</b>	-	-	<b>(414.69)</b>	<b>1.59</b>	-	<b>(413.10)</b>
Add/ Less:- Change during the year	-	-	-	-	-	-
<b>Balance at the end of the reporting period i.e. 31st March, 2021</b>	<b>4,546.49</b>	-	<b>(3,759.92)</b>	<b>1.55</b>	-	<b>788.12</b>

\*Movement in other comprehensive income relates to remeasurements of the net defined benefit plans

Refer note no. 22 for nature and purpose of reserves

Accompanying Notes on Financial Statements  
These notes form an integral part of the Financial Statements

1-44

As per our attached report of even date

**For B M Gattani & Co**  
**Chartered Accountants**  
Firm Registration No. : 113536W

**Balmukund N Gattani**  
Proprietor  
**Membership No. 047066**

Place : Mumbai  
Date : 30/06/2021

**For and on behalf of the board**

**Suresh Gaggar**  
Chairman  
**DIN : 00599561**

**Ramakant Gaggar**  
Managing Director  
**DIN : 01019838**

**Sanjay Raut**  
Chief Financial Officer

**Vishnu K Bhangadia**  
Director  
**DIN : 02405217**

**STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. In Lakhs)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
<b>A) CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	(287.47)	(1,219.18)
Adjustments to reconcile net profit to net cash provided by operating activities		
Depreciation and amortization	1.01	1.25
Interest income	(34.35)	25.51
Dividend income	(0.18)	14.86
Provision for standard assets	0.23	-
Interest and other borrowing costs	0.96	1.53
Operating profit before working capital changes	<b>(319.80)</b>	<b>(1,176.03)</b>
Adjustments for :		
(Increase)/Decrease in Trade Receivables	(19.69)	295.19
(Increase)/Decrease in Inventories	(34.42)	162.23
(Increase)/Decrease in Other Financial Assets	(0.68)	0.01
(Increase)/Decrease in Long term Loans and Advances	59.20	(279.78)
Increase/(Decrease) in Other Non Financial Assets	(1.77)	(5.40)
Increase/(Decrease) in Trade Payables	(11.44)	(203.73)
Increase/(Decrease) in Provisions	0.87	1.77
Increase/(Decrease) in Other Financial liabilities	2.75	0.07
Increase/(Decrease) in Other Non Financial liabilities	0.52	0.48
Cash generated from operations	<b>(324.46)</b>	<b>(1,205.19)</b>
Direct taxes paid	(2.55)	2.53
Cash flow before extraordinary items	<b>(327.01)</b>	<b>(1,202.66)</b>
Extraordinary items	-	-
NET CASH FROM/(USED IN) OPERATING ACTIVITIES	<b>(327.01)</b>	<b>(1,202.66)</b>
<b>B) CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Sale of Investments	144.84	1,240.64
(Increase)/ decrease in bank fixed deposits	(27.65)	4.33
Interest income	34.35	(25.51)
Dividend income	0.18	(14.86)
NET CASH FROM/(USED IN) INVESTING ACTIVITIES	<b>151.72</b>	<b>1,204.60</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of share capital & premium	-	218.00
Repayment of long term borrowings	-	(196.93)
Proceeds from long term borrowings	138.41	-
Interest expense	(0.96)	(1.53)
NET CASH FROM/ (USED IN) FINANCING ACTIVITIES	<b>137.45</b>	<b>19.53</b>
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	<b>(37.84)</b>	<b>21.48</b>
OPENING BALANCE OF CASH AND CASH EQUIVALENTS	<b>40.46</b>	<b>18.98</b>
CLOSING BALANCE OF CASH AND CASH EQUIVALENTS	<b>2.62</b>	<b>40.46</b>

## Notes :

1. The above cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard 7 on "Statement of Cash Flow" notified u/s 133 of Companies Act, 2013 ("Act") read with relevant rules issued thereunder and the relevant provisions of the Act.
2. All figures in brackets reflects cash outflow.
3. Figures of the previous year have been regrouped wherever necessary.

Accompanying Notes on Financial Statements  
These notes form an integral part of the Financial Statements

1-44

As per our attached report of even date

**For B M Gattani & Co**  
**Chartered Accountants**  
Firm Registration No. : 113536W

**Balmukund N Gattani**  
Proprietor  
**Membership No. 047066**

Place : Mumbai  
Date : 30/06/2021

For and on behalf of the board

**Suresh Gaggar**  
Chairman  
**DIN : 00599561**

**Ramakant Gaggar**  
Managing Director  
**DIN : 01019838**

**Sanjay Raut**  
Chief Financial Officer

**Vishnu K Bhangadia**  
Director  
**DIN: 02405217**

**Notes to Standalone Financial Statements for the year ended 31st March 2021:****1. COMPANY OVERVIEW:**

**Garnet International Limited** ('the Company') is a Non-Banking Finance Company ("NBFC"), holding a Certificate of Registration from the Reserve Bank of India ("RBI"). The Company is non deposit accepting NBFC engaged in financial services. The Company is domiciled in India and its registered office is situated at 901, Raheja Chambers, Free Press Journal Marg, Nariman Point, Mumbai 400021.

**2. BASIS OF PREPARATION:****(i) Statement of compliance with Indian Accounting Standards (Ind AS)**

These standalone financial statements ("the Financial Statements") have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Company has uniformly applied the accounting policies for all the periods presented in this financial statement.

The financial statements for the year ended March 31, 2021 are the first financial statements which has been prepared in accordance with Ind AS and other applicable guidelines issued by the Reserve Bank of India ('RBI').

The financial statements for the year ended March 31, 2021 were authorised and approved for issue by the Board of Directors on June 30, 2021.

**(ii) Historical cost convention**

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities and share based payments which are measured at fair values as explained in relevant accounting policies.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The financial statements have been prepared using the significant accounting policies and measurement bases summarised as below. These policies are applied consistently for all the periods presented in the financial statements, except where the Company has applied certain accounting policies and exemptions upon transition to Ind AS.

**3.1 Property, plant and equipment:****a. Recognition and initial measurement**

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

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

**b. Subsequent measurement (depreciation method, useful lives and residual value)**

Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on property, plant and equipment is provided on the written down

method over the useful life of the assets as prescribed under Part 'C' of Schedule II of the Companies Act, 2013.

Depreciation is calculated on pro rata basis from the date on which the asset is ready for use or till the date the asset is sold or disposed.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

c. De-recognition

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in the statement of profit and loss, when the asset is de-recognised.

d. Capital work-in-progress

Capital work-in-progress is carried at cost, comprising direct cost and related incidental expenses acquire property, plant and equipment. Assets which are not ready to intended use are also shown under capital work-in-progress.

e. Transition to Ind AS

The Company has elected to measure all its property, plant and equipment at the previous GAAP carrying amount as its deemed cost on the date of transition of Ind AS i.e. April 1, 2018.

### 3.2 Intangible assets:

a. Recognition and initial measurement

Intangible assets are stated at their cost of acquisition. The cost comprises purchase price including any import duties and other taxes (other than those subsequently recoverable from taxation authorities), borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

b. Subsequent measurement (amortisation method, useful lives and residual value)

Intangible assets are amortised over a period of 3 years from the date when the assets are available for use. The estimated useful life (amortisation period) of the intangible assets is arrived basis the expected pattern of consumption of economic benefits and is reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

c. Transition to Ind AS

The Company has elected to measure all its intangible assets at the previous GAAP carrying amount as its deemed cost on the date of transition of Ind AS i.e. April 1, 2018.

### 3.3 Revenue Recognition:

a. Sale of assets

Revenue from the sale of assets (shares and securities) is recognised when the significant risks and rewards of ownership have passed to the buyer, based on the applicable terms. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and the revenue recognition criteria have been complied.

b. Interest

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the amortised cost and at the effective interest rate applicable.

c. Dividend income

Dividend income is recognised at the time when the right to receive is established by the reporting date.

d. Miscellaneous income

All other income is recognised on an accrual basis, when there is no uncertainty in the ultimate realisation/collection.

### 3.4 **Borrowing costs:**

Borrowing costs that are directly attributable to the acquisition and/or construction of a qualifying asset, till the time such qualifying assets become ready for its intended use, are capitalised. Borrowing cost consists of interest and other cost that the Company incurred in connection with the borrowing of funds. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss as incurred basis the effective interest rate method.

### 3.5 **Taxation**

Tax expense recognised in Statement of Profit and Loss comprises the sum of deferred tax and current tax except to the extent it recognised in other comprehensive income or directly in equity.

Current tax comprises the tax payable or receivable on taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. Current tax is computed in accordance with relevant tax regulations. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received after considering uncertainty related to income taxes, if any. Current tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Minimum alternate tax ('MAT') credit entitlement is recognised as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT credit entitlement. This is reviewed at each balance sheet date and the carrying amount of MAT credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets are recognised on unused tax loss, unused tax credits and deductible temporary differences to the extent it is probable that the future taxable profits will be available against which they can be used. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity).

### 3.6 Employee benefits

#### Short-term employee benefits

Short-term employee benefits including salaries, short term compensated absences (such as a paid annual leave) where the absences are expected to occur within twelve months after the end of the period in which the employees render the related service, profit sharing and bonuses payable within twelve months after the end of the period in which the employees render the related services and non-monetary benefits for current employees are estimated and measured on an undiscounted basis.

**Post-employment benefit plans are classified into defined benefits plans and defined contribution plans as under:**

#### **Defined contribution plans**

The Company has a defined contribution plans namely provident fund, pension fund and employees state insurance scheme. The contributions made by the Company in respect of these plans are charged to the Statement of Profit and Loss.

#### **Defined benefit plans**

The following post – employment benefit plans are covered under the defined benefit plans:

#### **Gratuity Fund**

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income.

#### **Other long-term employee benefits**

The Company also provides the benefit of compensated absences to its employees which are in the nature of long-term employee benefit plan. Liability in respect of compensated absences becoming due and expected to availed after one year from the Balance Sheet date is estimated in the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method as on the reporting date. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to Statement of Profit and Loss in the year in which such gains or losses are determined.

### 3.7 Impairment of Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. For the purposes of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or group of assets, is considered as a cash generating unit. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs 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 recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists or may have decreased, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

### 3.8 Financial instruments

A Financial instrument is any contract that gives rise to financial asset of one entity and a financial liability or equity instrument of another party.

## I. Financial Assets

### a. Initial recognition:

The Company classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement. Financial instruments are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial instruments are recognized initially at fair value plus transactions costs that are directly attributable to the acquisition or issue of the financial instrument, except for financial assets at fair value through statement of profit and loss, which are initially measured at fair value, excluding transaction costs (which is recognized in statement of profit and loss).

### b. Subsequent measurement:

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

ii. Financial assets at fair value through other comprehensive income (FVTOCI): - All equity instruments are measured at fair value. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis.

If the Company decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividend are recognised in OCI. There is no recycling of the amount from OCI to statement of profit and loss, even on sale of the instrument. However, the Company may transfer the cumulative gain or loss within the equity.

iii. Financial assets at fair value through statement of profit and loss (FVTPL) Equity instruments: - Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss.

### c. De-recognition:

A Financial Asset (or where applicable, part of financial asset) is primarily derecognized when the contractual right to receive cash flows from the asset has expired or the Company has transferred its right to receive cash flow from the financial asset and consequently all the risks and rewards of ownership of the asset to third party.

### d. Impairment of financial assets:

The Company recognizes loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through Statement of Profit and Loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, expected credit loss are measured at an amount equal to the twelve month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

## II. Financial Liabilities

### a. Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. The Company's financial liabilities include trade and other payable and loans and borrowings.

b. Subsequent measurement:

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

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in statement of profit and loss when liabilities are de-recognized. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance cost in the statement of profit and loss. Short term borrowings maturing within one year from the balance sheet date are measured at fair value at the balance sheet date due to short maturity.

c. De-recognition:

A financial liability is derecognized where the obligation under the liability is discharged or cancelled or expires where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified. Such an exchange or modification is treated as the de-recognition of the original liability and the recognition of new liability. The difference in the respective carrying amounts is recognized in the statement of Profit and Loss.

### III. Reclassification of financial assets and liabilities

Company determines the classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets and financial liabilities.

### IV. Offsetting of financial instruments

Financial assets and financial liabilities including derivative instruments are offset and the net amount is reported in the Balance sheet, if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

### V. Fair value measurement

Fair value is a market-based measurement, not an entity-specific measurement. Under Ind AS, fair valuation of financial instruments is guided by Ind AS 113 "Fair Value Measurement" (Ind AS - 113). For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability).

Three widely used valuation techniques specified in the said Ind AS are the market approach, the cost approach and the income approach which have been dealt with separately in the said Ind AS.

Each of the valuation techniques stated as above proceeds on different fundamental assumptions, which have greater or lesser relevance, and at times there is no relevance of a particular methodology to a given situation. Thus, the methods to be adopted for a particular purpose must be judiciously chosen. The application of any particular method of valuation depends on the Company being evaluated, the nature of industry in which it operates, the Company's intrinsic strengths and the purpose for which the valuation is made.

In determining the fair value of financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each balance sheet date.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities.



**Level 2:** Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

### 3.9 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand (including imprest), demand deposits and short-term highly liquid investments (certificate of deposits and commercial paper) that are readily convertible into known amount of cash and which are subject to an insignificant risk of changes in value. The Company has netted off the balance of bank overdraft with cash and cash equivalents for cash flow statement.

### 3.10 Equity investment in subsidiaries

Investments representing equity interest in subsidiaries are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements.

### 3.11 Provisions, contingent assets and contingent liabilities

Provisions are recognised only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are neither recognised nor disclosed except when realisation of income is virtually certain, related asset is disclosed.

### 3.12 Leases

#### Company as a lessee

At the inception of each lease, the lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

#### **Finance leases**

Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance leases. A finance lease is recognised as an asset and a liability at the commencement of the lease, at the lower of the fair value of the asset and the present value of the minimum lease payments.

Minimum lease payments made under finance leases are apportioned between finance charges and reduction of the lease liability. The Finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

#### **Operating leases**

Leases in which the lessor does not transfer substantially all the risks and rewards of ownership of an asset to the lessee are classified as operating leases. Lease rental are charged to statement of profit and loss on straight

line basis except where scheduled increase in rent compensates the lessor for expected inflationary costs.

### 3.13 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

### 3.14 Segment reporting

The Company identifies segment basis of the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are regularly reviewed by the CODM ('chief operating decision maker') and in assessing performance. The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship with the operating activities of the segment.

### 3.15 Government grants

Grants and subsidies from the government are recognised when there is reasonable assurance that (i) the Company will comply with the conditions attached to them, and (ii) the grant/subsidy will be received.

Grant or subsidy relates to revenue, it is recognised as income on a systematic basis in profit or loss over the periods necessary to match them with the related costs, which they are intended to compensate.

### 3.16 Significant management judgment in applying accounting policies and estimation uncertainty

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

#### a. Fair Valuation:

Some of the company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset and liability, the company uses market observable data to the extent it is available. When Level 1 inputs are not available, the company engages third party qualified external valuers to establish the appropriate valuation techniques and inputs to the valuation model. Such valuations are based on existing circumstances and assumptions about future developments which may change due to market changes or circumstances arising that are beyond the control of the Company which may have impact on such valuations.

#### b. Expected Credit Loss:

When determining whether the risk of default on a financial instrument has increased significantly since initial recognition, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the company's historical experience and credit assessment and including forward-looking information.

**c. Impairment loss in Investments carried at cost:**

The Company conducts impairment reviews of investments whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable or tests for impairment annually. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires the Company to estimate the value in use based on future cash flows and a suitable discount rate in order to calculate the present value.

**d. Useful life of Assets:**

Depreciation on property, plant and equipment is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

**e. Deferred Taxes**

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

**Notes to the Standalone financial statements for the year ended 31st March 2021**

		(Rs. In Lakhs)	
Particulars	As at 31.03.2021	As at 31.03.2020	
<b>Note 4: Cash and cash equivalents</b>			
Cash on hand	2.62	0.93	
Balance with banks in current account	-	39.53	
<b>Total</b>	<b>2.62</b>	<b>40.46</b>	
<b>Note 5: Bank balances other than Cash and cash equivalents</b>			
Earmarked balances (Unpaid dividend account)	2.06	2.22	
Fixed deposit with banks (with original maturity more than 3 months)	55.13	27.32	
<b>Total</b>	<b>57.19</b>	<b>29.54</b>	
<b>Note 6: Trade Receivables</b>			
Unsecured, considered good			
Sundry debtors	250.50	230.82	
<b>Total</b>	<b>250.50</b>	<b>230.82</b>	
<b>Note 7: Unsecured Loans</b>			
<b>At cost</b>			
Loan to Subsidiary ( refer Note 36)	357.51	357.51	
Loan repayable on demand	386.49	445.69	
<b>Total</b>	<b>744.00</b>	<b>803.20</b>	
<b>Loans in India</b>			
(i) Public sector	-	-	
(ii) Others	744.01	803.21	
	744.01	803.21	
<b>Note 8: Investments</b>			
(A) <b>At cost :</b>			
<b>Unquoted: Investments in fully paid equity instruments:</b>			
a) Investment in a Subsidiary Company:#			
211000 (March 31, 2020 : 211000) Equity shares of face value of Rs.10/- each of Sukartik Clothing Private Limited	542.00	542.00	
b) Investment in Shares of Other Companies:			
10000(March 31, 2020 : 10000) Equity shares of face value of Rs.10/- each of A&G Accelerators Private Limited	1.00	1.00	
736875( March 31, 2020 : 736875) Equity shares of face value of Rs.10/- each of Shree Narayan Silk House Private Limited	147.38	147.38	
40000(March 31,2020 : 40000) Equity shares of face value of Rs.10/- each of Mangal Savitri Investment Private Limited	46.00	46.00	
4550(March 31,2020 : Nil ) Equity shares of face value of Rs.10/- each of Kuntunath Merchants Private Limited	434.98	-	
<b>Share Application Money</b>			
4550(March 31,2020 : 4550 ) Equity shares of face value of Rs.10/- each of Kuntunath Merchants Private Limited	-	434.98	
<b>Investments in Government securities</b>			
National Saving Certificates*	0.23	0.23	
* stands in the name of one of the directors			
<b>Other non-current investment</b>			
Silver bar	3.05	3.05	
<b>(A)</b>	<b>1,174.64</b>	<b>1,174.64</b>	
<b>(B) At FVTPL</b>			
<b>Quoted: Investments in fully paid equity instruments:</b>			
100 (March 31,2020 : 324747) Equity shares of face value of Rs.10/- each of Agarwal Industrial Corporation Limited	0.15	144.99	
<b>(B)</b>	<b>0.15</b>	<b>144.99</b>	
<b>Total</b>	<b>1,174.79</b>	<b>1,319.63</b>	

**Notes to the Standalone financial statements for the year ended 31st March 2021**

Particulars	(Rs. In Lakhs)	
	As at 31.03.2021	As at 31.03.2020
(i) Investments in India	1,174.79	1,319.63
(ii) Investments outside India	-	-
	<u>1,174.79</u>	<u>1,319.63</u>

Name of Subsidiaries	Principle Place of Business	Ownership Interest	
		As at 31.03.2021	As at 31.03.2020
Sukartik Clothing Private Limited	India	70.10%	70.10%

# Investment in subsidiaries are measured at cost as per Ind AS 27 'Separate Financial Statements'.

**Note 9: Other financial assets**

Interest accrued	1.99	1.31
<b>Total</b>	<b><u>1.99</u></b>	<b><u>1.31</u></b>

**Note 10: Inventories**

Stock-in-Trade - Shares	83.43	49.01
<b>Total</b>	<b><u>83.43</u></b>	<b><u>49.01</u></b>

**Note 11: Deferred tax assets(net)****Deferred Tax Assets:**

Difference between book and tax depreciation	2.30	2.24
MAT Credit Entitlement*	613.37	613.37
Gratuity	1.00	0.83
Provision for Standard Asset	0.75	0.81
Investments at Fair value	-	127.06

**Deferred Tax Liabilities:**

Investments at Fair value	-	-
<b>Total</b>	<b><u>617</u></b>	<b><u>744</u></b>

\*As per Ind AS 12, the Company has considered MAT entitlement credit as deferred tax asset being unused tax credit entitlement.

**The movement in deferred tax assets and liabilities during the year ended March 31, 2021 and March 31, 2020:**

Particulars	As at 01.04.2019	Credit/(charge) in statement of Profit and	As at 31.03.2020	Credit/(charge) in statement of Profit and	As at 31.03.2021
	Deferred Tax Asset/ (Liabilities)		Deferred Tax Asset/ (Liabilities)		Deferred Tax Asset/ (Liabilities)
Provision for Standard Asset	0.54	0.27	0.81	(0.06)	0.75
Provision for Gratuity	0.68	0.15	0.83	0.17	1.00
PPE	2.92	(0.68)	2.24	0.07	2.30
Investments at Fair value	63.78	63.28	127.06	(127.07)	-

## Notes to the Standalone financial statements for the year ended 31st March 2021

## Note 12: Property, plant and equipment

(Rs. In Lakhs)

Gross carrying amount	Land	Vehicle	Office Equipments	Computers	Electric Equipment	TOTAL
Balance as at April 1, 2019	0.78	51.60	14.29	8.38	1.93	76.98
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Balance as at March 31, 2020	0.78	51.60	14.29	8.38	1.93	76.98
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Balance as at March 31, 2021	0.78	51.60	14.29	8.38	1.93	76.98

## Accumulated depreciation

Balance as at April 1, 2019	-	51.60	12.68	6.99	1.93	73.20
Depreciation charge for the year	-	-	0.44	0.81	-	1.25
Balance as at March 31, 2020	-	51.60	13.12	7.80	1.93	74.45
Depreciation charge for the year	-	-	0.44	0.57	-	1.01
Balance as at March 31, 2021	-	51.60	13.56	8.37	1.93	75.46

## Net block

Balance as at March 31, 2020	0.78	-	1.17	0.58	-	2.53
Balance as at March 31, 2021	0.78	-	0.73	0.01	-	1.52

## Note 13: Intangible assets

Gross carrying amount	Computer Software	TOTAL
Balance as at April 1, 2019	34.81	34.81
Additions	-	-
Disposals	-	-
Balance as at March 31, 2020	34.81	34.81
Additions	-	-
Disposals	-	-
Balance as at March 31, 2021	34.81	34.81

## Accumulated depreciation

Balance as at April 1, 2019	34.81	34.81
Depreciation charge for the year	-	-
Balance as at March 31, 2020	34.81	34.81
Depreciation charge for the year	-	-
Balance as at March 31, 2021	34.81	34.81

## Net block

Balance as at March 31, 2020	-	-
Balance as at March 31, 2021	-	-

## Note 14: Current tax assets(net)

Advance Income tax ( net )	2.54	1.74
<b>Total</b>	<b>2.54</b>	<b>1.74</b>

## Note 15: Other Non- financial assets

Security Deposit	0.80	0.80
Prepaid expenses	0.17	0.20
Misc. Expenses	5.74	5.74
Other assets	6.60	4.80
<b>Total</b>	<b>13.31</b>	<b>11.54</b>

**Notes to the Standalone financial statements for the year ended 31st March 2021**

		(Rs. In Lakhs)	
<b>Particulars</b>		<b>As at 31.03.2021</b>	<b>As at 31.03.2020</b>
<b>Note 16: Payables</b>			
Trade Payables			
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro and small enterprises		5.78	17.22
		<u>5.78</u>	<u>17.22</u>
Other Payables			
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro and small enterprises		-	-
		<u>-</u>	<u>-</u>
<b>Total</b>		<u><b>5.78</b></u>	<u><b>17.22</b></u>
<b>Note 17: Borrowings</b>			
Loan from related parties (refer note 36)		180.28	41.88
<b>Total</b>		<u><b>180.28</b></u>	<u><b>41.88</b></u>
Borrowings in India		180.28	41.88
Borrowings outside India		-	-
		<u><b>180.28</b></u>	<u><b>41.88</b></u>
<b>Note 18: Other financial liabilities</b>			
Bank Overdraft		2.98	-
Unpaid dividends		2.06	2.22
Accrued Exoenses		-	0.07
<b>Total</b>		<u><b>5.04</b></u>	<u><b>2.29</b></u>
<b>Note 19: Provisions</b>			
Provision for employee benefits(Gratuity)		2.70	3.34
Provision for Standard assets		2.98	3.21
<b>Total</b>		<u><b>5.68</b></u>	<u><b>6.55</b></u>
<b>Note 20: Other Non-financial liabilities</b>			
Statutory dues payable		0.86	1.39
Outstanding expenses		0.05	0.04
<b>Total</b>		<u><b>0.91</b></u>	<u><b>1.43</b></u>
<b>Note 21: Equity share capital</b>			
<b>Authorised</b>		Numbers	Amount
Equity shares of Rs.10/- each		30000000	3,000
<b>Total</b>		<u>3,000</u>	<u>3,000</u>
<b>Issued, subscribed and paid-up</b>		Numbers	Amount
Equity shares of Rs. 10/- each fully paid up		19635000	1,963.50
<b>Total</b>		<u><b>1,963.50</b></u>	<u><b>1,963.50</b></u>

**Notes to the Standalone financial statements for the year ended 31st March 2021**

## 2.a Reconciliation of number of equity shares outstanding at the beginning and at the end of the year :

Particulars	Numbers	Amount	Numbers	Amount
At the beginning of the year	19635000	1,963.50	19528656	1,952.87
Add : Equity shares issued on conversion of warrants	0	-	35448	3.54
Allotted as fully paid by way of Bonus Shares	0	-	70896	7.09
At the end of the year	19635000	1,963.50	19635000	1,963.50

## 2.b The company has issued only one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of preferential amounts, in proportion of their shareholding.

## 2.c Shareholders holding more than 5% of share capital at the end of the year :

Name of shareholders	Numbers	% of Holding	Numbers	% of Holding
Shri Ramakant Gaggar	37,57,670	19.14	37,57,670	19.14
Mangal Savitri Bizcon Pvt. Ltd.	16,52,716	8.42	16,52,716	8.42
Shri Suresh Gaggar	32,60,021	16.60	32,60,021	16.60

**Note 22 : Other equity**Reserve fund in terms of Section 45-IC(1) of RBI Act, 1934

Balance at the beginning of the year	-	-
Add:- Transferred from surplus in Statement of P	-	-
Balance at the end of the year	-	-

Securities Premium account

Balance at the beginning of the year	4,546.49	4,266.45
Add : on account of issue of equity shares on conversion of share warrants	-	287.13
Less:- Bonus shares issued	-	7.09
Balance at the end of the year	4,546.49	4,546.49

Retained Earnings

Balance at the beginning of the year	(3,345.23)	(2,189.07)
Add : Profit (loss) after tax for the year	(414.69)	(1,156.16)
Balance at the end of the year	(3,759.92)	(3,345.23)

Less : Appropriations

Transfer to Reserve fund u/s 45-IC(1) of RBI	-	-
Proposed Dividend	-	-
Tax on Proposed Dividend	-	-

Money received against share warrants

Balance at the beginning of the year	-	72.67
Conversion of share warrants into equity share	-	72.67
Balance at the end of the year	-	-

**OTHER RESERVES**Other Comprehensive income

Balance at the beginning of the year	(0.04)	(0.04)
Add: Movement in OCI (Net) during the year	1.26	-
Less : Tax on above	(0.33)	-
Balance at the end of the year	1.55	(0.04)

**Total****788.12****1,201.22**



**Notes to the Standalone financial statements for the year ended 31st March 2021****Nature and purpose of reserve :****Securities premium**

Securities premium represents premium received on issue of shares. The amount is utilised in accordance with the provisions of the Companies Act 2013.

**Reserve fund u/s 45-IC(1) of RBI,1934**

The reserve is created as per the provision of Section 45(IC) of Reserve Bank of India Act, 1934. This is a restricted reserve and no appropriation can be made from this reserve fund except for the purpose as may be prescribed by Reserve Bank of India.

**Retained Earnings**

Retained earnings generally represents the undistributed profits/ amount of accumulated earnings of the company and includes remeasurement gains/losses on defined benefit obligations.

Particulars	(Rs. In Lakhs)	
	For the year ended	For the year ended
<b>Note 23: Interest Income</b>		
On Financial Assets measured at Amortised Cost		
Interest on Loans	31.44	23.50
Interest on deposits with Banks	2.91	2.01
<b>Total</b>	<b>34.35</b>	<b>25.51</b>
<b>Note 24: Other Income</b>		
Provision against Standard assets of NBFC's written back	0.24	-
<b>Total</b>	<b>0.24</b>	<b>-</b>
<b>Note 25: Finance Cost</b>		
On Financial liabilities measured at Amortised Cost		
Interest On Borrowings	0.96	1.53
<b>Total</b>	<b>0.96</b>	<b>1.53</b>
<b>Note 26 : Net Loss on Fair Value Changes</b>		
(A) Net gain/ (loss) on financial instruments at fair value		
(i) On trading portfolio		
Investments	(54.79)	842.48
Derivatives	284.98	213.76
Others	-	-
(ii) On financial instruments designated at fair value through	-	-
(B) Others	-	-
Total Net gain/(loss) on fair value changes (C)	230.19	1,056.24
Fair Value changes:		
Realised	245.91	350.56
Unrealised	(15.72)	705.68
<b>Total</b>	<b>230.19</b>	<b>1,056.24</b>

**Notes to the Standalone financial statements for the year ended 31st March 2021**

		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>		<b>For the year ended 31.03.2021</b>	<b>For the year ended 31.03.2020</b>
<b>Note 27: Changes in Inventories</b>			
Opening stocks:			
Stock in trade		49.01	211.24
Closing stocks:			
Stock in trade		83.43	49.01
<b>Total</b>		<b>(34.42)</b>	<b>162.23</b>
<b>Note 28: Employee benefit expenses</b>			
Salaries and Wages		13.76	24.64
Director Remuneration		18.00	18.00
Contribution to Provident Fund and other funds		0.71	1.13
Staff Welfare Expenses		0.18	0.51
<b>Total</b>		<b>32.65</b>	<b>44.28</b>
<b>Note 29: Other expenses</b>			
Advertisement and Publicity		0.52	0.73
Auditors remuneration (refer note 31)		3.30	3.23
Bank charges		0.06	0.12
Bonus Issue Expenses		-	0.24
Communication expenses		0.23	0.31
Demat charges		0.15	0.35
GST Expenses		15.36	28.61
General expenses		15.07	12.54
Insurance		0.13	0.14
Legal and professional charges		6.41	2.96
Printing & Stationery		0.02	0.05
Provision for Standard assets		-	1.12
Corporate Social Responsibility expense		23.13	-
Rates and Taxes		4.15	4.04
Repairs and maintenance		0.03	0.01
Share Trading Expenses & STT		21.78	33.84
Travelling and Conveyance		2.27	4.73
<b>Total</b>		<b>92.61</b>	<b>93.02</b>
<b>Note 30: Earning per equity share</b>		<b>2020-2021</b>	<b>2019-2020</b>
Net profit / (loss) after tax	Rs.	(414.69)	(1,156.16)
Weighted average number of shares used in computing basic earnings per share	Numbers	19635000	19635000
Effect of potential equity shares on allotment of shares on conversion of warrants	Numbers	-	-
Weighted average number of shares used in computing basic earnings per share	Numbers	19635000	19635000
Basic earnings per share	Rs.	(2.11)	(5.89)
Diluted earnings per share	Rs.	(2.11)	(5.89)

**Notes to the Standalone financial statements for the year ended 31st March 2021****Note 31: Payment to auditors(Including Goods & Service Tax)**

(Rs. In Lakhs)

	2020-2021	2019-2020
Statutory audit fees	2.00	2.07
Tax audit fees	0.35	0.35
Income tax matter & ITR	0.35	0.35
Certification work	0.60	0.71
	<b>3.30</b>	<b>3.48</b>

**Note 32: Contingent liabilities and commitments (to the extent not provided for)**

There is no contingent liability not acknowledged as debt.

**Note 33 :** The management is of view that as per Ind AS 36, no impairment loss is required to be recognised, as the present values of assets are higher than the carrying amount of such assets.

**Note 34 :** The Company has granted Interest free loans to its subsidiary company.

**Note 35: Employee benefits expense**

The Company has adopted Indian Accounting Standard (Ind AS) - 19 on Employee Benefit as under

## (a) Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, which is a defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue.

**Contribution to defined contribution plan recognised, charged off for the year, are as under:**

(Rs. In Lakhs)

	2020-2021	2019-2020
Employer's contribution to provident fund	2.71	3.34

## (b) Defined benefit plan:

Leave Encashment: During the year 2020-21, the amount paid to employees as leave encashment is Rs. NIL

Gratuity:

The employee's gratuity scheme is non -fund based. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

## I) Reconciliation of defined benefit obligation

(Rs. In Lakhs)

	2020-2021	2019-2020
Defined Benefit obligation at beginning	3.34	2.68
Current service cost	0.40	0.45
Interest cost	0.23	0.20
Benefits paid	-	-
<i>Components of Actuarial (gains)/losses on obligations</i>		
- due to demographic assumptions	-	0.29
- due to financial assumptions	-	-
- due to experience adjustments	(1.26)	(0.29)
Past service cost	-	-
Defined Benefit obligation at year end	2.71	3.34

**Notes to the Standalone financial statements for the year ended 31st March 2021**

II) Net liability / (asset) recognised in the balance sheet	(Rs. In Lakhs)	
	<b>2020-2021</b>	<b>2019-2020</b>
Present value of defined benefit obligation	2.71	3.34
Fair value of plan assets	-	-
Net liability / (asset)	2.71	3.34
Less: Unrecognised past service cost	-	-
Liability / (asset) recognised in the balance sheet	2.71	3.34
Of which short term defined benefit obligation at end of the year	0.08	0.09
III) Expenses recognized during the year	(Rs. In Lakhs)	
	<b>2020-2021</b>	<b>2019-2020</b>
Current service cost	0.40	0.45
Interest cost	0.23	0.20
Defined benefit cost included in Statement of profit and Remeasurements of the net defined benefit plans-Actuarial (gains)/losses on obligations	0.63	0.65
	(1.26)	(0.29)
Defined benefit cost included in Other Comprehensive Income	(1.26)	(0.29)
Total defined benefit recognized in Statement of profit & loss and Other Comprehensive Income	(0.63)	0.36
IV) Actuarial assumptions	<b>2020-2021</b>	<b>2019-2020</b>
Salary growth rate	7.50%	7.50%
Discount rate	6.85%	6.85%
Withdrawal rate		
Up to 25 years	10.00%	10.00%
25 to 35 years	6.00%	6.00%
35 to 45 years	4.00%	4.00%
45 to 55 years	2.00%	2.00%
55 years & above	1.00%	1.00%
	IALM 2012-14	IALM 2012-14
Mortality Rate	(Ult.)	(Ult.)

## V) Sensitivity analysis for gratuity liability

The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points.

Particulars	31 March 2021		31 March 2020	
	Increase	Decrease	Increase	Decrease
Discount rate (50 bps movement)	-5.20%	5.61%	-5.30%	5.72%
Rate of increase in salaries (50bps movement)	5.55%	-5.20%	5.66%	-5.29%

The above Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged. Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously. The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

**Notes to the Standalone financial statements for the year ended 31st March 2021****Note 36: Related Party Disclosures:****I) Names of related parties and description of relationships****a) Key Managerial Personnel (KMP)**

Suresh Gaggar	Director
Ramakant Gaggar	Managing Director
Sharad Rathi	Director ( Resigned on 24/08/2020)
Sandhya Lotlikar	Director
Jaswantpatil Dilipsingh Patil	Director
Vishnu Kant Bhangadia	Director
Shyam Taaparia	Director (Appointed on 27/03/2021)
Kumkum Shah	Company Secretary (Appointed on 15/10/2020)
Sanjay Ravindra Raut	CFO

**b) Relatives of KMP & Entities over which KMP exercises**

Indra Gaggar	Relative of Director
Kartik Gaggar	Relative of Director
Swati Gaggar	Relative of Director
Preeti Gaggar	Relative of Director
Kirti Gaggar	Relative of Director
Prakash Gaggar	Relative of Director
Subhash Gaggar	Relative of Director
Navratan Gaggar	Relative of Director
Prabbha Bihani	Relative of Director
Saroj Jaju	Relative of Director
Suman Jhanwar	Relative of Director
Madhu Bang	Relative of Director
Kanchan Soni	Relative of Director
Suresh Gaggar HUF	Entity controlled by Director
GVS Chemical Private Limited	Entity controlled by Director
Alaukik Mines & Power Private Limited	Entity controlled by Director
Bhuta Investment Private Limited	Entity controlled by Director
Mangal Savitri Bizcon Private Limited	Entity controlled by Director
Gini Silk Mills Limited	Entity controlled by Director
Minex Explore Pvt. Ltd.	Entity controlled by Director
Blue Square Corporate Services Limited	Entity controlled by Director
Deepganga Total Health Solutions Pvt Ltd	Entity controlled by Director
Deep Ganga Foundation	Entity controlled by Director
Kamai Capital Private Limited	Entity controlled by Director
Harco Silk Mills Private Limited	Entity controlled by Director
Canova Trading Pvt Ltd	Entity controlled by Director
Honour Sales Agencies Pvt Ltd	Entity controlled by Director
Azure Exim Services Limited	Entity controlled by Director
Anandmangal Fintrade Limited	Entity controlled by Director's relative

**c) Holding / Subsidiary Company**

Sukartik Clothing Private Limited	Subsidiary Company
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**II) Transactions during the year and balances outstanding as at year end with the related parties are as follows:**

(Rs. In Lakhs)

Particulars	Volume of Transactions	
	2020-2021	2019-2020
<b>LOAN TAKEN / (REPAYMENTS MADE )</b>		
Sarika Gaggar	- (0.60)	46.00 (44.00)
Suresh Gaggar	118.00 (39.88)	147.38 (107.50)
Minex Explore Private Limited	60.88 -	- -
<b>LOAN GIVEN (REPAYMENTS RECEIVED)</b>		
Sukartik Clothing Private Limited	-	(25.00)
Anandmangal Fintrade Limited	0.64 -	3.08 (6.00)

**Notes to the Standalone financial statements for the year ended 31st March 2021**

	<b>As at</b> <b>31.03.2021</b>	<b>As at</b> <b>31.03.2020</b>
<b>Remuneration to KMP</b>		
Salary to Director	18.00	13.50
Salary to CFO	4.25	3.91
Salary to Company secretary	1.80	4.62

**III) Outstanding balances with related parties in ordinary course of business:**

<b>Name of Related Party</b>	<b>Nature of balance</b>	<b>As at</b> <b>31.03.2021</b>	<b>As at</b> <b>31.03.2020</b>
Sarika Gagar	Borrowings	1.40	2.00
Suresh Gagar	Borrowings	118.00	39.88
Sukartik Clothing Private Limited	Loans Given	357.51	357.51
Anandmangal Fintrade Limited	Loans Given	10.63	9.99
Minex Explore Private Limited	Borrowings	60.88	-
Ramakant Gagar	Remuneration	-	-
Sanjay Raut	Remuneration	-	-
Kumkum Shah	Remuneration	-	-

<b>Compensation of Key management personnel</b>	<b>31.03.2021</b>	<b>31.03.2020</b>
Short-term benefits	24.05	22.04
Post employment benefits*	-	-

\* Remuneration does not include gratuity as employee wise break up is not available.

Note:

- 1) Related party relationship is identified by the Company and relied upon by the auditors.
- 2) Figure in the brackets pertains to previous year.

**Note 37: Capital Management**

The Company is cash surplus and has only equity capital. The Company operates as an Investment Company and is registered as Non-Banking Financial Company - Investments Company with Reserve Bank Of India. The Company has to maintain the minimum net-worth as prescribed by SEBI and RBI. The net-worth is monitored by Company on half yearly basis.

The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders through the optimisation of the debt and equity balance. The management and the Board of Directors monitors the return on capital to shareholders.

(Rs. In Lakhs)

<b>Particulars</b>	<b>As at</b>	<b>As at</b>
Net Debt *	122.46	(26.81)
Total Equity	1,963.50	1,963.50
<b>Net debt to equity ratio</b>	<b>0.06</b>	<b>(0.01)</b>

\* Net debt includes borrowings other than debt securities + interest accrued - cash and cash equivalents - bank balances other than cash and cash equivalents.

No changes were made in the objectives, policies and processes of capital management during the year.

**Notes to the Standalone financial statements for the year ended 31st March 2021****Note 38: Financial Instruments****A. Financial assets and Liabilities**

The carrying amounts and fair values of financial instruments by category are as follows:

(Rs. In Lakhs)

Particulars	Note	31.03.2021	31.03.2020
<b>Financial assets measured at fair value</b>			
Investments measured at :			
(i) Fair value through other comprehensive Income	Note 8	-	-
(ii) Fair value through profit and loss	Note 8	0.16	145.00
<b>Financial assets measured at amortised cost</b>			
Cash and cash equivalents	Note 4	2.62	40.45
Bank balances other than cash and	Note 5	57.19	29.54
Trade receivables	Note 6	250.50	230.82
Loans	Note 7	744.01	803.21
Investments	Note 8	1,174.63	1,174.63
Other Financial assets	Note 9	1.99	1.31
<b>TOTAL</b>		<b>2,231.10</b>	<b>2,424.96</b>

Particulars	Note	31.03.2021	31.03.2020
<b>Financial Liabilities measured at amortised cost</b>			
Trade Payables	Note 16	5.78	17.22
Borrowings(other than debt securities)	Note 17	180.28	41.88
Other financial liabilities	Note 18	5.04	2.29
<b>TOTAL</b>		<b>191.10</b>	<b>61.39</b>

**B. Fair values hierarchy**

Financial assets and financial liabilities are measured at fair value in the financial statements and are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the

**Level 1:** Quoted prices (unadjusted) for identical instruments in an active market;

**Level 2:** Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

**Level 3:** Inputs which are not based on observable market data (unobservable inputs).

**B.1 Financial assets and liabilities measured at fair value - recurring fair value measurements**

As at March 31, 2021	Level 1	Level 2	Level 3	Total
Assets				
Investments at fair value through profit and loss (refer Note 8)	0.16	-	-	0.16
<b>As at March 31, 2020</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Assets				
Investments at fair value through profit and loss (refer Note 8)	145.00	-	-	145.00

**Valuation**

The fair values of the financial assets and liabilities (other than above) are defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent.

**Financial assets and liabilities measured at fair value as at Balance Sheet date:**

(i) Short-term financial assets and liabilities are stated at carrying value which is approximately equal to their fair value.

(ii) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments(other than above), the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

**Notes to the Standalone financial statements for the year ended 31st March 2021****C. Financial Risk Management Framework**

The Company's business activities are exposed to a variety of financial risks, namely market risk, liquidity risk, interest rate risk and credit risk. The Company's management and the Board of Directors has the overall responsibility for establishing and governing the Company's risk management framework. The Board of Directors which is responsible for developing and monitoring the Company's risk management policies. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The key risks and mitigating actions are also placed before the Audit Committee of the Company.

**i) Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations. Financial instruments that are subject to credit risk principally consist of trade receivables, investments, loans, cash and cash equivalents, other balances with banks and other financial assets. None of the financial instruments of the Company result in material credit risk.

Credit risk with respect to trade receivables are limited, due to the Company has a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. All trade receivables are reviewed and assessed for default on a quarterly basis. Our historical experience of collecting receivables is that credit risk is low. Hence, trade receivables are considered to be a single class of financial assets.

Credit risk on cash and cash equivalents, other bank balances with bank is limited as the Company generally invest in deposits with banks.

The Company's maximum exposure to credit risk as at 31st March, 2021 and 2020 is the carrying value of each class of financial assets.

**ii) Liquidity risk**

The Company's principal sources of liquidity are cash and cash equivalents' and cash flows generated from operations. The Company believes that its working capital is sufficient to meet the financial liability. The company has no borrowings. The Company has invested its surplus funds in fixed deposits with banks, thereby ensuring safety of capital and availability of liquidity as and when required. Hence, the Company carries a negligible liquidity risk.

The Company maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31st March, 2021 and 31st March, 2020. Cash flow from operating activities provides the funds to service the financial liabilities on a day-to-day basis. The Company invests its surplus funds in bank fixed deposit which carry no or low market risk.

**Maturities of financial assets and liabilities**

The tables below analyse the Group financial assets and liabilities into relevant maturity groupings based on their contractual maturities.

(Rs. In Lakhs)

**a. Financial Assets****31.03.2021**

Particulars	Carring Value	0-1 years	1-3 years	above 3 years
Cash and cash equivalents	2.62	2.62	-	-
Bank balances other than cash and	57.19	57.19	-	-
Trade receivables	250.50	250.50	-	-
Loans	744.00	744.00	-	-
Investments	1,174.80	1,174.80	-	-
Other Financial assets	1.99	1.99	-	-
<b>Total</b>	<b>2,231.10</b>	<b>2,231.10</b>	<b>-</b>	<b>-</b>

**31.03.2020**

Particulars	Carring Value	0-1 years	1-3 years	above 3 years
Cash and cash equivalents	40.45	40.45	-	-
Bank balances other than cash and	29.54	29.54	-	-
Trade receivables	230.82	230.82	-	-
Loans	803.21	803.21	-	-
Investments	1,319.63	1,319.63	-	-
Other Financial assets	1.31	1.31	-	-
<b>Total</b>	<b>2,424.96</b>	<b>2,424.96</b>	<b>-</b>	<b>-</b>



**Notes to the Standalone financial statements for the year ended 31st March 2021****b. Financial Liabilities**

(Rs. In Lakhs)

Particulars	Carrying Value	31.03.2021		
		0-1 years	1-3 years	above 3 years
Borrowings	180.28	-	180.28	-
Trade payables	5.78	5.78	-	-
Other financial liabilities	5.04	5.04	-	-
<b>Total</b>	<b>191.10</b>	<b>10.82</b>	<b>180.28</b>	<b>-</b>

Particulars	Carrying Value	31.03.2020		
		0-1 years	1-3 years	above 3 years
Borrowings	41.88	-	41.88	-
Trade payables	17.22	17.22	-	-
Other financial liabilities	2.29	2.29	-	-
<b>Total</b>	<b>61.39</b>	<b>19.51</b>	<b>41.88</b>	<b>-</b>

**iii) Market Risk**

Market risk is the risk that the changes in market prices such as interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

**a) Interest rate risk**

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to borrowing obligations. The Company has no borrowings and hence the Interest rate risk is negligible.

**b) Price risk**

The Company's exposure to price risk arises from investments held and classified in the balance sheet either as fair value through other comprehensive income or at fair value through profit and loss. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio across capitalisation sectors with large cap bias and active monitoring of the portfolio using effective strategic tools. Diversification of the portfolio is as per the Investment policy of the Company.

**Notes to the Standalone financial statements for the year ended 31st March 2021**

**Note 39:** The Company has disclosed the segment information in the Consolidated Financial Statements, in accordance with IND AS – 108 - Segment Reporting

**Note 40:** The impact of Covid -19 pandemic was felt across the economy and business segments. The stock exchanges were permitted to function uninterrupted during the lockdown and as such investment and related operations of the Company were not affected substantially. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of financial and non financial assets held by the Company.

**Note 41:** No amount is due to Micro, Small or Medium Enterprises.

**Note 42:** Corporate social responsibility expenses: (Rs. In Lakhs)

Particulars	For the year ended March 31,2021	For the year ended March 31,2020
Gross amount to be spent by the Company	-	-
Unspent amount of earlier years	23.13	23.13
Amount spent during the year in cash	23.13	-
Unspent amount upto current year	-	23.13

CSR not applicable during the current financial year since the Company does not fulfill the conditions laid down under Section 135 of the Companies Act,2013.

**Note 43:** Previous year's figures have been re-grouped/ re-classified, wherever necessary, to make them comparable with the current year's figures.

**Note 44 : Other Disclosure**

Disclosure of details as required in terms of paragraph 13 of Non-Systemically important Non-Banking Financial Non- Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions 2016 is as per Annexure.

**For B M Gattani & Co**  
**Chartered Accountants**

Firm Registration No. : 113536W

**Balmukund N Gattani**  
 Proprietor  
**Membership No. 047066**

Place : Mumbai  
 Date : 30/06/2021

**Suresh Gaggar**  
 Chairman  
**DIN : 00599561**

**Sanjay Raut**  
 Chief Financial Officer

**Ramakant Gaggar**  
 Managing Director  
**DIN : 01019838**

**Vishnu K Bhangadia**  
 Director  
**DIN: 02405217**

Particulars	(Rs. In Lakhs)
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(1) **Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:**

**Asset side:**

Particulars	Amount Outstanding
(a) Secured	
(b) Unsecured	744.00

Particulars	Amount Outstanding
(i) Lease assets including lease rentals under sundry debtors:	
(a) Financial lease	-
(b) Operating lease	-
(ii) Stock on hire including hire charges under sundry debtors:	
(a) Assets on hire	-
(b) Repossessed Assets	-
(iii) Other loans counting towards AFC activities	
(a) Loans where assets have been repossessed	-
(b) Loans other than (a) above	-

Particulars	Amount Outstanding
<b>Current Investments :</b>	
1. Quoted :	
(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-
2. Unquoted :	
(i) Shares : (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-
<b>Long Term Investments :</b>	
1. Quoted :	
(i) Shares : (a) Equity	0.15
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	
(v) Others (please specify)	
2. Unquoted :	
(i) Shares : (a) Equity	1,171.36
(b) Preference	
(ii) Debentures and Bonds	
(iii) Units of mutual funds	
(iv) Government Securities	
(v) Others ( Share application money , NSC and Silver bar)	3.28

## (5) Borrower group-wise classification of assets financed as in (2) and (3) above :

Category	Amount net of Provisions		
	Secured	Unsecured	Total
1. Related Parties**			
(a) Subsidiaries	-	357.51	357.51
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-
2. Other than related parties	-	386.49	386.49
<b>Total</b>	<b>-</b>	<b>744.00</b>	<b>744.00</b>

## (6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

Category	Amount net of Provisions	
	Market Value/ Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties**		
(a) Subsidiaries	542.00	542.00
(b) Companies in the same group	47.00	47.00
(c) Other related parties	-	-
2. Other than related parties	585.79	730.63
<b>Total</b>	<b>1,174.79</b>	<b>1,319.63</b>

## (7) Other information

Particulars	Amount
(i) Gross Non-Performing Assets	
(a) Related parties	-
(b) Other than related parties	-
(ii) Net Non-Performing Assets	
(a) Related parties	-
(b) Other than related parties	-
(iii) Assets acquired in satisfaction of debt	-

## INDEPENDENT AUDITOR'S REPORT

**To**  
**The Board of Directors of**  
**Garnet International Limited**

### **Report on the audit of the Consolidated Financial Results**

#### **Opinion**

We have audited the Consolidated Financial results of Garnet International Limited ("Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as the Group") for the year ended March 31, 2021 included in the accompanying statement of "Consolidated Financial results for the quarter and year ended 31st March, 2021 ("Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 and 52(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. includes the result of one subsidiary : Sukartik Clothing Private Limited
- ii. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of the consolidated net profit, other comprehensive loss and other financial information of the Group for the quarter and year ended March 31, 2021.

#### **Basis for Qualified Opinion**

1. *Company has granted interest free unsecured loan to its subsidiary company (parties covered under section 186 of the Companies Act, 2013), which is in non-compliance of provisions of Section 186(7) of the Act.*
2. *In the Consolidated Financial Statements, the Subsidiary company has not made provision for Employee benefits as per IND-AS 19 which deals with "Employee Benefits"*

*The Impact of the above contravention on the profit/loss and the liability is not ascertainable readily.*

We conducted our audit in accordance with the Standards on Auditing (SAs), as specified under Section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our qualified audit opinion on the financial statements.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the year ended March 31, 2021. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matter described below to be the key audit matter in our audit of the Company for the year ended March 31, 2021:

Sr. No.	Key Audit Matter	Auditor's Response
1.	<p><b>Fair Valuation of investments</b></p> <p>The Company's investments are measured at fair value at each reporting date and these fair value measurements significantly impact the Company's results. Within the Company's investment portfolio, the valuation of certain assets such as unquoted equity requires significant judgement as a result of quoted prices being unavailable and limited liquidity in these markets.</p>	<p>We have assessed the Company's process to compute the fair value of various investments. For quoted instruments we have independently obtained market quotations and recalculated the fair valuations. For the unquoted instruments, we have obtained an understanding of the various valuation methods used by management and analysed the reasonableness of the principal assumptions made for estimating the fair values and various other data used while arriving at the fair value measurement.</p>

## Information Other than the Consolidated Ind AS financial statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Holding Company's Directors' Report (including annexures) and Report on Corporate Governance, but does not include the Consolidated Ind AS financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## **Management's Responsibilities for the Consolidated Financial Results**

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors is responsible for the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive loss and other financial information of the Group including in accordance with the applicable accounting standards prescribed under section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Results**

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

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

- i. Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for

expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- iv. Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- v. Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.
- vi. Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group of which we are the independent auditors, to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the Statement of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company and such other entities included in the Statement of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

We also performed procedures in accordance with the Circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, as amended, to the extent applicable.

### **Report on Other Legal and Regulatory Requirements**

As required by section 143 (3) of the Act, we report, that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated statement of changes in equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Ind AS specified under section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2021 taken on record by the Board of Directors of the Holding Company and its subsidiary



company, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the group and the operating effectiveness of such controls, refer to our separate report in Annexure 'B'.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the holding Company to its managing director during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, we further report that:
  - i. The Group has no pending litigation which may impact Consolidated financial position of the Group;.
  - ii. The Group did not have any Long Term Contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.

For **B M Gattani & Co**

**Chartered Accountants**

Firm Registration No. 113536W

**Balmukund N Gattani**

Proprietor

M.No .047066

UDIN : 21047066AAAAEN6741

Date: 30.06.2021

Place: Mumbai

## **Annexure "B" to Independent Auditors' Report**

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

### **Report on the Consolidated Financial Statements**

We have audited the internal financial controls with reference to the consolidated Ind AS financial statements of Garnet International Limited ("hereinafter referred to as "the Holding Company"), its subsidiary company incorporated in India, as of March 31, 2021 in conjunction with our audit of the Consolidated Financial Statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Holding Company and its subsidiary company incorporated in India are responsible for establishing and maintaining internal financial controls with reference to consolidated Ind AS financial statements based on the criteria established by the Holding Company and its subsidiary company incorporated in India 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 (the "Guidance Note"). 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 Act.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these consolidated Ind AS financial statements 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 with reference to these consolidated Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to these consolidated Ind AS financial statements included obtaining an understanding of internal financial controls with reference to these consolidated Ind AS financial statements, 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 with reference to these consolidated Ind AS financial statements..

## Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control with reference to these consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Ind-As 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

In view of the inherent limitations of internal financial controls with reference to these consolidated Ind AS financial statements, 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 with reference to these consolidated Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to these consolidated Ind AS financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, to the best of our information, according to the explanations given to us, and based on the consideration of reports of the other auditors referred to in the Other Matter Paragraph below, the Holding Company and its subsidiary company incorporated in India, have, in all material respects, an adequate internal financial controls with reference to these consolidated Ind AS financial statements and such internal financial controls with reference to these consolidated Ind AS financial statements were operating effectively as at March 31, 2021, based on the internal financial controls with reference to the financial statements criteria established by the Holding Company, its subsidiary company considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For **B M Gattani & Co**

**Chartered Accountants**

Firm Registration No. 113536W

**Balmukund N Gattani**

Proprietor

M.No .047066

UDIN: 21047066AAAAEN6741

Date: 30.06.2021

Place: Mumbai

**CONSOLIDATED BALANCE SHEET AS AT 31st MARCH 2021**

		(Rs. In Lakhs)	
Particulars	Note No.	As at 31.03.2021	As at 31.03.2020
<b>ASSETS</b>			
<b>Financial assets</b>			
Cash and cash equivalents	4	8.44	46.26
Bank balances other than cash and cash equivalents above	5	62.24	34.71
Trade receivables	6	1,041.47	774.20
Loans	7	387.63	447.05
Investments	8	632.80	777.63
Other Financial assets	9	123.70	101.47
<b>Total Financial Assets</b>		<b>2,256.28</b>	<b>2,181.32</b>
<b>Non Financial assets</b>			
Inventories - Shares & Securities	10	748.50	627.14
Deferred tax assets (net)	11	559.67	685.50
Property ,Plant & equipment	12	910.50	980.26
Intangible Assets	13	-	-
Capital Work in Progress	14	218.60	84.90
Goodwill		167.46	167.46
Investment Property	15	-	11.30
Current tax assets (net)	16	2.54	1.74
Other non-financial assets	17	53.72	31.40
<b>Total Non Financial Assets</b>		<b>2,660.99</b>	<b>2,589.70</b>
<b>TOTAL ASSETS</b>		<b>4,917.27</b>	<b>4,771.02</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
<b>Financial Liabilities</b>			
Payables			
Trade Payables			
Total outstanding dues of micro enterprises and small enterprises	18	-	-
Total outstanding dues of creditors other than micro and small enterprises	18	837.63	662.52
Borrowings(other than debt securities)	19	564.85	229.01
Other financial liabilities	20	92.74	97.40
<b>Total Financial Liabilities</b>		<b>1,495.22</b>	<b>988.93</b>
<b>Non- financial liabilities</b>			
Current tax liabilities (net)	21	4.86	9.92
Provisions	22	5.69	6.55
Other non-financial liabilities	23	3.14	4.01
<b>Total Non Financial Liabilities</b>		<b>13.69</b>	<b>20.48</b>
<b>Equity</b>			
Equity share capital	24	1,963.50	1,963.50
Other equity	25	1,122.42	1,493.56
<b>Equity attributable to equity holders of the holding company</b>		<b>3,085.92</b>	<b>3,457.06</b>
Non-controlling interest		322.44	304.55
<b>Total Equity</b>		<b>3,408.36</b>	<b>3,761.61</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>4,917.27</b>	<b>4,771.02</b>
Accompanying Notes on Financial Statements		1-48	
These notes form an integral part of the Financial Statements			

As per our attached report of even date

**For B M Gattani & Co****Chartered Accountants**

Firm Registration No. : 113536W

**Balmukund N Gattani**

Proprietor

**Membership No. 047066**

Place : Mumbai

Date : 30/06/2021

**For and on behalf of the board****Suresh Gaggar**

Chairman

**DIN : 00599561****Ramakant Gaggar**

Managing Director

**DIN : 01019838****Sanjay Raut**

Chief Financial Officer

**Vishnu K Bhangadia**

Director

**DIN: 02405217**

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. In Lakhs)

Particulars	Note No.	For the year ended 31.03.2021	For the year ended 31.03.2020
<b>Revenue from operations</b>			
Interest Income	26	35.43	26.28
Dividend Income		0.18	14.86
Other Income	27	0.24	-
Sale of Shares		94.29	193.43
Sale of Products		1,647.92	1,518.75
<b>TOTAL REVENUE FROM OPERATIONS</b>		<b>1,778.06</b>	<b>1,753.32</b>
<b>Expenses:</b>			
Finance costs	28	23.70	16.21
Net loss on fair value changes	29	230.19	1,056.25
Cost of Material Consumed	30	554.85	539.30
Purchases of stock-in-trade		189.77	240.99
Changes in Inventories of finished goods, stock-in-trade and work-in-progress	31	(12.07)	(88.52)
Employee benefits expense	32	74.29	100.44
Depreciation and amortisation expense	12 & 13	82.17	81.89
Other expenses	33	872.97	903.98
<b>TOTAL EXPENSES</b>		<b>2,015.87</b>	<b>2,850.54</b>
Profit/(loss) before exceptional items and tax		(237.81)	(1,097.22)
Exceptional items		-	-
<b>Profit before tax</b>		<b>(237.81)</b>	<b>(1,097.22)</b>
Tax expense:			
Current tax		13.13	23.24
Deferred tax		126.16	(58.38)
Tax adjustment for earlier years		(2.04)	-
MAT Credit adjustment for earlier years		(20.22)	-
		<b>117.03</b>	<b>(35.14)</b>
<b>Profit/(loss) for the period from continuing operations (A)</b>		<b>(354.84)</b>	<b>(1,062.08)</b>
Profit/(loss) from discontinued operations		-	-
Tax Expense of discontinued operations		-	-
<b>Profit/(loss) from discontinued operations (After tax) (B)</b>		<b>-</b>	<b>-</b>
<b>Profit/(loss) for the period [C=(A+B)]</b>		<b>(354.84)</b>	<b>(1,062.08)</b>
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurements of the net defined benefit plans		1.26	0.002
Income tax on above		(0.33)	(0.001)
<b>Other comprehensive income for the year (D)</b>		<b>0.93</b>	<b>0.001</b>
<b>Total comprehensive income for the year (C+D)</b>		<b>(353.91)</b>	<b>(1,062.079)</b>
<b>Profit or Loss attributable to</b>			
Non-controlling Interest		17.89	28.13
Owners of the Parents		(372.73)	(1,090.21)
<b>Total Comprehensive Income attributable to</b>			
Non-controlling Interest		17.89	28.13
Owners of the Parents		(371.80)	(1,090.21)
Earning per equity share	34		
Basic (Rs.)		(1.81)	(5.44)
Diluted (Rs.)		(1.81)	(5.44)
Accompanying Notes on Financial Statements	1-48		
These notes form an integral part of the Financial Statements			

As per our attached report of even date

**For B M Gattani & Co****Chartered Accountants**

Firm Registration No. : 113536W

**Balmukund N Gattani**

Proprietor

**Membership No. 047066**

Place : Mumbai

Date : 30/06/2021

**For and on behalf of the board****Suresh Gaggar**

Chairman

**DIN : 00599561****Ramakant Gaggar**

Managing Director

**DIN : 01019838****Sanjay Raut**

Chief Financial Officer

**Vishnu K Bhangadia**

Director

**DIN: 02405217**

**CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. In Lakhs)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
<b>A) CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit after tax	(237.81)	(1,062.08)
Adjustments to reconcile net profit to net cash provided by operating activities		
Depreciation and amortization	82.17	81.89
Interest income	(35.04)	(25.51)
Dividend income	0.18	14.86
Provision for standard assets	0.24	
Interest and other borrowing costs	23.70	16.21
Operating profit before working capital changes	<b>(166.56)</b>	<b>(974.63)</b>
Adjustments for :		
(Increase)/Decrease in Trade Receivables	(267.27)	329.06
(Increase)/Decrease in Inventories	(121.36)	(217.85)
(Increase)/Decrease in Other Financial Assets	(22.23)	(61.65)
(Increase)/Decrease in Long term Loans and Advances	58.62	(304.44)
Increase/(Decrease) in Other Non Financial Assets	(22.32)	(5.40)
Increase/(Decrease) in Trade Payables	175.11	24.25
Increase/(Decrease) in Provisions	(0.86)	1.77
Increase/(Decrease) in Other Financial liabilities	(4.66)	84.22
Increase/(Decrease) in Other Non Financial liabilities	(0.87)	0.48
Cash generated from operations	<b>(372.40)</b>	<b>(1,124.19)</b>
Direct taxes paid	-	1.74
Cash flow before extraordinary items	<b>(372.40)</b>	<b>(1,122.45)</b>
Extraordinary items	-	-
<b>NET CASH FROM/(USED IN) OPERATING ACTIVITIES</b>	<b>(372.40)</b>	<b>(1,122.45)</b>
<b>B) CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from sale of tangible assets	-	-
Purchase of tangible assets	(146.11)	(109.51)
(Purchase) / sale of investments	159.72	1,204.98
(Increase)/ decrease in bank fixed deposits	(27.53)	4.37
Interest income	35.04	25.51
Dividend income	(0.18)	(14.86)
<b>NET CASH FROM/(USED IN) INVESTING ACTIVITIES</b>	<b>20.94</b>	<b>1,110.49</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of share capital & premium	-	218.00
Proceeds / Repayment of long term borrowings	303.61	(165.62)
Change in working capital borrowings from banks	36.27	-
Interest expense	(26.23)	(16.21)
<b>NET CASH FROM/ (USED IN) FINANCING ACTIVITIES</b>	<b>313.65</b>	<b>36.17</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>(37.81)</b>	<b>24.21</b>
<b>OPENING BALANCE OF CASH AND CASH EQUIVALENTS</b>	<b>46.26</b>	<b>22.05</b>
<b>CLOSING BALANCE OF CASH AND CASH EQUIVALENTS</b>	<b>8.44</b>	<b>46.26</b>

Notes :

1. The above cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard 7 on "Statement of Cash Flow" notified u/s 133 of Companies Act, 2013 ("Act") read with relevant rules issued thereunder and the relevant provisions of the Act.
2. All figures in brackets reflects cash outflow.
3. Figures of the previous year have been regrouped wherever necessary.

Accompanying Notes on Financial Statements  
These notes form an integral part of the Financial Statements

1-48

As per our attached report of even date

**For B M Gattani & Co**  
**Chartered Accountants**  
Firm Registration No. : 113536W

**For and on behalf of the board**

**Balmukund N Gattani**  
Proprietor  
**Membership No. 047066**

**Suresh Gagar**  
Chairman  
**DIN : 00599561**

**Ramakant Gagar**  
Managing Director  
**DIN : 01019838**

**Sanjay Raut**  
Chief Financial Officer

**Vishnu K Bhangadia**  
Director  
**DIN: 02405217**

Place : Mumbai  
Date : 30/06/2021

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2021****A. Equity Share Capital**

(Rs. In Lakhs)

Particulars	2020-2021	2019-2020
Outstanding at the beginning of the year	1,963.50	1,963.50
Outstanding at the end of the year	1,963.50	1,963.50

**B. Other Equity**

(Rs. In Lakhs)

Particulars	Reserves and Surplus				Other Reserves	Money received against share warrants	Total
	Capital Reserve	Securities Premium	Reserve fund u/s 45-IC(1) of RBI, 1934	Retained Earnings	Remeasurements of the net defined benefit plans through OCI		
<b>Balance at 1st April, 2019</b>	<b>49.48</b>	<b>4,266.45</b>	<b>-</b>	<b>(2,012.16)</b>	<b>(0.04)</b>	<b>72.67</b>	<b>2,376.40</b>
Profit for the year	-	-	-	(1,090.21)	-	-	(1,090.21)
Other Comprehensive Income (net of tax)	-	-	-	-	(0.00)	-	(0.00)
<b>Total Comprehensive Income for the year*</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,090.21)</b>	<b>(0.00)</b>	<b>-</b>	<b>(1,090.21)</b>
Conversion of share warrants into equity share	-	287.13	-	-	-	-	287.13
Bonus shares issued	-	7.09	-	-	-	-	7.09
capital	-	-	-	-	-	72.67	72.67
<b>Balance at 31st March, 2020</b>	<b>49.48</b>	<b>4,546.49</b>	<b>-</b>	<b>(3,102.37)</b>	<b>(0.04)</b>	<b>72.67</b>	<b>1,493.56</b>
Profit for the year	-	-	-	(372.73)	-	-	(372.73)
Other Comprehensive Income (net of tax)	-	-	-	-	1.59	-	1.59
<b>Total Comprehensive Income for the year*</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(372.73)</b>	<b>1.59</b>	<b>-</b>	<b>(371.14)</b>
Final dividend, declared and paid during the year	-	-	-	-	-	-	-
Tax on final dividend	-	-	-	-	-	-	-
<b>Balance at 31st March, 2021</b>	<b>49.48</b>	<b>4,546.49</b>	<b>-</b>	<b>(3,475.10)</b>	<b>1.55</b>	<b>72.67</b>	<b>1,122.42</b>

\*Movement in other comprehensive income relates to remeasurements of the net defined benefit plans

Accompanying Notes on Financial Statements  
These notes form an integral part of the Financial Statements

1-48

As per our attached report of even date

**For B M Gattani & Co**  
**Chartered Accountants**  
Firm Registration No. : 113536W

**Balmukund N Gattani**  
Proprietor  
**Membership No. 047066**

Place : Mumbai  
Date : 30/06/2021

**For and on behalf of the board**

**Suresh Gaggar**  
Chairman  
**DIN : 00599561**

**Ramakant Gaggar**  
Managing Director  
**DIN : 01019838**

**Sanjay Raut**  
Chief Financial Officer

**Vishnu K Bhangadia**  
Director  
**DIN: 02405217**

**Notes to Consolidated Financial Statements for the year ended 31st March 2021:****1. COMPANY OVERVIEW**

**Garnet International Limited** ('the Company') is a Non-Banking Finance Company ("NBFC"), holding a Certificate of Registration from the Reserve Bank of India ("RBI"). The Company is non deposit accepting NBFC engaged in financial services. The Company is domiciled in India and its registered office is situated at 901, Raheja Chambers, Free Press Journal Marg, Nariman Point, Mumbai 400021.

The consolidated financial statements relate to Garnet International limited (hereinafter referred to as "the holding Company" and its subsidiary (collectively hereinafter referred to as "Group") as detailed below:

Name of Subsidiaries	Principle Place of Business	Ownership Interest	
		As at 31.03.2021	As at 31.03.2020
Sukartik Clothing Private Limited	India	70.10%	70.10%

**2. BASIS OF PREPARATION:****(i) Statement of compliance with Indian Accounting Standards (Ind AS)**

These Consolidated financial statements ("the Financial Statements") have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Group has uniformly applied the accounting policies for all the periods presented in this financial statement.

The consolidated financial statements for the year ended March 31, 2021 are the first consolidated financial statements which has been prepared in accordance with Ind AS and other applicable guidelines issued by the Reserve Bank of India ('RBI').

The consolidated financial statements for the year ended March 31, 2021 were authorised and approved for issue by the Board of Directors on June 30, 2021.

**(ii) Historical cost convention**

The consolidated financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the consolidated financial statements have been prepared on historical cost basis except for certain financial assets and financial liabilities and share based payments which are measured at fair values as explained in relevant accounting policies.

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The consolidated financial statements have been prepared using the significant accounting policies and measurement bases summarised as below. These policies are applied consistently for all the periods presented in the consolidated financial statements, except where the Group has applied certain accounting policies and exemptions upon transition to Ind AS.

**3.1 Principles of Consolidation**

The consolidated financial statements incorporate the financial statements of the Holding Company and entities controlled by the Holding Company i.e., its subsidiaries.

Control is achieved when the Holding Company is exposed to, or has rights to the variable returns of the entity and the ability to affect those returns through its power over the entity.



### Subsidiary Companies

The Group combines the financial statements of the Holding Company and its subsidiary companies line-by-line adding together like items of assets, liabilities, equity, income and expenses. The intra group balances and intra group transactions between the entities within the Group are fully eliminated.

Non Controlling Interests in the results and equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and Consolidated Balance Sheet respectively.

The difference between the costs of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the consolidated financial statements as Goodwill or Capital reserve as the case may be.

## 3.2 Property, plant and equipment:

### a. Recognition and initial measurement

Property, plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

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

### b. Subsequent measurement (depreciation method, useful lives and residual value)

Property, plant and equipment are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on property, plant and equipment is provided on the written down method over the useful life of the assets as prescribed under Part 'C' of Schedule II of the Companies Act, 2013.

Depreciation is calculated on pro rata basis from the date on which the asset is ready for use or till the date the asset is sold or disposed.

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

### c. De-recognition

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in the statement of profit and loss, when the asset is de-recognised.

### d. Capital work-in-progress

Capital work-in-progress are carried at cost, comprising direct cost and related incidental expenses acquire property, plant and equipment. Assets which are not ready to intended use are also shown under capital work-in-progress.

### e. Transition to Ind AS

The Group has elected to measure all its property, plant and equipment at the previous GAAP carrying amount as its deemed cost on the date of transition of Ind AS i.e. April 1, 2018.

### 3.3 Intangible assets:

#### a. Recognition and initial measurement

Intangible assets are stated at their cost of acquisition. The cost comprises purchase price including any import duties and other taxes (other than those subsequently recoverable from taxation authorities), borrowing cost if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

#### b. Subsequent measurement (amortisation method, useful lives and residual value)

Intangible assets are amortised over a period of 3 years from the date when the assets are available for use. The estimated useful life (amortisation period) of the intangible assets is arrived basis the expected pattern of consumption of economic benefits and is reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

#### c. Transition to Ind AS

The Group has elected to measure all its intangible assets at the previous GAAP carrying amount as its deemed cost on the date of transition of Ind AS i.e. April 1, 2018.

### 3.4 Revenue Recognition:

#### a. Sale of assets

Revenue from the sale of assets is recognised when the significant risks and rewards of ownership have passed to the buyer, based on the applicable terms. The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Group and the revenue recognition criteria have been complied.

#### b. Interest

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the amortised cost and at the effective interest rate applicable.

#### c. Dividend income

Dividend income is recognised at the time when the right to receive is established by the reporting date.

#### d. Miscellaneous income

All other income is recognised on an accrual basis, when there is no uncertainty in the ultimate realisation/collection.

### 3.5 Borrowing costs:

Borrowing costs that are directly attributable to the acquisition and/or construction of a qualifying asset, till the time such qualifying assets become ready for its intended use, are capitalised. Borrowing cost consists of interest and other cost that the Group incurred in connection with the borrowing of funds. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Consolidated Statement of Profit and Loss as incurred basis the effective interest rate method.

### 3.6 Taxation

Tax expense recognised in Consolidated Statement of Profit and Loss comprises the sum of deferred tax and current tax except to the extent it recognised in other comprehensive income or directly in equity.

Current tax comprises the tax payable or receivable on taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. Current tax is computed in accordance with relevant tax regulations. The amount of current tax payable or receivable is the best estimate of the tax

amount expected to be paid or received after considering uncertainty related to income taxes, if any. Current tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Minimum alternate tax ('MAT') credit entitlement is recognised as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT credit entitlement. This is reviewed at each balance sheet date and the carrying amount of MAT credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

Deferred tax is recognised in respect of temporary differences between carrying amount of assets and liabilities for financial reporting purposes and corresponding amount used for taxation purposes. Deferred tax assets are recognised on unused tax loss, unused tax credits and deductible temporary differences to the extent it is probable that the future taxable profits will be available against which they can be used. This is assessed based on the Group's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously. Deferred tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit or loss (either in other comprehensive income or in equity).

### 3.7 Employee benefits

#### Short-term employee benefits

Short-term employee benefits including salaries, short term compensated absences (such as a paid annual leave) where the absences are expected to occur within twelve months after the end of the period in which the employees render the related service, profit sharing and bonuses payable within twelve months after the end of the period in which the employees render the related services and non-monetary benefits for current employees are estimated and measured on an undiscounted basis.

**"Post-employment benefit plans are classified into defined benefits plans and defined contribution plans as under:"**

#### **Defined contribution plans**

The Holding Company has a defined contribution plans namely provident fund, pension fund and employees state insurance scheme. The contributions made by the Holding Company in respect of these plans are charged to the Statement of Profit and Loss.

#### **Defined benefit plans**

The following post – employment benefit plans are covered under the defined benefit plans:

#### **Gratuity Fund**

The Holding Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of

employment with the Company. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income.

### **Other long-term employee benefits**

The Company also provides the benefit of compensated absences to its employees which are in the nature of long-term employee benefit plan. Liability in respect of compensated absences becoming due and expected to be availed after one year from the Balance Sheet date is estimated in the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method as on the reporting date. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to Statement of Profit and Loss in the year in which such gains or losses are determined.

## **3.8 Impairment of Assets**

The Group assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. For the purposes of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or group of assets, is considered as a cash generating unit. If any such indication exists, the Group estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs 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 recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists or may have decreased, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

## **3.9 Financial instruments**

A Financial instrument is any contract that gives rise to financial asset of one entity and a financial liability or equity instrument of another party.

### **I. Financial Assets**

#### **a. Initial recognition:**

The Group classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement. Financial instruments are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial instruments are recognized initially at fair value plus transactions costs that are directly attributable to the acquisition or issue of the financial instrument, except for financial assets at fair value through statement of profit and loss, which are initially measured at fair value, excluding transaction costs (which is recognized in statement of profit and loss).

#### **b. Subsequent measurement:**

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

ii. Financial assets at fair value through other comprehensive income (FVTOCI):- All equity instruments are measured at fair value. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Group may make an irrevocable election to present subsequent changes in the fair value in OCI. The Group makes such election on an instrument- by-instrument basis.

If the Group decides to classify an equity instrument as FVTOCI, then all fair value changes on the instrument, excluding dividend are recognised in OCI. There is no recycling of the amount from OCI

to statement of profit and loss, even on sale of the instrument. However, the Group may transfer the cumulative gain or loss within the equity.

- iii. Financial assets at fair value through statement of profit and loss (FVTPL) Equity instruments: - Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit & Loss.

c. De-recognition:

A Financial Asset (or where applicable, part of financial asset) is primarily derecognized when the contractual right to receive cash flows from the asset has expired or the Group has transferred its right to receive cash flow from the financial asset and consequently all the risks and rewards of ownership of the asset to third party.

d. Impairment of financial assets:

The Group recognizes loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through Consolidated Statement of Profit and Loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, expected credit loss are measured at an amount equal to the twelve month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

## II. Financial Liabilities

a. Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. The Group's financial liabilities include trade and other payable and loans and borrowings.

b. Subsequent measurement:

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

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in statement of profit and loss when liabilities are de-recognized. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance cost in the statement of profit and loss. Short term borrowings maturing within one year from the balance sheet date are measured at fair value at the balance sheet date due to short maturity.

c. De-recognition:

A financial liability is derecognized where the obligation under the liability is discharged or cancelled or expires where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified. Such an exchange or modification is treated as the de-recognition of the original liability and the recognition of new liability. The difference in the respective carrying amounts is recognized in the statement of Profit and Loss.

## III. Reclassification of financial assets and liabilities

Group determines the classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets and financial liabilities.

## IV. Offsetting of financial instruments

Financial assets and financial liabilities including derivative instruments are offset and the net amount is reported in the Balance sheet, if there is a currently enforceable legal right to offset the recognized amounts

and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously

## **V. Fair value measurement**

Fair value is a market-based measurement, not an entity-specific measurement. Under Ind AS, fair valuation of financial instruments is guided by Ind AS 113 "Fair Value Measurement" (Ind AS - 113). For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability).

Three widely used valuation techniques specified in the said Ind AS are the market approach, the cost approach and the income approach which have been dealt with separately in the said Ind AS.

Each of the valuation techniques stated as above proceeds on different fundamental assumptions, which have greater or lesser relevance, and at times there is no relevance of a particular methodology to a given situation. Thus, the methods to be adopted for a particular purpose must be judiciously chosen. The application of any particular method of valuation depends on the Company being evaluated, the nature of industry in which it operates, the Company's intrinsic strengths and the purpose for which the valuation is made.

In determining the fair value of financial instruments, the Group uses a variety of methods and assumptions that are based on market conditions and risks existing at each balance sheet date.

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities.

**Level 2:** Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

### **3.10 Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand (including imprest), demand deposits and short-term highly liquid investments (certificate of deposits and commercial paper) that are readily convertible into known amount of cash and which are subject to an insignificant risk of changes in value. The Group has netted off the balance of bank overdraft with cash and cash equivalents for consolidated cash flow statement.

### **3.11 Provisions, contingent assets and contingent liabilities**

Provisions are recognised only when there is a present obligation, as a result of past events, and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

"Contingent liability is disclosed for:

- Possible obligations which will be confirmed only by future events not wholly within the control of the Group or
- Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made."

Contingent assets are neither recognised nor disclosed except when realisation of income is virtually certain, related asset is disclosed.

### 3.12 Leases

#### As a lessee

At the inception of each lease, the lease arrangement is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement.

#### **Finance leases**

Assets leased by the Group in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Group are classified as finance leases. A finance lease is recognised as an asset and a liability at the commencement of the lease, at the lower of the fair value of the asset and the present value of the minimum lease payments.

Minimum lease payments made under finance leases are apportioned between finance charges and reduction of the lease liability. The Finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

#### **Operating leases**

Leases in which the lessor does not transfer substantially all the risks and rewards of ownership of an asset to the lessee are classified as operating leases. Lease rental are charged to statement of profit and loss on straight line basis except where scheduled increase in rent compensates the lessor for expected inflationary costs.

### 3.13 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

### 3.14 Segment reporting

The Group identifies segment basis of the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are regularly reviewed by the CODM ('chief operating decision maker') and in assessing performance. The accounting policies adopted for segment reporting are in line with the accounting policies of the Group. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship with the operating activities of the segment.

### 3.15 Government grants

Grants and subsidies from the government are recognised when there is reasonable assurance that (i) the Group will comply with the conditions attached to them, and (ii) the grant/subsidy will be received.

Grant or subsidy relates to revenue, it is recognised as income on a systematic basis in profit or loss over the periods necessary to match them with the related costs, which they are intended to compensate.

### 3.16 Significant management judgment in applying accounting policies and estimation uncertainty

The preparation of the consolidated financial statements in conformity with Ind AS requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The management believes that

the estimates used in preparation of the consolidated financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

**a. Fair Valuation:**

Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset and liability, the Group uses market observable data to the extent it is available. When Level 1 inputs are not available, the Group engages third party qualified external valuers to establish the appropriate valuation techniques and inputs to the valuation model. Such valuations are based on existing circumstances and assumptions about future developments which may change due to market changes or circumstances arising that are beyond the control of the Group which may have impact on such valuations.

**b. Expected Credit Loss:**

When determining whether the risk of default on a financial instrument has increased significantly since initial recognition, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and credit assessment and including forward-looking information.

**c. Impairment loss in Investments carried at cost:**

The Group conducts impairment reviews of investments whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable or tests for impairment annually. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires the Group to estimate the value in use based on future cash flows and a suitable discount rate in order to calculate the present value.

**d. Useful life of Assets:**

Depreciation on property, plant and equipment is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

**e. Deferred Taxes**

Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Group considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.



## Notes to the Consolidated financial statements for the year ended 31st March 2021

(Rs. In Lakhs)

Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note 4: Cash and cash equivalents</b>		
Cash on hand	5.53	1.37
Balance with banks in current account	2.91	44.89
<b>Total</b>	<b>8.44</b>	<b>46.26</b>
<b>Note 5: Bank balances other than Cash and cash equivalents</b>		
Earmarked balances (unpaid dividend account)	2.06	2.22
Fixed deposit with banks (with original maturity more than 3 months)	60.18	32.49
<b>Total</b>	<b>62.24</b>	<b>34.71</b>
<b>Note 6: Trade Receivables</b>		
Unsecured, considered good		
Sundry debtors	1,041.47	774.20
<b>Total</b>	<b>1,041.47</b>	<b>774.20</b>
<b>Note 7: Loans</b>		
<b>At cost</b>		
Loan repayable on demand	386.50	445.70
Loans to Employees	1.13	1.35
<b>Total</b>	<b>387.63</b>	<b>447.05</b>
<b>Loans in India</b>		
(i) Public sector	-	-
(ii) Others	387.63	447.05
	<b>387.63</b>	<b>447.05</b>
<b>Note 8: Investments</b>		
(A) <b>At cost :</b>		
<b>Unquoted: Investments in fully paid equity instruments:</b>		
Investment in Shares of Other Companies:		
10000(March 31, 2020 : 10000) Equity shares of face value of Rs.10/- each of A&G Accelerators Private Limited	1.00	1.00
736875( March 31, 2020 : 736875) Equity shares of face value of Rs.10/- each of Shree Narayan Silk House Private Limited	147.38	147.38
40000(March 31,2020 : 40000) Equity shares of face value of Rs.10/- each of Mangal Savitri Investment Private Limited	46.00	46.00
4550(March 31,2020 : Nil ) Equity shares of face value of Rs.10/- each of Kuntunath Merchants Private Limited	434.98	
<b>Share Application Money</b>		
4550(March 31,2019:Nil and April 1,2018:Nil) Equity shares of face value of Rs.10/- each of Kuntunath Merchants Private Limited	-	434.98
<b>Investments in Government securities</b>		
National Saving Certificates*	0.23	0.23
* stands in the name of one of the directors		
<b>Other non-current investment</b>		
Silver bar	3.05	3.05
<b>(A)</b>	<b>632.64</b>	<b>632.64</b>

## Notes to the Consolidated financial statements for the year ended 31st March 2021

		(Rs. In Lakhs)	
Particulars		As at	As at
		31.03.2021	31.03.2020
(B) <b>At FVTPL</b>			
<b>Quoted: Investments in fully paid equity instruments:</b>			
100 (March 31,2020 : 324747) Equity shares of face value of Rs.10/- each of Agarwal Industrial Corporation Limited		0.16	144.99
	(B)	0.16	144.99
<b>Total</b>		<b>632.80</b>	<b>177.63</b>
(i) Investments in India		0.01	0.01
(ii) Investments outside India		-	-
		0.01	0.01
<b>Note 9: Other financial assets</b>			
Interest accrued		2.53	1.31
Advance to suppliers		8.64	15.42
Other Receivables		0.24	0.26
Balance with Statutory Authorities		112.29	84.48
<b>Total</b>		<b>123.70</b>	<b>101.47</b>
<b>Note 10: Inventories</b>			
Raw Materials and components		264.89	200.81
Shares and Securities		83.42	49.01
Stock in trade		74.01	48.70
Finished goods		236.82	284.47
Stores, spares and Consumables		89.36	44.15
<b>Total</b>		<b>748.50</b>	<b>627.14</b>
<b>Note 11: Deferred tax assets(net)</b>			
<b>Deferred Tax Assets:</b>			
MAT Credit Entitlement*		613.37	613.37
Gratuity		1.00	0.83
Provision for Standard Asset		0.75	0.81
Investments at Fair value		-	127.06
<b>Deferred Tax Liabilities:</b>			
Difference between book and tax depreciation		55.45	56.57
Investments at Fair value		-	-
<b>Total</b>		<b>559.67</b>	<b>685.50</b>

\*As per Ind AS 12, the Company has considered MAT entitlement credit as deferred tax asset being unused tax credit entitlement.

## The movement in deferred tax assets and liabilities during the year ended March 31, 2021 and March 31, 2020:

Particulars	As at 01.04.2019		As at 31.03.2020		Credit/(charge) in statement of Profit and Loss	As at 31.03.2021 Deferred Tax Asset/ (Liabilities)
	Deferred Tax		Deferred Tax			
	Asset/ (Liabilities)	Credit/(charge) in statement of Profit and Loss	Asset/ (Liabilities)	Credit/(charge) in statement of Profit and Loss		
Provision for Standard Asset	0.54	0.27	0.81	(0.06)		0.75
Provision for Gratuity	0.68	0.15	0.83	0.17		1.00
PPE	(51.26)	(5.32)	(56.57)	2.97		(53.60)
Investments at Fair value	63.78	63.28	127.06	(127.07)		-

## Notes to the Consolidated financial statements for the year ended 31st March 2021

## Note 12: Property, plant and equipment

(Rs. In Lakhs)

Gross carrying amount	Land	Office Premises	Factory Building	Plant & Machinery	Furniture & Fixtures	Vehicle	Office Equipments	Computers	Electric Equipment	TOTAL
Balance as at March 31, 2019	173.33	7.46	198.16	638.15	29.77	78.82	39.87	10.21	1.93	1,177.70
Additions			8.11	6.28	5.80	0.59	3.17	0.66		24.61
Disposals	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2020	173.33	7.46	206.27	644.43	35.57	79.41	43.04	10.87	1.93	1,202.31
Additions	-	-	-	3.91	6.68	1.16	0.66	-	-	12.41
Disposals	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2021	173.33	7.46	206.27	648.34	42.25	80.57	43.70	10.87	1.93	1,214.72

## Accumulated depreciation

Balance as at April 1, 2019	-	0.36	6.75	46.23	3.57	53.77	19.64	7.93	1.93	140.18
Depreciation charge for the year		0.36	6.94	56.32	4.10	5.09	7.62	1.47	-	81.90
Balance as at March 31, 2020	-	0.72	13.69	102.55	7.67	58.86	27.26	9.40	1.93	222.08
Depreciation charge for the year	-	0.36	6.88	56.62	4.44	5.13	7.68	1.07	-	82.18
Balance as at March 31, 2021	-	1.08	20.57	159.17	12.11	63.99	34.94	10.47	1.93	304.26

## Net block

Balance as at March 31, 2020	173.33	6.74	192.58	541.88	27.90	20.55	15.78	1.47	-	980.23
Balance as at March 31, 2021	173.33	6.38	185.70	489.17	30.14	16.58	8.76	0.40	-	910.46

## Note 13: Intangible assets

Gross carrying amount	Computer Software	TOTAL
Balance as at April 1, 2019	34.81	34.81
Additions / (Disposals)	-	-
Balance as at March 31, 2020	34.81	34.81
Additions / (Disposals)	-	-
Balance as at March 31, 2021	34.81	34.81
Accumulated depreciation		
Balance as at April 1, 2019	34.81	34.81
Depreciation charge for the year	-	-
Balance as at March 31, 2020	34.81	34.81
Depreciation charge for the year	-	-
Balance as at March 31, 2021	34.81	34.81
Net block		
Balance as at March 31, 2020	-	-
Balance as at March 31, 2021	-	-

## Note 14: Capital Work-in-Progress

Costs	Plant & Machinery	Total
As at April 1, 2020	84.89	84.90
Additions	133.71	133.71
Capitalised During the year	-	-
As at March 31, 2021	218.60	218.61

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

(Rs. In Lakhs)

Particulars	As at 31.03.2021	As at 31.03.2020
<b>Note 15: Investment Property</b>		
Deposits / Investment in CETP Project	-	11.30
	<b>-</b>	<b>11.30</b>
<b>Note 16: Current tax assets(net)</b>		
Advance Income tax ( net )	2.54	1.74
<b>Total</b>	<b>2.54</b>	<b>1.74</b>
<b>Note 17: Other Non- financial assets</b>		
Security Deposit	16.21	15.04
Prepaid Expenses	4.96	5.82
Misc. Expenses	5.74	5.74
Others	6.59	4.80
MAT Credit Entitlement	20.22	-
<b>Total</b>	<b>53.72</b>	<b>31.40</b>
<b>Note 18 : Payables</b>		
Trade Payables		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro and small	837.63	662.52
	<b>837.63</b>	<b>662.52</b>
Other Payables		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro and small	-	-
	<b>-</b>	<b>-</b>
<b>Total</b>	<b>837.63</b>	<b>662.52</b>
<b>Note 19: Borrowings</b>		
<b>Secured Loans</b>		
<b>Term Loans</b>		
Term Loans from banks	82.45	39.56
<b>Loans repayable on demand</b>		
Working capital loans from banks	302.12	147.57
<b>Unsecured Loans</b>		
Loan from related parties (refer note 40)	180.28	41.88
<b>Total</b>	<b>564.85</b>	<b>229.01</b>
Borrowings in India	564.85	229.01
Borrowings outside India	-	-
	<b>564.85</b>	<b>229.01</b>
Nature of security : Hypothecation of the vehicle financed by the bank.		
<b>Note 20: Other financial liabilities</b>		
Current maturities of long-term debts (refer note no 19)	32.63	38.07
Payable to related parties (refer note no.40)	11.88	6.78
Advance from Customers	11.98	15.85
Unpaid dividends	2.06	2.22
Accrued Expenses	31.21	34.48
Bank Overdraft	2.98	-
<b>Total</b>	<b>92.74</b>	<b>97.40</b>
<b>Note 21: Current tax liabilities(net)</b>		
Provision for income tax(net)	4.86	9.92
<b>Total</b>	<b>4.86</b>	<b>9.92</b>
<b>Note 22: Provisions</b>		
Provision for employee benefits(Gratuity)	2.71	3.34
Provision for Standard assets	2.98	3.21
<b>Total</b>	<b>5.69</b>	<b>6.55</b>
<b>Note 23: Other Non-financial liabilities</b>		
Statutory dues payable	3.09	3.96
Outstanding expenses	0.05	0.05
<b>Total</b>	<b>3.14</b>	<b>4.01</b>

## Notes to the Consolidated financial statements for the year ended 31st March 2021

(Rs. In Lakhs)

Particulars	As at 31.03.2021		As at 31.03.2020	
<b>Note 24: Equity share capital</b>				
	Numbers	Amount	Numbers	Amount
<b>Authorised</b>				
Equity shares of Rs. 10/- each	30000000	3,000.00	30000000	3,000.00
<b>Total</b>		<u>3,000.00</u>		<u>3,000.00</u>
<b>Issued, subscribed and paid-up</b>				
Equity shares of Rs. 10/- each fully paid up	19635000	1,963.50	19635000	1,963.50
<b>Total</b>		<u>1,963.50</u>		<u>1,964</u>

2.a Reconciliation of number of equity shares outstanding at the beginning and at the end of the year :

Particulars	Numbers	Amount	Numbers	Amount
At the beginning of the year	19635000	1,963.50	19528656	1,952.87
Add : Equity shares issued on conversion of warrants	0	-	35448	3.54
Allotted as fully paid by way of Bonus Shares	0	-	70896	7.09
At the end of the year	19635000	1,963.50	19635000	1,963.50

2.b The company has issued only one class of equity shares having a par value of Rs.10/- per share. Each shareholder is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of preferential amounts, in proportion of their shareholding.

2.c Shareholders holding more than 5% of share capital at the end of the year :

Name of shareholders	Numbers	% of Holding	Numbers	% of Holding
Shri Ramakant Gaggar	37,57,670	19.14	37,57,670	19.24%
Mangal Savitri Bizcon Pvt. Ltd.	16,52,716	8.42	16,52,716	8.46%
Shri Suresh Gaggar	32,60,021	16.60	32,60,021	16.69%

**Note 25 : Other equity**

Reserve fund in terms of Section 45-IC(1) of RBI Act,1934

Balance at the beginning of the year

Add:- Transferred from surplus in Statement of Profit or loss

Balance at the end of the year

Securities Premium account

Balance at the beginning of the year

Add : on account of issue of equity shares on conversion of share warrants

Less:- Bonus shares issued

Balance at the end of the year

Retained Earnings

Balance at the beginning of the year

Add : Profit (loss) after tax for the year

Balance at the end of the year

Less : Appropriations

Transfer to Reserve fund u/s 45-IC(1) of RBI,act

Proposed Dividend

Tax on Proposed Dividend

Profit /loss on Sale of Subsidiary

Money received against share warrants

Balance at the beginning of the year

Conversion of share warrants into equity share capital

Balance at the end of the year

Capital Reserve on Consolidation

**OTHER RESERVES**

Other Comprehensive income

Balance at the beginning of the year

Add: Movement in OCI (Net) during the year

Less : Tax on above

Balance at the end of the year

**Total**

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

(Rs. In Lakhs)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
<b>Note 26: Interest Income</b>		
On Financial Assets measured at Amortised Cost		
Interest on Loans	31.44	23.50
Interest on deposits with Banks	2.92	2.00
Interest on Electricity deposit	0.68	0.79
Miscellaneous income	0.40	-
<b>Total</b>	<b>35.44</b>	<b>26.29</b>
<b>Note 27: Other Income</b>		
Provision against Standard assets of NBFC's written back	0.24	-
<b>Total</b>	<b>0.24</b>	<b>-</b>
<b>Note 28: Finance Cost</b>		
On Financial liabilities measured at Amortised Cost		
Interest expense on		
Loans	3.72	2.71
Bill discounting facility	0.11	0.83
Others	-	-
Cash Credit Facility	19.42	11.67
Bank Charges	0.45	1.00
<b>Total</b>	<b>23.70</b>	<b>16.21</b>
<b>Note 29: Net Loss on Fair Value Changes</b>		
(A) Net gain/ (loss) on financial instruments at fair value through profit or loss		
(i) On trading portfolio		
Investments	(54.79)	842.48
Derivatives	284.97	213.76
Others	-	-
(ii) On financial instruments designated at fair value through profit or loss	-	-
(B) Others	-	-
Total Net gain/(loss) on fair value changes	230.18	1,056.24
<u>Fair Value changes:</u>		
Realised	245.90	350.56
Unrealised	(15.72)	705.68
<b>Total</b>	<b>230.19</b>	<b>1,056.25</b>
<b>Note 30: Cost of Material consumed</b>		
Opening stocks:		
Raw Material		
Yarn	143.97	60.59
Dyes & Chemicals	56.83	41.21
Add : Cost of purchases		
Raw Material		
Yarn	204.39	268.13
Dyes & Chemicals	414.54	370.18
Less: Closing stock		
Raw Material		
Yarn	147.78	143.97
Dyes & Chemicals	117.11	56.83
<b>Total</b>	<b>554.84</b>	<b>539.31</b>

**Notes to the Consolidated financial statements for the year ended 31st March 2021****(Rs. In Lakhs)**

<b>Particulars</b>	<b>For the year ended 31.03.2021</b>	<b>For the year ended 31.03.2020</b>
<b>Note 31: Changes in Inventories</b>		
Opening stocks:		
Stock in trade	97.71	223.13
Finished goods	284.47	70.53
Closing stocks:		
Stock in trade	157.44	97.71
Finished goods	236.82	284.47
<b>Total</b>	<b>(12.08)</b>	<b>(88.52)</b>

**Note 32: Employee benefit expenses**

Salaries and Wages	38.24	60.93
Director Remuneration	22.95	26.40
Contribution to Provident Fund and other funds	4.98	6.79
Staff Welfare Expenses	8.12	6.33
<b>Total</b>	<b>74.29</b>	<b>100.45</b>

**Note 33: Other expenses**

Job charges	287.55	351.07
Power and fuel	146.20	147.46
Freight & Cartage Inwards	2.70	1.99
Stores and spares consumed*	217.36	223.82
Repairs & Maintenance(Machinery)	34.58	33.66
Brokerage and Commission	0.08	-
Limit processing fee	0.59	1.18
Membership and Subscription	1.63	1.05
Sales Promotion Expenses	0.17	0.55
Advertisement and Publicity	0.52	0.73
Auditors remuneration (refer note 35)	4.30	4.23
Bank charges	0.06	0.12
Bonus Issue Expenses	-	0.24
Communication expenses	3.50	4.03
Demat charges	0.15	0.35
GST Expenses	15.36	28.61
General expenses	28.75	28.82
Insurance	5.50	4.18
Legal and professional charges	8.74	4.46
Printing & Stationery	2.36	2.92
Provision for Standard assets	-	1.12
Rates and Taxes	4.15	4.69
Repairs and maintenance	13.79	7.26
Securities Transaction Tax	7.73	16.35
Share Trading Expenses	14.06	17.49
Travelling and Conveyance	9.87	17.61
Corporate Social Responsibility expense	23.13	-
Bad Debts	39.48	-
Donation	0.35	-
Net Foreign exchange loss (gain)	0.29	-
<b>Total</b>	<b>872.95</b>	<b>903.99</b>

\* All stores and spares consumed are indigenous in nature.

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

<b>Note 34: Earning per equity share</b>		<b>2020-2021</b>	<b>2019-2020</b>
Net profit / (loss) after tax	Rs.	(355)	(1,062)
Weighted average number of shares used in computing basic earnings per share	Numbers	19635000	19528656
Effect of potential equity shares on allotment of shares on conversion of warrant	Numbers	0	0
Weighted average number of shares used in computing basic earnings per share	Numbers	19635000	19528656
Basic earnings per share	Rs.	(1.81)	(5.44)
Diluted earnings per share	Rs.	(1.81)	(5.44)

<b>Note 35: Payment to auditors(Including Goods &amp; Service Tax)</b>			(Rs. In Lakhs)
		<b>2020-2021</b>	<b>2019-2020</b>
Statutory audit fees		3.00	2.57
Tax audit fees		0.35	0.65
Income tax matter & ITR		0.35	0.55
Certification work		0.53	0.71
		<b>4.23</b>	<b>4.48</b>

<b>Note 36: Contingent liabilities and commitments (to the extent not provided for)</b>		(Rs. In Lakhs)
	<b>As at</b>	<b>As at</b>
	<b>31.03.2021</b>	<b>31.03.2020</b>
Undertakings given by the company under EPCG Scheme, pending fulfillment of export obligation	11.44	11.44

**Note 37:** The management is of view that as per Ind AS 36, no impairment loss is required to be recognised, as the present values of assets are higher than the carrying amount of such assets.

**Note 38:** The Holding Company has granted Interest free loans to its subsidiary company.

**Note 39: Employee benefits expense**

The Company has adopted Indian Accounting Standard (Ind AS) - 19 on Employee Benefit as under

- (a) Defined contribution plan  
The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, which is a defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue.

**Contribution to defined contribution plan recognised, charged off for the year, are as under:**

		(Rs. In Lakhs)
	<b>2020-2021</b>	<b>2019-2020</b>
Employer's contribution to provident fund	2.71	3.34

- (b) Defined benefit plan:  
Leave Encashment: During the year 2020-21, the amount paid to employees as leave encashment is Rs. NIL

**Gratuity :**

The employee's gratuity scheme is non -fund based. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

<b>I) Reconciliation of defined benefit obligation</b>		(Rs. In Lakhs)
	<b>2020-2021</b>	<b>2019-2020</b>
Defined Benefit obligation at beginning of the year	3.34	2.68
Current service cost	0.40	0.45
Interest cost	0.23	0.20
Benefits paid	-	-
<i>Components of Actuarial (gains)/losses on obligations</i>		
- due to demographic assumptions	-	0.29
- due to financial assumptions	-	-
- due to experience adjustments	(1.26)	(0.29)
Past service cost	-	-
Defined Benefit obligation at year end	2.71	3.34



**Notes to the Consolidated financial statements for the year ended 31st March 2021****II) Net liability / (asset) recognised in the balance sheet**

		(Rs. In Lakhs)
	<b>2020-2021</b>	<b>2019-2020</b>
Present value of defined benefit obligation	2.71	3.34
Fair value of plan assets	-	-
Net liability / (asset)	2.71	3.34
Less: Unrecognised past service cost	-	-
Liability / (asset) recognised in the balance sheet	2.71	3.34
Of which short term defined benefit obligation at end of the year	0.08	0.09

**III) Expenses recognized during the year**

		(Rs. In Lakhs)
	<b>2020-2021</b>	<b>2019-2020</b>
Current service cost	0.40	0.45
Interest cost	0.23	0.20
Defined benefit cost included in	0.63	0.65
Remeasurements of the net defined benefit plans-Actuarial	(1.26)	(0.29)
Defined benefit cost included in Other Comprehensive Income	(1.26)	(0.29)
Total defined benefit recognized in Statement of profit & loss	(0.63)	0.36

**IV) Actuarial assumptions**

	<b>2020-2021</b>	<b>2019-2020</b>
Salary growth rate	7.50%	7.50%
Discount rate	6.85%	6.85%
Withdrawal rate		
Up to 25 years	10.00%	10.00%
25 to 35 years	6.00%	6.00%
35 to 45 years	4.00%	4.00%
45 to 55 years	2.00%	2.00%
55 years & above	1.00%	1.00%
Mortality Rate	IALM 2012-14	IALM 2012-14

**V) Sensitivity analysis for gratuity liability**

The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points.

Particulars	31 March 2021		31 March 2020	
	Increase	Decrease	Increase	Decrease
Discount rate (50 bps movement)	-5.20%	5.61%	-5.30%	5.72%
Rate of increase in salaries (50bps movement)	5.55%	-5.20%	5.66%	-5.29%

The above Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged. Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously. The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

**Sub Note :** No provision has been made for accrued liability in respect of gratuity payable to employees by the Subsidiary Company "Sukartik Clothing Pvt. Ltd.

**Note 40: Related Party Disclosures:****I) Names of related parties and description of relationships****a) Key Managerial Personnel (KMP)**

Suresh Gaggar	Director
Ramakant Gaggar	Managing Director
Sharad Rathi	Director ( Resigned on 24/08/2020)
Sandhya Lotlikar	Director
Jaswantpatil Dillipsingh Patil	Director
Vishnu Kant Bhangadia	Director
Shyam Taaparia	Director (Appointed on 27/03/2021)
Kumkum Shah	Company Secretary (Appointed on 15/10/2020)
Sanjay Ravindra Raut	CFO

**Notes to the Consolidated financial statements for the year ended 31st March 2021****b) Relatives of KMP & Entities over which KMP exercises**

Indra Gaggar	Relative of Director
Kartik Gaggar	Relative of Director
Swati Gaggar	Relative of Director
Preeti Gaggar	Relative of Director
Kirti Gaggar	Relative of Director
Prakash Gaggar	Relative of Director
Subhash Gaggar	Relative of Director
Navratan Gaggar	Relative of Director
Prabbha Bihani	Relative of Director
Saroj Jaju	Relative of Director
Suman Jhanwar	Relative of Director
Madhu Bang	Relative of Director
Kanchan Soni	Relative of Director
Suresh Gaggar HUF	Entity controlled by Director
GVS Chemical Private Limited	Entity controlled by Director
Alaukik Mines & Power Private Limited	Entity controlled by Director
Bhuta Investment Private Limited	Entity controlled by Director
Mangal Savitri Bizcon Private Limited	Entity controlled by Director
Gini Silk Mills Limited	Entity controlled by Director
Minex Explore Pvt. Ltd.	Entity controlled by Director
Blue Square Corporate Services Limited	Entity controlled by Director
Deepganga Total Health Solutions Pvt Ltd	Entity controlled by Director
Deep Ganga Foundation	Entity controlled by Director
Kamai Capital Private Limited	Entity controlled by Director
Harco Silk Mills Private Limited	Entity controlled by Director
Canova Trading Pvt Ltd	Entity controlled by Director
Honour Sales Agencies Pvt Ltd	Entity controlled by Director
Azure Exim Services Limited	Entity controlled by Director
Anandmangal Fintrade Limited	Entity controlled by Director's relative

**II) Transactions during the year and balances outstanding as at year end with the related parties are as follows:**

(Rs. In Lakhs)

Particulars	Volume of Transactions	
	2020-2021	2019-2020
<b>Loan taken / (repayments made)</b>		
Sarika Gaggar	- (0.60)	46.00 (44.00)
Suresh Gaggar	118.00 (39.88)	147.38 (107.50)
Minex Explore Private Limited	60.88 -	- -
<b>LOAN GIVEN (REPAYMENTS RECEIVED)</b>		
Anandmangal Fintrade Limited	0.64 -	3.08 (6.00)
<b>Remuneration to KMP</b>		
Salary to Director	22.95	21.90
Salary to CFO	4.25	3.91
Salary to Company secretary	1.80	4.62
Salary to related parties	-	4.20

**III) Outstanding balances with related parties in ordinary course of business:**

Name of Related Party	Nature of balance	As at 31.03.2021	As at 31.03.2020
Sarika Gaggar	Borrowings	1.40	2.00
Suresh Gaggar	Borrowings	118.00	39.88
Anandmangal Fintrade Limited	Loans Given	10.63	9.99
Minex Explore Private Limited	Borrowings	60.88	-
Ramakant Gaggar	Remuneration	-	-
Sanjay Raut	Remuneration	-	-
Kumkum Shah	Remuneration	-	-
Navratan Gaggar	Remuneration	9.48	7.06
Sangeeta Gaggar	Remuneration	2.41	1.23

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

<b>Compensation of Key management personnel</b>	<b>31.03.2021</b>	<b>31.03.2020</b>
Short-term benefits	29.00	30.44
Post employment benefits*	-	-

\* Remuneration does not include gratuity as employee wise break up is not available.

Note:

- 1) Related party relationship is identified by the Company and relied upon by the auditors.
- 2) Figure in the brackets pertains to previous year.

**Note 41: Capital Management**

The primary objective of the Group's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximise shareholder value. the Group's objective when managing capital is to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stake holders.

The Group is focused on keeping strong total equity base to ensure independence, security, as well as a high financial flexibility for potential future borrowings, if required without where the risk profile of the Group

(Rs. In Lakhs)

<b>Particulars</b>	<b>As at 31.03.2021</b>	<b>As at 31.03.2020</b>
Net Debt *	496.70	1.78
Total Equity	1,963.50	1,963.50
<b>Net debt to equity ratio</b>	<b>0.25</b>	<b>0.00</b>

\* Net debt includes borrowings other than debt securities + interest accrued - cash and cash equivalents - bank balances other than cash and cash equivalents.

No changes were made in the objectives, policies and processes of capital management during the year.

**Note 42: Financial Instruments****A. Financial assets and Liabilities**

The carrying amounts and fair values of financial instruments by category are as follows:

(Rs. In Lakhs)

<b>Particulars</b>	<b>Note</b>	<b>As at 31.03.2021</b>	<b>As at 31.03.2020</b>
<b>Financial assets measured at fair value</b>			
Investments measured at :			
(i) Fair value through other comprehensive Income	Note 8	-	-
(ii) Fair value through profit and loss	Note 8	0.16	145.00
<b>Financial assets measured at amortised cost</b>			
Cash and cash equivalents	Note 4	8.44	46.26
Bank balances other than cash and	Note 5	62.24	34.71
Trade receivables	Note 6	1,041.47	774.20
Loans	Note 7	387.63	447.05
Investments	Note 8	632.64	632.64
Other Financial assets	Note 9	123.70	101.47
<b>TOTAL</b>		<b>2,256.28</b>	<b>2,181.33</b>

(Rs. In Lakhs)

<b>Particulars</b>	<b>Note</b>	<b>As at 31.03.2021</b>	<b>As at 31.03.2020</b>
<b>Financial Liabilities measured at amortised cost</b>			
Trade Payables	Note 18	837.63	662.52
Borrowings(other than debt securities)	Note 19	564.85	229.01
Other financial liabilities	Note 20	92.74	97.40
<b>TOTAL</b>		<b>1,495.22</b>	<b>988.93</b>

**Notes to the Consolidated financial statements for the year ended 31st March 2021****B. Fair values hierarchy**

Financial assets and financial liabilities are measured at fair value in the financial statements and are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows::

The categories used are as follows

**Level 1:** Quoted prices (unadjusted) for identical instruments in an active market;

**Level 2:** Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

**Level 3:** Inputs which are not based on observable market data (unobservable inputs).

**B.1 Financial assets and liabilities measured at fair value - recurring fair value measurements**

<b>As at March 31, 2021</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Assets				
Investments at fair value through profit and loss (refer Note 8)	0.16	-	-	<b>0.16</b>
<hr/>				
<b>As at March 31, 2020</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Assets				
Investments at fair value through profit and loss (refer Note 8)	144.99	-	-	<b>144.99</b>

**Valuation**

The fair values of the financial assets and liabilities (other than above) are defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent.

**Financial assets and liabilities measured at fair value as at Balance Sheet date:**

(i) Short-term financial assets and liabilities are stated at carrying value which is approximately equal to their fair value  
(ii) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments (other than above), the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

**C. Financial Risk Management Framework**

The Group's business activities are exposed to a variety of financial risks, namely market risk, liquidity risk, interest rate risk and credit risk. The Group's management and the Board of Directors has the overall responsibility for establishing and governing the Group's risk management framework. The Board of Directors of Holding and subsidiary companies which are responsible for developing and monitoring the Company's risk management policies. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The key risks and mitigating actions are also placed before the Audit Committee of the Holding Company.

**i) Credit Risk**

Credit risk is the risk of financial loss to the Group if a customer or counter-party fails to meet its contractual obligations. Financial instruments that are subject to credit risk principally consist of trade receivables, investments, loans, cash and cash equivalents, other balances with banks and other financial assets. None of the financial instruments of the Group result in material credit risk.

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

Credit risk with respect to trade receivables are limited, due to the Group has a policy of dealing only with credit worthy counter parties and obtaining sufficient collateral, where appropriate as a means of mitigating the risk of financial loss from defaults. All trade receivables are reviewed and assessed for default on a quarterly basis. Our historical experience of collecting receivables is that credit risk is low. Hence, trade receivables are considered to be a single class of financial assets.

Credit risk on cash and cash equivalents, other bank balances with bank is limited as the Group generally invest in deposits with banks.

The Company's maximum exposure to credit risk as at 31st March, 2021 and 2020 is the carrying value of each class of financial assets

**ii) Liquidity risk**

The Group's principal sources of liquidity are cash and cash equivalents' and cash flows generated from operations. The Group believes that its working capital is sufficient to meet the financial liability. The Holding company has no borrowings. The Group has invested its surplus funds in fixed deposits with banks, thereby ensuring safety of capital and availability of liquidity as and when required. Hence, the Company carries a negligible liquidity risk.

The Holding and subsidiary Companies have maintained a cautious liquidity strategy, with a positive cash balance throughout the year ended 31st March, 2021 and 31st March, 2020. Cash flow from operating activities provides the funds to service the financial liabilities on a day-to-day basis. The Group invests its surplus funds in bank fixed deposit which carry no or low market risk.

**Maturities of financial assets and liabilities**

The tables below analyse the Group financial assets and liabilities into relevant maturity groupings based on their contractual maturities.

		(Rs. In Lakhs)			
<b>Financial Assets</b>		<b>31.03.2021</b>			
<b>Particulars</b>	<b>Carrying Value</b>	<b>0-1 years</b>	<b>1-3 years</b>	<b>above 3 years</b>	
Cash and cash equivalents	8.44	8.44	-	-	
Bank balances other than cash and	62.24	62.24	-	-	
Trade receivables	1,041.47	1,041.47	-	-	
Loans	387.63	387.63	-	-	
Investments	632.80	632.80	-	-	
Other Financial assets	123.70	123.70	-	-	
<b>Total</b>	<b>2,256.28</b>	<b>2,256.28</b>	<b>-</b>	<b>-</b>	

		<b>31.03.2020</b>			
<b>Particulars</b>	<b>Carrying Value</b>	<b>0-1 years</b>	<b>1-3 years</b>	<b>above 3 years</b>	
Cash and cash equivalents	46.26	46.26	-	-	
Bank balances other than cash and	34.71	34.71	-	-	
Trade receivables	774.20	774.20	-	-	
Loans	447.05	447.05	-	-	
Investments	777.63	777.63	-	-	
Other Financial assets	101.47	101.47	-	-	
<b>Total</b>	<b>2,181.32</b>	<b>2,181.32</b>	<b>-</b>	<b>-</b>	

		(Rs. In Lakhs)			
<b>Financial Liabilities</b>		<b>31.03.2021</b>			
<b>Particulars</b>	<b>Carrying Value</b>	<b>0-1 years</b>	<b>1-3 years</b>	<b>above 3 years</b>	
Borrowings	564.85	-	564.85	-	
Trade payables	837.63	837.63	-	-	
Other financial liabilities	92.74	60.11	32.63	-	
<b>Total</b>	<b>1,495.22</b>	<b>897.74</b>	<b>597.48</b>	<b>-</b>	

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

Particulars	Carrying Value	31.03.2020		
		0-1 years	1-3 years	above 3 years
Borrowings	229.01	-	229.01	-
Trade payables	662.52	662.52	-	-
Other financial liabilities	97.40	38.07	59.33	-
<b>Total</b>	<b>988.93</b>	<b>700.59</b>	<b>288.34</b>	<b>-</b>

**iii) Market Risk**

Market risk is the risk that the changes in market prices such as interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

**a) Interest rate risk**

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Group's cash flows as well as costs. The Group is subject to variable interest rates on some of its interest bearing liabilities. The Group's interest rate exposure is mainly related to borrowing obligations.

**b) Price risk**

The Company's exposure to price risk arises from investments held and classified in the balance sheet either as fair value through other comprehensive income or at fair value through profit and loss. To manage the price risk arising from investments, the Company diversifies its portfolio of assets.

To manage its price risk arising from investments in equity securities, the Company diversifies its portfolio across capitalisation sectors with large cap bias and active monitoring of the portfolio using effective strategic tools. Diversification of the portfolio is as per the Investment policy of the Company.

**Note 43:** The impact of Covid -19 pandemic was felt across the economy and business segments. The stock exchanges were permitted to function uninterruptedly during the lockdown and as such investment and related operations of the Company were not affected substantially. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of financial and non financial assets held by the Company. Consequent to significant opening up of the economic activity in the country, the demand for the Subsidiary company's products has improved compared to that during the initial phases of Covid-19 including the lock down period. All the business segments of the Subsidiary Company have substantially recovered as at year end. In preparation of these financial statements, the Group has taken into account both the current situation and likely future developments.

**Note 44:** No amount is due to Micro, Small or Medium Enterprises.

Previous year's figures have been re-grouped/ re-classified, wherever necessary, to make them comparable with the current year's figures.

**Note 45:**

**Note 46:** Corporate social responsibility expenses:

(Rs. In Lakhs)

Particulars	For the year ended March 31,2021	For the year ended March 31,2020
Gross amount to be spent by the Company during the year	-	23.13
Unspent amount of earlier years	23.13	-
Amount spent during the year in cash	23.13	-
Unspent amount upto current year	-	23.13

CSR not applicable during the current financial year since the Company does not fulfill the conditions laid down under Section 135 of the Companies Act,2013.

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

**Note 47 :** Additional information as required by Paragraph 2 of General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013 as on March 31, 2020:

(Rs. In Lakhs)

Particulars	Net assets i.e., total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As a % of consolidated net assets	Amount	As a % of consolidated profit or loss	Amount	As a % of consolidated Other Comprehensive Income	Amount	As a % of consolidated Total Comprehensive Income	Amount
<b>Parent</b> Garnet International Limited	89.17%	2,751.62	116.87%	(414.69)	100.00%	0.93	116.91%	(413.75)
<b>Subsidiaries</b> <b>Indian</b> Sukartik Clothing Private Limited	33.42%	1,031.28	-16.87%	59.85	0.00%	-	-16.91%	59.85
<b>Elimination</b>	-22.59%	(696.98)	-	-	-	-	-	-

**Note 48 : Segment information**

Primary segment Disclosure - Business segment

(Rs. In Lakhs)

Particulars	Shares and Securities		Textile		Consolidated Total	
	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
(i) Segment Revenue						
Operating income	94.29	193.43	1,647.92	1,518.74	1,742.21	1,712.17
Less: Inter-segment revenue	-	-	-	-	-	-
Net revenue from operations	94.29	193.43	1,647.92	1,518.74	1,742.21	1,712.17
(ii) Result						
Segment Results	(320.86)	(1,243.16)	71.72	134.86	(249.14)	(1,108.30)
Less: Unallocated corporate expenses					-	-
Operating Profit					(249.14)	(1,108.30)
Less: Interest expense (Net)					(11.33)	(11.08)
Profit before Tax					(237.81)	(1,097.22)
Provision for Taxation (Net)						
Current Tax					13.13	23.24
Deferred Tax					126.16	(58.38)
Tax adjustment for earlier years					(2.04)	-
Minimum alternate tax credit entitlement					(20.22)	-
					117.03	(35.14)
Profit for the year before Minority Interests					(354.84)	(1,062.08)
(iii) Other Information						
Segment Assets	1,789.89	1,590.26	2,722.14	2,327.79	4,512.03	3,918.05
Unallocated Common Assets	-	-	-	-	-	-
Total Assets	1,789.89	1,590.26	2,722.14	2,327.79	4,512.03	3,918.05
Segment Liabilities	196.78	62.82	1,368.97	940.04	1,565.75	1,002.86
Unallocated Common Liabilities	-	-	-	-	-	-
Total Liabilities	196.78	62.82	1,368.97	940.04	1,565.75	1,002.86
Capital Expenditure	-	-	109.51	109.51	109.51	109.51
Depreciation and Amortisation	1.01	1.25	81.16	80.64	82.17	81.89

**Notes to the Consolidated financial statements for the year ended 31st March 2021**

## Secondary Segment Disclosure - Geographical segment

	Domestic		Overseas		Total	
	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
Revenue from Customers	1,742.21	1,712.17	-	-	1,742.21	1,712.17

## Foot notes:

## 1 Business Segment :

The group has considered business segments as the primary segment for disclosure.

The segments have been identified taking into account the organisational structure as well as the differing risks and returns of these segments.

Shares and Securities Segment comprises of income from share trading, intra-day transaction, investments and dividend.

Textile Segment comprises of sales of garments and dyeing done on job work basis.

## 2 Secondary Segment :

The geographical segments are considered for disclosure as secondary segment

Domestic segment includes sales to customers located in India and income accrued in India

Overseas segment includes sales to customers located outside India and income derived from outside India

## 3 Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segment and amounts allocated on a

As per our attached report of even date

**For B M Gattani & Co****Chartered Accountants**

Firm Registration No. : 113536W

**Balmukund N Gattani**

Proprietor

**Membership No. 047066**

Place : Mumbai

Date : 30/06/2021

For and on behalf of the board

**Suresh Gaggar**

Chairman

**DIN : 00599561**

**Ramakant Gaggar**

Managing Director

**DIN : 01019838**

**Sanjay Raut**

Chief Financial Officer

**Vishnu K Bhangadia**

Director

**DIN: 02405217**