

**DYNAVISON LIMITED**

Apex Plaza, 5th Floor
No. 3, Nungambakkam High Road
Chennai - 600 034. INDIA
Phone / Fax : 044-2826 3651
E-mail : dvl@dynavision.in

30th August, 2022

Department of Corporate Services
Bombay Stock Exchange Limited
22nd Floor,
PhirozeJeeJeeBhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sir / Madam,

Scrip Code : BSE: 517238

Sub: Annual Report for the Financial Year 2021- 22 along with Notice convening 47th Annual General Meeting

As required under Regulation 34 and Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Annual Report of the Company for the Financial Year 2021-22 along with the Notice convening the 47th Annual General Meeting scheduled to be held on Thursday, September 22, 2022 at 12.00 Noon (IST) through Video Conferencing/Other Audio Visual Means in accordance with General Circular Nos. 2/2022 dated May 5, 2022 read with 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021 and 21/2021 dated December 14, 2021 issued by Ministry of Corporate Affairs ("MCA Circulars") and Circular dated May 13, 2022 issued by the Securities and Exchange Board of India ("SEBI Circulars") and applicable provisions of the Companies Act, 2013.

The remote e-Voting period commences on Monday, September 19, 2022 (9:00 a.m. 1ST) and ends on Wednesday, September 21, 2022 (5:00 p.m. 1ST). The cut-off date i.e. Thursday, September 15, 2022.

The Annual Report for the Financial year 2021-22 along with the Notice convening the 47th Annual General Meeting is uploaded on the website of the Company at <https://www.dynavision.in/annual.php>.

Please take the above information on record.

Thanking you,

Yours faithfully,
For **DYNAVISON LIMITED**


V Jayashree
Company Secretary

DYNAVISION LIMITED

47th Annual Report

2021 - 2022

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BOARD OF DIRECTORS

Mr. R.P.AGRAWAL
 Mr. M.S.MEERAMOHIDEEN
 Mr. J.NARAYANAMURTY
 Mr. N.GOVINDAN
 Mrs. LAKSHMMI SUBRAMANIAN

CHIEF FINANCIAL OFFICER

Mr. R.P.AGRAWAL

COMPANY SECRETARY

Mrs. V JAYASHREE

AUDITORS

M/s. R.SUBRAMANIAN AND COMPANY LLP
 Chartered Accountants
 New No.6 (36), Krishnaswamy Avenue,
 Luz, Mylapore,
 Chennai - 600 004

BANKERS

INDIAN OVERSEAS BANK
 CHENNAI- 600 041

RBL BANK

Anand Business Centre
 105/66, G.N.Chetty Road
 T.Nagar, Chennai - 600017

REGISTERED OFFICE

Apex Plaza, 5th Floor,
 No. 3, Nungambakkam High Road,
 Chennai – 600034, Tamil Nadu.
 Phone: 044 - 28263651
 044 - 42040995
 Web: www.dynavision.in
 E-mail: dvl@dynavision.in
investors@dynavision.in

REGISTRAR & SHARE TRANSFER AGENT M/s INTEGRATED REGISTRY MANAGEMENT SERVICES PVT LTD

2nd Floor, Kences Towers,
 No. 1 Ramakrishna Street,
 North Usman Road,
 T. Nagar, Chennai 600 017
 Ph No. 044 2814 0801 / 0802 /0803
 Fax No. 044 2814 2479
 Email: csdstd@integratedindia.in
corpserv@integratedindia.in

DYNAVISION LIMITED

CIN:- L32301TN1973PLC006439

Registered Office:- Apex Plaza, 5th Floor, No. 3, Nungambakkam High Road Chennai- 600034

Email ID:- dvl@dynavision.in

NOTICE TO SHAREHOLDERS

Notice is hereby given that the Forty Seventh Annual General Meeting of the Company will be held on Thursday, the 22nd September, 2022 at 12.00 Noon through Video Conference (VC) or Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2022 and Statement of Profit and Loss for the year ended on that date together with the Board's Report and Auditors' Report.
2. To appoint a director in place of Mr. M S Meeramohideen (DIN 00001896) who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s. R. Subramanian & Company LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.

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

"RESOLVED THAT pursuant to Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. R. Subramanian and Company LLP, Chartered Accountants, having registration No. 004137s/ S200041 be and are hereby re-appointed as the Statutory Auditors of the Company for second term of five consecutive years, who shall hold office from the conclusion of this 47th Annual General Meeting till the conclusion of the 52nd Annual General Meeting to be held in the year 2027 on such remuneration as may be mutually decided by the Board of Directors and the Statutory Auditors of the Company."

SPECIAL BUSINESS**4. REAPPOINTMENT OF MR. R P AGRAWAL AS WHOLE-TIME DIRECTOR FOR A FURTHER PERIOD OF FIVE YEARS AND FIX REMUNERATION**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any modifications or re-enactment thereof, for the time being in force in respect of appointment of a Whole-time Director of a company and in terms of Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the reappointment of Mr. R P Agrawal as Whole-time Director for a period of Five years with effect from 1st October, 2022 to 30th September, 2027 on such terms and conditions and on a remuneration as detailed in the explanatory statement annexed hereto with authority to the Board of Directors (on the recommendations of the NRC) to alter, enhance or widen the scope of remuneration (including the fixed pay, variable pay or other benefits) or the terms and conditions of the appointment including such periodical increase in his remuneration as may be permissible within the overall remuneration limits under Section 197 read with Schedule V of the Companies Act, 2013 and rules made thereunder and other applicable laws, regulations as amended from time to time.

RESOLVED FURTHER THAT in event of absence or inadequacy of profit in any financial year during the tenure of the appointment, the Board of Directors/ Nomination and Remuneration Committee constituted by the Board do accept to vary the terms of remuneration and perquisites with the liberty to revise the remuneration payable to Mr. R P Agrawal as Whole-time Director in accordance with Section 196, 197, 198 read with Schedule V of the Companies Act, 2013.

FURTHER RESOLVED THAT Mr. R P Agrawal, shall be liable to retire by rotation in accordance with the Articles of Association of the Company.

RESOLVED FURTHER THAT Mr. M S Meeramohideen, Whole-time Director be and is hereby authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary e-forms with Registrar of Companies.”

5. CONTINUATION OF MR. M S MEERAMOHIDEEN AS WHOLE TIME DIRECTOR UPON ATTAINING THE AGE OF 70 YEARS

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

“**RESOLVED THAT** pursuant to section 196(3) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for continuation of holding of office of Whole Time Director by Mr. M S Meeramohideen (DIN: 00001896) upon attaining the age of 70 (Seventy) years on 3rd August 2022, on the existing terms and conditions duly approved in the Annual General Meeting through a Special Resolution passed on 17th September, 2018.

RESOLVED FURTHER THAT save and except as aforesaid, the Special Resolution approved and passed by the Members in the Annual General Meeting dated 29th December, 2017 with respect to the appointment of M S Meeramohideen, as Whole Time Director shall continue to remain in full force and effect.

FURTHER RESOLVED THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution”.

6. TO ALTER THE MAIN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and subject to the approval of the Registrar of Companies, Chennai, consent of the Members of the Company be and is hereby accorded to insert the following new sub clauses 9 to 11 after sub clause 8 of Clause of III (A) of Memorandum of Association of the Company.

9. To carry on, manage, supervise and control the business of transmitting, supplying, generating, distributing, trading and dealing in electricity in all forms of energy and power generated by any source whether steam, hydro, tidal, water, wind, solar, coal, hydrocarbon fuel or any other form or kind or description.

10. To carry on in India or abroad the business of manufacturing, trading, establishing, commissioning, operating and maintaining electric power transmission systems / networks, power systems, generating stations based on conventional / non-conventional resources for evacuation, transmission, distribution, trading or supply of power through establishing or using stations, tie-lines, sub-stations and transmission or distribution lines in any manner including build, own and transfer (BOT), and/or build, own and operate (BOO) and/or build, own, lease and transfer (BOLT) and/or build, own, operate and transfer (BOOT) basis or otherwise, and to acquire in any manner power transmission systems/networks, power systems, generation stations, tie-lines, sub-stations and transmission or distribution systems from State Electricity Boards, Vidyut Boards, Power Utilities, Generating Companies, Transmission Companies, Distribution Companies, Central or State Government Undertakings, Licensees, other local authorities or statutory bodies, other captive or independent power producers and distributors and to do all the ancillary, related or connected activities as may be considered necessary or beneficial or desirable for or along with any or all of the aforesaid purposes which can be conveniently carried on these systems, networks or platforms.

11. To plan, develop, establish, erect, construct, acquire, operate, run, manage, hire, lease, buy, sell, maintain, enlarge, alter, renovate, modernize, work and use power system networks of all types including ultra high voltage (UHV), extra-high voltage (EHV), high voltage (HV), high voltage direct current (HVDC), medium voltage (MV) and low voltage (LV) lines and associated stations, substations, transmission and distribution centers, systems and networks and to lay cables, wires, accumulators, plants, motors, meters, apparatus, computers, telecommunication and telemetering equipments and other materials connected with generation, transmission, distribution, supply and other ancillary activities relating to the power from any source and to undertake for and on behalf of others all these activities in any manner and to act as liaisoning and consultant for the above.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, Mr. M S Meeramohideen, Whole-time Director of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies."

7. ENHANCING THE LIMIT UNDER SECTION 186 OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) read with the Companies (Management and Administration) Rules, 2014 and other applicable rules thereunder (collectively, the "Act"), and in accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the Listing Agreement entered into by the Company with BSE Limited and subject to requisite statutory/regulatory approvals, if any, as may be required, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to acquire by way of subscription, purchase or otherwise the securities (Equity Shares, Preference Shares, Debentures

(whether convertible or non-convertible)) or any other financial instruments of any body corporate (whether existing or to be formed) (including any subsidiary company(ies)), joint venture(s) etc. in excess of the limits prescribed under Section 186 of the Act up to an aggregate sum of Rs. 100,00,00,000/- (Rupees One Hundred Crores Only) notwithstanding that the aggregate of loans and investments so far made, the amounts for which guarantee or security so far provided, along with the investments proposed to be made by the Board may exceed 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more;

RESOLVED FURTHER THAT the Board be and is hereby authorised to negotiate the terms and conditions of the above said acquisition(s), as it deems fit and in the best interest of the Company and take all such steps as may be necessary to complete the same; and

RESOLVED FURTHER THAT Mr. M S Meeramohideen, Whole-time Director of the Company be and is hereby authorised to take all such acts, sign all such documents and comply with all formalities and procedures required to be complied with in this regard, including filing of the necessary e forms with the Registrar of Companies."

By Order of the Board
M S MEERAMOHIDEEN
Whole Time Director
DIN-00001896

Place: Chennai
Date: 23rd August, 2022

NOTES:

1. Ministry of Corporate Affairs ("MCA") has vide its circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 ("MCA Circulars") (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is to be held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. The Explanatory Statement pursuant to Section 102(1) of the Act setting out the material facts relating to the special businesses to be transacted at the 47th AGM is annexed hereto.

3. Additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards on General Meetings issued by Institute of Company Secretaries of India, in respect of the Director retiring by rotation/seeking appointment/re-appointment as mentioned under item no. 2 of this notice is appended. Further, the Company has received relevant disclosure/consent from the Director seeking re-appointment.

4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, 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 hereto.

5. As the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

6. In terms of the Provisions of Section 152 of the Companies Act, 2013 Mr. M S Meeramohideen (DIN: 00001896), Director, retires' by rotation at this Meeting. The Board of Directors of the Company recommend his re-appointment.

None of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 2 of the Notice.

7. Mr. K Vijaya Ragavan, Advocate, High Court of Chennai (Membership No.MS3454/2010.) has been appointed as the Scrutinizer for conducting the e-Voting process including remote e-Voting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.

8. Institutional / corporate Members (that is, other than Individuals, HUFs, NRIs, etc.) intending to authorise their representatives are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said resolution/ authorization letter shall be sent to the Scrutinizer at advocateragavan@gmail.com by email from the registered email address

9. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

10. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

11. 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, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose,

the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting on the day of the AGM will be provided by NSDL.

12. The Register of Members and the Share Transfer Books of the Company will remain closed for the purpose of Annual General Meeting from **16th September, 2022 to 22nd September, 2022** (Both days inclusive)

13. In line with MCA Circulars and circulars issued by SEBI, the Notice calling the AGM along with the Annual Report for FY22 ("Annual Report") is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. A Member can request for a physical copy of the Annual Report by sending an e-mail to the Company at dvl@dynavision.in.

Members may note that the Annual Report will also be available on the website of the Company at <https://www.dynavision.in/annual.php>, the website of the stock exchanges i.e., BSE Limited at www.bseindia.com. The Notice is also disseminated on the website of NSDL (agency providing the remote e-voting facility and e-voting during the AGM) at www.evoting.nsdl.com.

For the purpose of receiving the Notice of the AGM and the Annual Report through electronic mode in case the e-mail address is not registered with the respective DPs / Company / RTA, Members may register the e-mail addresses by sending e-mail to the Company at dvl@dynavision.in or to RTA at csdstd@integratedindia.in. Please provide the below mentioned details in e-mail:

- For Members holding shares in physical form: folio no., name of shareholder, scanned copy of the share certificate, PAN (self-attested scanned copy of PAN card).
- For Members holding shares in dematerialised form: DP ID & Client ID, name of the shareholder and PAN. Members who have not yet registered their e-mail addresses are requested to register the same with their DPs in case the shares are held in dematerialised form and with Company / RTA in case the shares are held in physical form.

14. Statutory registers which are required to be maintained by the company under Companies Act,

2013 and other relevant documents referred to in the Notice will be made available, electronically, for inspection by the Members during the AGM. All documents referred to in the Notice will also be made available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an e-mail to dvl@dynavision.in.

15. Members attending the AGM through VC / OAVM should note that those who are entitled to vote but have not exercised their right to vote by remote e-voting, may vote during the AGM through remote e-voting for the business specified in the Notice. The Members who have exercised their right to vote by remote e-voting may attend the AGM but cannot vote again.

16. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Members / list of Beneficial Owners maintained by National Securities Depository Limited ("NSDL") and CDSL (NSDL and CDSL collectively referred as "Depositories") as on the cut-off date i.e., **Thursday, 15th September, 2022** ("Cut-off date").

17. A person, whose name is recorded in the Register of Members / list of Beneficial Owners maintained by the Depositories as on the Cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting during the AGM.

18. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 15th September, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Thursday, 15th September, 2022 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

19. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

20. Members holding shares in physical form are requested to immediately notify change in their address if any, to the Registrar and Transfer Agent of the company, viz. M/s. Integrated Registry Management Services Pvt Limited, 2nd floor, Kences Towers, No.1 Ramakrishna Street, North Usman Road, T Nagar, Chennai 600 017 quoting their Folio Number(s)

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM

21. The Company has engaged the services of National Securities Depository Limited ('NSDL'). Members will be able to attend the AGM through VC/ OAVM or view the live webcast of the AGM provided by NSDL at <https://evoting.nsdl.com> following the instructions provided in the notes to the Notice of the AGM.

22. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

23. Members are encouraged to join the Meeting through Laptops for better experience.

24. Further, members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

25. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

26. Facility to join the Meeting shall be opened thirty (30) minutes before the scheduled time of

the Meeting and shall be kept open throughout the proceedings of the Meeting.

27. The facility of participation at the AGM through VC/OAVM will be made available to 1,000 Members only on a first come first served basis.

28. Members requiring any assistance/ support for participation before or during the AGM, can contact NSDL on evoting@nsdl.co.in or can call at toll free no. 1800 1020 990 and 1800 224 430 or can contact evoting@nsdl.co.in

PROCEDURE FOR SPEAKER REGISTRATION OR TO RAISE QUESTIONS / QUERIES

29. The members who have any questions on financial statements or on any agenda item proposed in the notice of AGM are requested to send their queries in advance, latest by Thursday, 15th September, 2022 (5:00 pm IST) through email at dvl@dynavision.in by mentioning their name, DP ID and Client ID/ Folio No., email ID, mobile number.

30. Members who would like to express their views or ask questions during the AGM may register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/Folio No., No. of shares, PAN, mobile number at dvl@dynavision.in on or before Thursday, 15th September, 2022 (5:00 pm IST). Those members who have registered themselves as a speaker will only be allowed to express their views, ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM.

31. All shareholders attending the AGM will have the option to post their comments / queries through a dedicated Chat box that will be available below the meeting screen.

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

32. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Listing Regulations read with circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, the Company is providing to its Members facility to exercise their right to vote on resolutions proposed to be passed at the AGM by electronic means.

33. Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-Voting"). Further, the facility for voting through electronic voting system will also be made available on the day of AGM and members attending the Meeting who have not cast their vote(s) by remote e-Voting will be able to vote on the Meeting day.

34. The remote e-Voting facility will be available during the following period:

Commencement of remote e-Voting	From 9:00 a.m. (IST) on Monday, September 19, 2022
End of remote e-Voting	Upto 5:00 p.m. (IST) on Wednesday, September 21, 2022

35. A. A member can opt for only single mode of voting, i.e., through remote e-Voting or during the Meeting.

B. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again;

C. The members may please note that the remote e-Voting shall not be allowed beyond the above-mentioned date and time;

D. Any person holding shares in physical form and non-individual shareholders, who acquire shares of the Company and become member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. Thursday, 15th September, 2022, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 224 430. In case of Individual Shareholders holding securities in demat mode who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Thursday, 15th September, 2022 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system";

E. A person who is not a member as on the cut-off

date should treat this Notice for information purpose only;

F. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-Voting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote during the Meeting;

G. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) i.e. Thursday, 15th September, 2022;

H. The facility for e-voting shall also be available during the AGM and may be used for voting only by the Members holding shares as on the Cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-Voting.

I. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on <https://www.evoting.nsdl.com/> to reset the password.

J. To attend to any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-1020-990 and 1800-224-430 or send a request at evoting@nsdl.co.in or contact evoting@nsdl.co. Soni Singh, Assistant Manager National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email ID – evoting@nsdl.co.in who will also address the grievances connected with the voting by electronic means.

K. The details of the process and manner for remote e-Voting are explained below:

The procedure and instructions for remote e-Voting are given below:

Step 1: Access to NSDL e-Voting system





A. Login method for e-Voting and joining

virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, e-Voting process has been enabled for all the individual demat account holders, by way of single

login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	Users registered for NSDL IDeAS facility:
	1. Visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section.
	2. You will be prompted to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page.
	3. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	Users not registered for IDeAS e-Services:
	Option to register is available at https://eservices.nsdl.com . Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp .
	E-voting website of NSDL
	1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
	2. 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.
	3. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	4. Shareholders/Members can also download NSDL Mobile App " NSDL Speede " facility by scanning the QR code mentioned below for seamless voting experience.
<p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>	

Individual Shareholders holding securities in demat mode with CDSL	Existing users who have opted for Easi / Easiest,	
	1.	Can login through their User ID and Password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.
	2.	After successful login of Easi/Easiest the user will be also able to see the E-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
	User not registered for Easi/Easiest	
	Option to register is available at https://web.cdslindia.com/myeasi/Registration/ EasiRegistration .	
	Visit the e-Voting website of CDSL	
	1.	Alternatively, the user can directly access e-Voting page by providing demat account number and PAN from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat account.
2.	After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.	
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.	
Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website. Any Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.		

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 224 430
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022- 23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat and / or in physical mode.

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical Your User ID is:

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

6. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered.

7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

8. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

9. Now, you will have to click on “Login” button.

10. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

2.	It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
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In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Soni Singh Assistant Manager at evoting@nsdl.co.in

Process for those shareholders whose email IDs are not registered with the depositories for procuring user ID and password and registration of e-mail IDs for e-Voting for the resolutions set out in this notice

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN Card), AADHAR (self attested scanned copy of Aadhar Card) by email to dvl@dynavision.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN Card), AADHAR (self attested scanned copy of Aadhar Card) to dvl@dynavision.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user ID and password for e-Voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat

General Guidelines for shareholders	
1.	Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution / Power of Attorney / Authority Letter by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in your login or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to advocateragavan@gmail.com with a copy marked to evoting@nsdl.co.in .

account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

E-VOTING RESULT:

36. The Scrutinizer will, after conclusion of e-Voting at the meeting, scrutinize the votes cast at the meeting through e-Voting and remote e-Voting and make a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the Chairman of the meeting or a person authorised by him in writing who shall countersign the same. The Chairman or any other person authorized by the Chairman, shall declare the results within 2 working days from the conclusion of the meeting. The said results along with the report of the scrutinizer will also be placed on the website of the Company www.dynavision.in and NSDL <https://www.evoting.nsdl.com> and shall also be displayed at the registered and corporate office of the Company. The results shall simultaneously be submitted to the Stock Exchange(s) and available at www.bseindia.com and www.nseindia.com. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

37. Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e. Thursday, September 22, 2022.

38. The recorded transcript of this meeting, shall as soon as possible, be made available on the website of the Company.

39. Members who are holding shares in physical form are requested to address all correspondence concerning transmissions, sub-division, consolidation of shares or any other share related matters and / or change in address or updation thereof with Integrated Registry Management Services Private Limited, Company's Registrar & Transfer Agents. Members, whose shareholding is in electronic mode are requested to intimate the change of address, registration of e-mail address and updation of bank account details to their respective DPs.

40. Information in respect of unclaimed dividend when due for transfer to the Investor Education and Protection Fund:

The Company does not have any unpaid dividends which are due for transfer to the Investor Education and Protection Fund as on 31st March 2022.

**41. APPEAL TO SHAREHOLDERS :
• DEMAT**

Regulation 40 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended and the SEBI notification dated June 08, 2018, prohibits transfer of shares in physical mode and mandates holding in demat except in case of transmission or transposition. Accordingly, Members are requested to convert the physical holding to demat through Depository Participant. Members are informed that for any changes / updations in the demat account including bank mandate, address, nomination, registration of email ID etc. DPs have to be informed.

Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) & Regulation 36(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”)

The following Statement sets out all material facts relating to the Ordinary / Special Business mentioned in the Notice:

ITEM NO. 3

M/s. R. Subramanian and Company LLP, Chartered Accountants, were appointed as Statutory Auditors of the Company at the 42nd Annual General Meeting ('AGM') held on 30th August, 2017 for a period of 5 years, up to the conclusion of 47th AGM. M/s. R. Subramanian and Company LLP are eligible for re-appointment for a further period of 5 years. M/s. R. Subramanian and Company LLP have given their consent for their re-appointment as Statutory Auditors of the Company and has issued certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder. M/s. R. Subramanian & Company LLP have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder. As confirmed to Audit Committee and stated in their report on financial statements, the Auditors have reported their independence from the Company according to the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the ethical requirements relevant to audit.

Based on the recommendations of the Audit Committee and the Board of Directors, it is hereby proposed to re-appoint M/s. R. Subramanian and Company LLP, Chartered Accountants, having registration No.004137S/ S200041, as the Statutory Auditors of the Company for the second term of five consecutive years, who shall hold office from the conclusion of this 47th AGM till the conclusion of the 52nd AGM of the Company.

The proposed remuneration to be paid to M/s. R. Subramanian and Company LLP is Rs.2.50 Lakhs, excluding the fees for Certification required under SEBI LODR, other certifications, taxation, applicable taxes and reimbursement of out-of-

pocket expenses on actuals. The remuneration proposed to be paid to the Statutory Auditors during their second term would be in line with the existing remuneration and shall be commensurate with the services to be rendered by them during the said tenure. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

R. Subramanian and Company LLP is a firm of Chartered Accountants and operates from its registered office in Chennai and has presence in Bangalore & Delhi. The firm holds the 'Peer Review' certificate as issued by 'ICAI'.

The Board recommends the resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution.

ITEM NO. 4:

Mr. R P Agrawal was re-appointed as Whole-time Director for a period of five years effective from 1st September 2017 in the members meeting held on 30th August 2017 and subsequently, on attaining the age of 70 years, a special resolution was passed to continue his appointment till residual tenure upto 30th September 2022 vide members meeting held on 17th September 2018.

Board at their meeting held on 18th May 2022, considering his rich experience and knowledge, thought it fit to continue his services in the interest of the Company and hence it is proposed his re-appointment for further period of five years effective from 1st October 2022 as Whole-time Director on the following terms and conditions:

Salary : Rs. 89,450/- per month with an increase upto 30% per annum

Perquisites: In addition to salary, perquisites are allowed as follows

Telephone Expenses: Residential phone bill for the official calls made including rental will be reimbursed by the Company, subject to maximum of Rs.10,000/- per annum.

Medical Expenses: Expenses incurred for self and family subject to a ceiling of one month's basic salary in each year or three months basic salary in a block of three years will be reimbursed by the Company.

Leave Travel Allowance: For self and family subject to ceiling of one month's basic salary in each year will be reimbursed by the Company. "Family" means wife, dependent children and dependent parents.

Car: Mr. R P Agrawal shall be entitled to a car with driver, running expenses and maintenance etc. for his official use which is not considered as perquisite

Sitting fee: Mr. R P Agrawal is also entitled to get sitting fee to attend Board and its Committee Meetings as per Company's rule.

Bonus: Mr. R P Agrawal is also entitled to get bonus as per Company's rule.

Gratuity: Gratuity payable shall be equal to half month's salary for each completed year of service, as per Company's rule.

Annual Increment: Mr. R P Agrawal is also entitled to get annual increment as and when decided by the Board within the limit specified in Schedule V of section 197 of the Companies Act 2013.

Hence the Board recommends passing special resolution given in item no.4

A brief profile of Mr. R P Agrawal is furnished as annexure to the notice.

Except Mr. R P Agrawal, none of the Directors, Key Managerial Personnel and the relatives of the Directors are directly concerned or interested, financial or otherwise, in the resolution set out at item no. 4.

ITEM NO. 5

In the Annual General Meeting held on 17th September, 2018 Mr. M S Meeramohideen was reappointed as the Whole time Director for a period of five years from 1st September 2018. Since M S Meeramohideen has attained the age of 70 years now, his appointment as Whole-time Director for the remaining term is required to be passed by special resolution, on the same terms and conditions considered in the Members meeting held on 17th September, 2018.

The Resolution containing terms and conditions of appointment is available in the record of the Company at the Registered Office, for inspection.

Hence the Board recommends passing special resolution given in item no.5

Except Mr. M S Meeramohideen, none of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the said resolution.

ITEM NO. 6

Your Board has considered from time-to-time proposals for diversification into areas which would be profitable for the Company as part of diversification Plans. For this purpose, the object Clause of the Company requires to be comprehensive to cover a wide range of activities to enable your Company to consider embarking upon new projects and activities. The alteration in the Objects Clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the company to enlarge the area of operations and carry on its business economically and efficiently

The "Main Object" clause of the Memorandum of Association of the Company is being amended by inserting sub clause 9 to 11 in Clause III (A). The Board at its meeting held on July 25, 2022 has approved alteration of the MOA of the Company and the Board now seek Members' approval for the same.

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours.

The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013 and the Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed resolution. The Board recommends the Special Resolution set forth in Item No. 6 of the Notice for approval of the Members.

ITEM NO. 7

The members may be aware that Company during the last several years has been exploring all avenues to find a comprehensive solution for expansion. In order to make optimum use of funds by venturing

out new projects and to achieve long term strategic and business objectives including expansion into various new areas, your Board of Directors thought fit to enhance their power to invest in these projects.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting, notwithstanding existing investments.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs.100 Crores, as proposed in the Notice.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No.7 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 7 of the accompanying notice. The Board recommends the resolution at Item no.7 to be passed as Special Resolution.

ANNEXURE I

AS PER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ADDITIONAL INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED/ RE-APPOINTED

Particulars	Mr. M S Meeramohideen
	Whole time Director
Date of Birth	03-08-1952 70 years
Date of Appointment	28.04.2000
Qualifications	B.E from Madras University
Expertise in specific functional are as	45 years of working experience
Chairmanships/Directorship of other Companies (excluding Foreign Companies and Section 8 Companies)	Nil
Chairmanships/Directorship of Committees of other Public Companies	Nil
i. Audit Committee	Nil
ii. Stake holders Relationship Committee.	Nil
iii. Nomination and Remuneration Committee	Nil
Number of Shares held in the Company	Nil

Particulars	Mr. R.P. Agrawal
	Whole time Director
Date of Birth	10-02-1948 74 years
Date of Appointment	01-04-2017
Qualifications	B.com from Calcutta University (West Bengal)
Expertise in specific functional are as	55 years of Rich experience in Accounts and Finance
Chairmanships/Directorship of other Companies (excluding Foreign Companies and Section 8 Companies)	Nil
Chairmanships/Directorship of Committees of other Public Companies	Nil
i. Audit Committee	Nil
ii. Stake holders Relationship Committee.	Nil
iii. Nomination and Remuneration Committee	Nil
Number of Shares held in the Company	Nil

Place: Chennai

Date: 23rd August, 2022

By Order of the Board

M S MEERAMOHIDEEN

Whole Time Director

DIN-00001896

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Forty Seventh Annual Report of M/s Dynavision Limited along with the audited financial statements for the year ended March 31, 2022.

PERFORMANCE FOR THE YEAR

The Company during the year earned a sum of Rs. 874.51 Lakhs as against Rs.738.92 Lakhs of the previous year. The net profit for the year has been Rs. 506.99 lakhs as compared to Rs. 457.53 Lakhs of the previous year.

The performance summary is presented herewith.

FINANCIAL RESULTS

PARTICULARS	Rs. in lakhs	Rs. in lakhs
	2021-2022	2020-2021
Revenue from operations	750.66	610.88
Other income	123.85	128.04
Total income	874.51	738.92
Total expenses	217.52	150.39
Profit/(Loss) before Interest and Depreciation	704.29	624.89
Add/Less: Interest	34.57	31.42
Profit before Depreciation	669.72	593.47
Add/Less: Depreciation	12.73	4.94
Profit/ (Loss) before Tax	656.99	588.53
Exceptional Item	-	-
Tax Expenses -	150	131
Transfer to Reserve	-	-
Profit / (Loss) carried over to Balance Sheet	506.99	457.53

STATE OF AFFAIRS OF THE COMPANY.

At present, the earnings of the Company are through lease rent only and during the year under review there is no change in the nature of activity of the Company.

BUSINESS PERFORMANCE OF THE COMPANY

Your directors are pleased to inform you that the Company has wiped off its entire losses resulting in retained earnings turning into Positive as on 31st March 2022. Here onwards the management expects rapid improvement in the net worth of the Company. Your Board is also exploring new opportunities in the field of Green Power.

SHARE CAPITAL

The paid up equity share capital of your company as on 31st March 2022 was Rs.3,83,79,095/- No additions or alterations to the capital were made during the financial year 2021-22.

DIVIDEND

The Board of Directors did not recommend any dividend to the Shareholders for the financial year ended 31st March 2022 as they wish to conserve the resource for future projects and expansion of the company.

TRANSFER OF PROFIT TO RESERVES

The Company has not proposed to transfer any of its profits to Reserves.

LISTING OF SHARES

The Shares of the Company are listed in the Bombay Stock Exchange having ISIN: INE083E01010.

MATERIAL CHANGE AND COMMITMENTS OF THE COMPANY

There are no material changes and events occurred during the financial year except the following Changes:-

1. Resignation of Mrs. Aditi Kanabar, Company Secretary and Compliance Officer of the company with effect from 11th March 2022.
2. In the Annual General Meeting on 18th September 2021, alteration of the Main Object Clause was made.

SIGNIFICANT & MATERIAL ORDER PASSED BY THE REGULATOR OR COURT

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

There are no fresh loan, guarantees and investment given or made by the Company under Section 186 of the Companies Act, 2013 during the financial year 2021-2022.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The Company doesn't have any subsidiary, associate and joint venture companies.

MANAGEMENT DISCUSSION AND ANALYSIS

As required under Regulation 34 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Management Discussion and Analysis Report is enclosed as **Annexure-I**.

TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**CONSERVATION OF ENERGY**

The company had taken steps to conserve energy in its office use, consequent to which energy consumption has been minimised. No additional proposals/investments were made to conserve energy. Since the company has not carried on industrial activities, disclosures regarding impact of measures on cost of production of goods, total energy consumption etc. is not applicable.

TECHNOLOGY ABSORPTION

The company has not adopted / intends to adopt any technology for its business and hence no reporting is required to be furnished under this heading.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The foreign exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows:

Particulars	31.03.2022	31.03.2021
Foreign Exchange earnings	Nil	Nil
Foreign Exchange outgo	Nil	Nil

DIRECTORS AND KEY MANAGERIAL PERSONNEL**DIRECTORS:****Retirement by Rotation**

In terms of Section 152 of the Companies Act 2013, Mr. M S Meeramohideen retires by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment. Mr. M S Meeramohideen offered himself for re-appointment and shall continue till his term as the Whole time Director. Brief profile of Mr. M S Meeramohideen is given in the Annexure I to the Notice of forthcoming Annual General Meeting of the Company.

Key Management Personnel

The Key Management Personnel of the company are:-

1. Shri R P Agrawal- CFO
2. Sri M S Meeramohideen - Whole time Director
3. Mrs. V. Jayashree was appointed as Company Secretary and Compliance Officer with effect from 18th May 2022

Independent Directors' Declaration

All independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations 2015 in respect of financial year ended 31st March 2021-22, which has been relied on by the Company and placed at the Board Meeting and was taken on record.

Reappointment

Mr. R P Agrawal, Whole-time Director is to be reappointed for a further period of 5 years. The Profile of Mr. R P Agrawal is included in Annexure I of the Notice.

AUDITORS

M/s. R. Subramanian and Company LLP, chartered accountants (Firm Registration No.004137s/S200041) were appointed as Statutory Auditors of the Company at the 42nd Annual General Meeting held on 30th August 2017, for a period of Five years till the conclusion of the 47th Annual General Meeting

Consequently, M/s. R. Subramanian and Company LLP, Chartered Accountants, complete their first term of five consecutive years as the Statutory Auditors of the Company at the conclusion of 47th Annual General Meeting of the Company.

Pursuant to section 139(2) of the Act, the company can appoint an auditors firm for a second term of five consecutive years.

M/s. R. Subramanian and Company LLP, have consented to the said reappointment, and confirmed that their reappointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be reappointed as Statutory Auditor in terms of the provisions of the Act, and the provisions of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time.

The Board is of the opinion that continuation of M/s. R. Subramanian and Company LLP, as Statutory Auditors will be in the best interests of the Company and therefore, the members are requested to consider their re-appointment as Statutory Auditors of the Company, for a second term of five years, from the conclusion of the ensuing Annual General Meeting, till the 52nd Annual General Meeting to be held in the calendar year 2027, at such remuneration mutually agreed and approved by the Board.

COMMENT ON STATUTORY AUDITOR'S REPORT

There are no qualifications, reservations, remarks or disclaimers made by M/s. R. Subramanian and Company LLP, Statutory Auditor, in their audit report. The Statutory Auditor has not reported any incident of fraud to the Audit Committee of the Company during the financial year 2021-22.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported to the Audit Committee under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

SECRETARIAL AUDITOR

Pursuant to the requirements of Section 204 (1) of the Companies Act 2013 and Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, Mrs. Srividhya Narasimhan, Practicing Company Secretary (Membership No.34428/ CP 14058) was appointed as the

Secretarial Auditor to conduct secretarial audit for the financial year 2021-22. The Secretarial Audit report as received from the Secretarial Auditor is annexed to this report as **Annexure II**

COMMENT ON SECRETARIAL AUDIT REPORT

There is no adverse opinion from the Secretarial Auditor on the secretarial compliances during the year except:

1. Form IEPF-5 E Verification report is filed delayed with Additional fees by the Company with MCA due to technical issue with MCA portal.
2. CSR expenditure for both current and previous year, was in accordance with Section 135(5) of Companies Act, 2013, however the same was spent during the current year only.

Management's Reply

1. As mentioned in the comments of the Secretarial Auditor, there was a technical issue with MCA wherein the Company was not able to file e-verification report on time thereby incurred additional fees.
2. During the year taking into consideration of the FAQ issued by Ministry of Corporate affairs the Company has paid the CSR expenses for the current year as well as earlier years. The total amount required to be spent by the company upto and for the year ended 31st March 2022 has been fully paid.

INTERNAL AUDITORS

M/s Karra & Company Chartered Accountant (Firm Registration No.FRN001749s.) were appointed as Internal Auditors of the Company since 2017. They regularly conducted audit and submitted their quarterly reports, which were reviewed by the Audit Committee.

INTERNAL CONTROL AND ITS ADEQUACY

The Company has formulated a Framework on Internal Financial Controls In accordance with Rule 8 (5) (viii) of Companies (Accounts) Rules, 2014, the Company has adequate internal control systems to monitor business processes, financial reporting and compliance with applicable regulations and they are operating effectively.

The Internal Auditor also reported in their IFC report that the Company has an adequate Internal Control system, commensurate with the size, scale and complexity of its operations. To maintain its

objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

COST AUDITOR

Since the company is not having any manufacturing activity at present, and the provisions of Appointment of Cost Auditor pursuant to the Companies Act 2013 are not applicable, no Cost Auditor has been appointed by the company during the financial year.

SECRETARIAL STANDARDS

The company has devised proper systems to ensure compliance with the provisions of all applicable secretarial standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

In accordance with Section 135 of the Companies Act, 2013, the Company has constituted a Corporate Social Responsibility Committee. The CSR Committee of the Company has approved a CSR policy which is available on the Website of the Company at www.dynavision.in. The Annual report on CSR activities as required under Companies (Corporate Social Responsibility Policy) Rules, 2014 has been appended in **Annexure III** to this Report.

RELATED PARTY TRANSACTIONS

The particulars of transaction made with related parties pursuant to Section 188 of the Companies Act, 2013 are set out in Note 33 of financial statements forming part of this Annual Report and the disclosure of the same in prescribed format – Form AOC-2 is annexed hereto as **Annexure IV** and forms part of this report.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3) (a) of the Act, the Annual Return as on March 31, 2022 is available on the Company's website at <https://www.dynavision.in/form-mgt-7.php>

PARTICULARS OF REMUNERATION

The information 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, in respect of employees of the Company, forms part of this Report as **Annexure V**. The information of employees

as per Rule 5(2) is available on the website of the Company at www.dynavision.in

RISK MANAGEMENT POLICY

The risk management is overseen by the Audit Committee of the Company on a continuous basis. Major risks, if any, identified by the business and functions are systematically addressed through mitigating action on a continuous basis. The Risk Management policy is available on the Company website www.dynavision.in

PREVENTION OF SEXUAL HARASSMENT POLICY

The company has in place Prevention of sexual harassment policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The said policy also placed on the website of the Company viz. www.dynavision.in

The Company has constituted Internal Complaint Committee as per the aforesaid Act. The details of the Committee members are given below:

1. Mrs. Lakshmmi Subramanian
2. Mrs. Srividhya Narasimhan
3. Sri N Govindan
4. Sri R P Agrawal

Your directors state that during the year under review the Committee met on 9th February 2022 and observed that there was no case filed pursuant to the Sexual Harassment of the Woman at the Workplace (Prevention, Prohibition and Redressal) Act 2013.

BOARD DIVERSITY:

Since the Company falls under the exempted category as provided under Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 disclosure on Board Diversity is not applicable.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Pursuant to Section 177(9) of the Companies Act 2013, your company has established a Vigil Mechanism policy of directors and employees to report concerns about unethical behaviours, actual

or suspect fraud, violations of code of conduct of the company etc. The mechanism also provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provide for direct access by the Whistle Blower of the Audit Committee. It is affirmed that during the Financial Year 2021-22, no employee has been denied access to the Audit Committee. The Vigil Mechanism policy is also available in the company's website www.dynavision.in.

POLICY OF DIRECTORS APPOINTMENT AND REMUNERATION

Directors appointment and remuneration including criteria for determining qualifications, positive attributes independence of a director and other matters provided under Section 178 of the Act are covered under the Board's policy formulated by the company and is available on the company website www.dynavision.in

DEPOSITS FROM PUBLIC

The company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on date of the Balance Sheet.

CORPORATE GOVERNANCE REPORT

Since your Company's paid up Equity capital, and net worth is less than Rs.10 Crores and Rs.25 Crores respectively, the provisions of revised Regulation 15(2) of SEBI (LODR) Regulations 2015, relating to Corporate Governance, are not applicable to the Company.

DETAILS OF ONE TIME SETTLEMENT WITH ANY BANK OR FINANCIAL INSTITUTION ALONG WITH THE REASONS THEREOF

During the year under review there was no instance of one-time settlement with any Bank or Financial Institution.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

LISTING FEES

The Company confirms that it has paid the annual listing fees for the year 2022-23 to the Bombay Stock Exchange where the company is listed.

CLOSURE OF REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS

The Register of Members and Share Transfer books of the company will be closed with effect from 16th September, 2022 to 22nd September, 2022 (both days inclusive).

NUMBER OF MEETINGS OF THE BOARD

4 (Four) Meetings of the Board of Directors of the Company were held during the year 2021-22, which were on 24th June, 2021, 10th August, 2021, 9th November, 2021 and 9th February, 2022. The maximum time gap between any two consecutive meetings did not exceed 120 days except First Board Meeting of the year for which relaxation was provided by the Ministry of Corporate Affairs due to Covid pandemic. The attendances of the Directors in the Board meetings are as under:

Name of the Director	No. of Meetings held	No. of Meetings attended
Mr. N Govindan	4	4
Mr. J Narayanamurthy	4	4
Mrs. Lakshmmi Subramanian	4	4
Mr. R P Agrawal	4	4
Mr. M S Meeramohideen	4	4

BOARD EVALUATION

Pursuant to the provisions of Companies Act, 2013 and of the Listing Agreement, the Board has carried out annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder's Relationship committee. The manner in which the evaluation has been carried out is explained below:-

A) EVALUATION OF DIRECTORS BY INDEPENDENT DIRECTORS'

During the year under review, the Independent Directors met on 9th February 2022, inter alia to:

- Review the performance of non-independent directors and the Board as a whole

- ii. Review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors.
- iii. Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties

B) EVALUATION OF INDEPENDENT DIRECTORS BY DIRECTORS'

During the year under review, the Directors (other than Independent Directors) met on 9th February 2022, inter alia to:

- i. Review the performance of the independent directors of the company, taking into account the views of executive directors and non-executive directors.
- ii. Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

BOARD COMPOSITION

The Board is well constituted with composition of two executive and three non-executive independent directors in the meeting.

Category	Name of Director
Executive Directors	Mr.R.P.Agrawal Mr.M.S Meeramohideen
Independent Directors	Mrs.Lakshmmi Subramanian Mr.N.Govindan Mr.J.Narayanamurty

COMMITTEES OF THE BOARD:

With a view to have more focused attention on various business aspects and better accountability the Board has constituted the following Committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee.

The Board Committees meet at regular intervals

and take necessary steps to perform their duties entrusted by the Board.

Audit Committee

As required under Section 177(8), the Audit Committee comprises of 3 Non-executive Independent Directors and 2 Executive Directors. The Committee was chaired by a Non-executive Independent Director, Mr. N Govindan with requisite qualification. In the opinion of the Board of Directors, all the members of Audit Committee are financially literate and also have accounting or related financial management experience.

The Audit Committee monitors and provides effective observation of the financial control and reporting process, review the financial reporting process, internal audit process, adequacy of internal control systems, review of performance of Statutory Auditors, recommending appointment of Statutory, Internal Auditors, recommending the Audit fees and also payment for other services

The composition of the Audit Committee and particulars of meetings attended by the members of Audit Committee are given below:

Name of the Director	No. of Meetings held	No. of Meetings attended
Mr. N Govindan	4	4
Mr. J Narayanamurty	4	4
Mrs. Lakshmmi Subramanian	4	4
Mr. R P Agrawal	4	4
Mr. M S Meeramohideen	4	4

During the year ended on 31st March, 2022, four meetings of the Audit Committee were held on 24th June 2021, 10th August 2021, 9th November 2021 and 9th February 2022. The Chairman of the Audit Committee has the accounting and related financial management expertise.

Statutory Auditors, Internal Auditors and Company Secretary has also attended the Audit Committee meetings when invited by the Committee.

The Audit Committee reviewed the quarterly half yearly and annual financial statements of the company before submission to the Board of Directors. The Committee also reviewed Internal Audit Reports, related party transactions etc. from time to time. It has also taken on record the

appointment of Statutory Auditors, Internal Auditors and recommended to the Board the remuneration payable to them.

The role of Audit Committee and terms of reference specified by the Board to the Audit Committee are wide enough to cover the mandatory items, as required, under clause 49 of the Listing Agreement.

- Review of the company's financial reporting process, the financial statements and financial/risk management policies
- Review quarterly, half yearly and annual financial accounts of the company and discuss with Auditors
- To meet and review with External and Internal Auditors the internal control systems and to ensure their compliance
- To review matters as required under the terms of Listing Agreement
- To investigate matters referred to it by the Board

NOMINATION AND REMUNERATION COMMITTEE

As per Section 178 of Companies Act, 2013 The Board of Directors shall constitute the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half shall be independent directors and the chairperson of the company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee.

The composition of the Nomination and Remuneration Committee and particulars of meetings attended by the members of Audit Committee are given below:

Name of the Director	Meetings held on 9 th November, 2021	Meeting attended
Mr. N Govindan	1	1
Mr. J Narayanamurthy	1	1
Mrs. Lakshmmi Subramanian	1	1

The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal.

The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

The Nomination and Remuneration Committee shall, while formulating the policy ensure that—
(a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
(b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:

STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee (SRC) cohesively supports the Company and its Board in maintaining strong and long-lasting relations with its stakeholders at large. The SRC majorly ensures and oversees the prompt resolution of the grievances of security holders; the implementation of ways to enhance shareholder experience; assessment of performance of Registrar & Transfer Agent; monitoring of shareholding movements etc.

The details of SRC composition and meetings are as under:-

Name of the Director	No. of Meetings held	No. of Meetings attended
Mr. N Govindan	15	15
Mr. R.P. Agrawal	15	15
Mr. M S Meeramohideen	15	15

During the year ended on 31.03.2022, Fifteen meetings of the Stakeholder Relationship Committee were held on that is on 5th July, 2021, 27th July, 2021, 30th July, 2021, 12th August, 2021 1st September, 2021, 26th October, 2021, 2nd November, 2021, 10th November, 2021, 7th December, 2021, 31st December, 2021, 10th January, 2022, 11th March, 2022 18th March, 2022, 28th March, 2022 and 31st March, 2022.

As part of the Board's annual evaluation of its effectiveness and that of its Committees, as described earlier in the report, the SRC assessed its own effectiveness.

The members of the SRC agreed that its overall performance had been effective during the year. The Board accepted all the recommendations made by the Committee in FY 2021-22.

POLICIES

The company has the following policies which are applicable as per the Companies Act 2013 and SEBI (LODR) Regulations, which are placed on the website of the company.

- i) Code of conduct for Directors and Senior Management
- ii) Whistle Blower Policy/ Vigil Mechanism
- iii) Policy of Directors' Appointment and remuneration
- iv) Policy on determining materiality of events
- v) Policy on documents preservation and archival
- vi) Terms of appointment of independent directors
- vii) Nomination & Remuneration policy
- viii) Policy on related party transactions
- ix) Policy on sexual harassment of women at work place (prevention, prohibition and redressal) Act 2013
- x) Corporate Social Responsibility Policy

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

The Board of Directors had adopted a Code of Conduct for the Board Members and employees of the Company. This Code helps the Company to maintain the Standard of Business Ethics and ensure compliance with the legal requirements of the Company. The Code is aimed at preventing any wrong doing and promoting ethical conduct at the Board and by employees. The Compliance Officer is responsible to ensure adherence to the Code by all concerned. The Code lays down the standard of 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. Detailed policy on Code of Conduct in pursuance to SEBI (Prohibition of Insiders Trading) Regulations 2015 as amended, is available in the company website www.dynavision.in

DISCLOSURE OF SHARES HELD BY PROMOTERS IN DEMAT FORM

The promoters of the company hold all their shares in demat form. Notices in pursuance to circular No SEBI/ LAD/NRO/GN/2018/24 of SEBI and MCA were sent to all shareholders holding physical shares in regular intervals by the Registrar and Share Transfer Agents.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134(5) of the Act, the Directors hereby confirm:

1. That in the Preparation of Final Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
2. That they had 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 the end of the Financial Year and of the Profit or Loss of the Company for that period;
3. That they had taken proper and sufficient care for the maintenance of adequate Accounting Records in accordance with the provisions of the Act, for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;
4. That they had prepared the Annual Accounts on a Going Concern basis.
5. That they laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating properly; and
6. That they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation of the contributions made by employees at all levels, towards the continued growth and prosperity of your Company. Directors also take this opportunity to convey their thanks to all the valued shareholders of the Company and to the Bankers for their valuable services.

For and on behalf of the Board of Directors

R.P.AGRAWAL

Whole time Director

DIN: 05253615

M S MEERAMOHIDEEN

Whole time Director

DIN: 00001896

Place: Chennai

Date: 23rd August, 2022

ANNEXURE I**MANAGEMENT DISCUSSION AND ANALYSIS**

Management Discussion and Analysis forms part of the Annual Report to the shareholders and it includes discussion on matters as required as per Companies Act 2013.

1. ECONOMIC OUTLOOK OF INDIA FOR 2022

The global economy recovered strongly in CY 2021 even as new variants of the COVID-19 virus fueled additional waves of the pandemic. Robust policy support in advanced economies, availability of vaccines and relaxation of pandemic restrictions helped economies bounce back, collectively expanding world output by an estimated 6.1%.

2. INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Company is currently engaged only in leasing of its own property and not engaged in any other specific industrial operations. The management is looking for a right opportunity to make the Company operational.

3. OVERALL REVIEW:

The entire factory premises have been leased out to M/s Apollo Hospitals Enterprise Ltd for establishing world class multi specialties hospital. The company has wiped off the entire carry forward losses during the FY 2021-2022 and is having net profit of Rs. 506.99 lakhs on 31st March, 2022. Your Board is taking all the efforts to venture into operational activity and many initiatives have been taken towards that goal.

4. RISK AND CONCERNS:

The Covid Pandemic had slow down the business operation across the world, which has impacted the company as well.

The company is functioning under the dynamic leadership and guidance of the experienced directors and hence looking for more opportunity for increasing the revenue of the company by searching for new investments opportunities which can bring good returns to the company and hence managing the risk in a prudent manner.

5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets.

All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements.

Considering the size and nature of business the company has appointed an Internal Auditor for the company from the financial year 2016-17 to ensure proper and adequate systems and procedures commensurate with its size and nature of its business. Internal Auditors continue to monitor the operations and administration of the company.

6. FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The total income of the company for the year ended 31st March 2022 was Rs.750.66 Lakhs as against Rs. 610.88 Lakhs during the Previous year. Profit Before Tax was Rs. 656.99 Lakhs as against Rs. 588.53 Lakhs in the previous year. Profit After Tax was Rs. 506.99 crore as against Rs. 547.53 crore in the previous year.

7. OPPORTUNITIES AND THREATS:

The Company has got tremendous learning from the challenges encountered by peers, against which it is de-risking itself.

The global pandemic COVID-19 has impacted the general health of people, businesses and the economy as a whole. The compounding impact on the operations and financials of the organisation due to the global pandemic and also due to the lockdowns initiated by the Indian Central Government and the State Governments had also impacted us to some extent.

8. OUTLOOK

Company outlook for the next few years seems to remain the same. However, it is hopeful that the situation will improve once we venture in new manufacturing activities.

9. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

During the year, the human resource relations continued to be cordial, conducive and mutually productive. Human resources are used efficiently to achieve success, stability and growth of the Company. The total employees as at the year-end were 5 (Five only)

10. KEY RATIOS:

In accordance with the SEBI (Listing Obligations and Disclosure Requirements 2018) (Amendment) Regulations, 2018, the Company is required to give details of significant changes (change of 25% or more as compared to the immediately previous financial year) in key sector specific financial ratios.

RATIO	FY 2021-22	FY 2020-21	% of Change	Explanation
Current Ratio	10.81	8.45	28	Increase in line with Company's operation

11. DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF

RATIO	FY 2021-22	FY 2020-21	% of Change	Explanation
Return on Networth	76.63	295.83	-74.1	Since the Company has wiped off its entire losses, the portion of equity has increased, thus decreasing the Ratio

PLACE:- Chennai

DATE:- 23rd August, 2022

ANNEXURE-II**Secretarial Audit Report for the financial year ended 31.03.2022****[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the****Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,
The Members
Dynavision Limited

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

Based on our verification of the Company's books, papers, 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 31st March, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have also examined the following with respect to the new amendment issued vide SEBI Circular number CIR/CFD/CMD1/27/2019 dated 8th February, 2019 (Regulation 24A of SEBI(LODR), Regulations, 2015).

- (a) all the documents and records made available to us and explanation provided by Dynavision Limited ("the Listed Entity"),
- (b) the filings/submissions made by the Listed Entity to the Stock Exchange,
- (c) website of the listed entity,
- (d) books, papers, minute books, forms and returns filed with the Ministry of Corporate Affairs and other records maintained by Dynavision Limited ("the Company") for the financial year ended on 31st March, 2021

according to the provisions as applicable to the Company during the period of audit and subject to the reporting made hereinafter and in respect of all statutory provisions listed hereunder:

- 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. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Regulation 24A relating to Secretarial Compliance Report is not applicable to the Company for the period under review;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client to the extent of securities issued.

We hereby report that

- a. The Listed Entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder.
- b. The Listed Entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.
- c. There were no actions taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard

Operation Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder.

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

- (i) The Listing Agreements entered into by the Company with the Stock Exchanges, where the Securities of the Company are listed and the uniform listing agreement with the said stock exchanges pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (ii) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

Since Rental income is the only source of income for the Company at present, there are no laws/ regulations (as amended from time to time) which are specifically applicable to the Company based on their sector/industry;

However for adequate system, processes and control mechanism in the Company the management ensures compliance with other applicable general laws including shop establishment act and other HR laws.

It is reported that during the period under review, the Company has been regular in complying with the provisions of the Act, Rules, Regulations and Guidelines, as mentioned above except:

- 1) Form IEPF -5 E Verification report is filed delayed with Additional fees by the Company with MCA due to technical issue with MCA portal
- 2) CSR expenditure for both current and previous year, was in accordance with Section 135(5) of Companies Act, 2013, however the same was spent during the current year only.

We further report that there were no actions/events in the pursuance of

- 1) The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014 and the Employees Stock Option Scheme, 2007 approved under the provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

- 2) The Securities and Exchange Board of I

- 3) India (Delisting of Equity Shares) Regulations, 2009The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

- 4) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- 5) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- 6) 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;

requiring compliance thereof by the Company during the Financial Year under review.

We further report that, based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, and in our opinion, adequate systems and control mechanism exist in the Company to monitor and ensure compliance with other applicable general laws including Human Resources and Labor laws.

We further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by Statutory financial auditor and other designated professionals.

We further report that

The company is well constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate Notices is given to directors to schedule the Board Meetings, agenda and detailed notes on agenda were delivered 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.

All decisions at Board Meetings and Committee Meetings are carried out with majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that during the audit period no events have occurred, which have a major bearing on the Company's affairs, except the following.

1) In the Annual General Meeting on 18th September 2021, alteration of its Main Object Clause.

2) Ms. Aditi Shukla Company Secretary and Compliance officer resigned the position with effect from 11th March 2022.

I further report except as given below, no other material events have been occurred during the period after the end of the Financial Year and before the signing of this Report, except the following ;

1. Pursuant to the Recommendation of Nomination & Remuneration Committee and to the

approval of Board of directors on 18th May 2022, Mrs. V. Jayashree was appointed as Company Secretary cum Compliance officer of the company

N.Srividhya
Company Secretary
ACS:A34428 CP No.14058
UDIN:A034428D000732719
Peer Review Certificate: No: 829/2020
Unique Code:P2004TN081200

Place: Chennai

Date: 3rd August 2022

ANNEXURE – A

To,
The Members
Dynavision Limited

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random 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 the management. Our examination was limited to the verification of procedures on a random 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.

N.Srividhya
Company Secretary
ACS:A34428 CP No.14058
UDIN:A034428D000732719
Peer Review Certificate: No: 829/2020
Unique Code:P2004TN081200

Place: Chennai

Date: 3rd August 2022

ANNEXURE III: ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**(Section 135 of the Companies Act, 2013 read with the Companies (CSR Policy) Rules, 2014)**

1. Brief outline on CSR policy of the Company. The Corporate Social Responsibility Committee of the Board had approved a CSR policy with primary focus on Health Care including preventive health care and sanitation, Environmental sustainability and contributing to Rural Development projects. Besides these focus areas, the Company shall also undertake any other CSR activities listed in Schedule VII of the Companies Act, 2013 as amended from time to time. The CSR Policy of the Company can be viewed on www.dynavision.in.

2. Composition of the CSR Committee

S.no.	Name of the Director	Designation / Nature of Directorship	Chairman / Member	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Lakshmmi Subramanian	Independent Director	Chairman	1	1
2	Mr. R P Agrawal	Whole-time Director	Member	1	1
3	Mr. M S Meeramohideen	Whole-time Director	Member	1	1

3. Composition of CSR Committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company www.dynavision.in.

4. The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 Not Applicable

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

6. Average net profit of the company as per section 135(5) - Rs. 593.61 Lakhs

7.

S.no	Particulars	Amount (in lakhs)
a.	Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013	11.87
b.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	-
c.	Amount required to be set off for the financial year, if any	-
	Total CSR obligation for the financial year (7a + 7b - 7c)	11.87

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Lakhs)	Amount Unspent (in Lakhs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
11.90					

(b) Details of CSR amount spent against ongoing projects for the financial year: NIL

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Lakhs)	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District			Name.	CSR registration number.
1.	Promoting Healthcare		Yes	Tamilnadu	Chennai	11.90	No	Neville Endeavours Foundation	CSR00025717

(d) Amount spent in Administrative Overheads Nil

(e) Amount spent on Impact Assessment, if applicable Nil

(f) Total amount spent for the Financial Year (8a+8b+8c+8d+8e) Rs. 11.90 Lakhs

(g) Excess amount for set off, if any:

(i) Two percent of average net profit of the company as per section 135(5) of the Companies Act, 2013 - Rs. 11.87 Lakhs

(ii) Total amount spent for the Financial Year Rs. 11.90 Lakhs

(iii) Excess amount spent for the financial year [(ii)-(i)] Rs. 0.03 Lakhs

(iv) Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any Nil

(v) Amount available for set off in succeeding financial years [(iii)-(iv)] Rs. 0.03 Lakhs

9. (a) Details of Unspent CSR amount for the preceding three financial years: NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NIL

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

Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5) of the Companies Act, 2013: Not Applicable

Place : Chennai

Date : 23rd August, 2022

Sd/-

Mr. R. P Agrawal

Whole-time Director

Sd/-

Mrs. Lakshmmi Subramanian

Chairman CSR Committee

ANNEXURE IV**Form No. AOC-2****(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

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

1. Details of contracts or arrangements or transactions not at arm's length basis

I (a) Name(s) of the related party and nature of relationship: M/s Apollo Hospitals Enterprise Limited

(b) Nature of contracts/arrangements/transactions: Long term Lease Agreement

(c) Duration of the contracts / arrangements/transactions: 29 years with an option to renew

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: Lease of factory premises

(e) Justification for entering into such contracts or arrangements or transactions: to earn fixed revenue from demised premises

(f) date(s) of approval by the Board: 25th July, 2011

(g) Amount paid as advances, if any: amount received as long-term security deposit as given in Balance sheet

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: 06th September, 2011

II (a) Name(s) of the related party and nature of relationship: M/s Apex Builders

(b) Nature of contracts/arrangements/transactions: Rental Agreement

(c) Duration of the contracts / arrangements/transactions: 11 months

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: Rental premises for registered office

(e) Justification for entering into such contracts or arrangements or transactions: Rental premises for registered office

(f) date(s) of approval by the Board: 9th February, 2022

(g) Amount paid as advances, if any: amount paid as long-term security deposit as given in Balance sheet

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NA

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

For and on behalf of the Board of Directors

R.P.AGRawal

M S MEERAMOHIdeen

Place: Chennai

Whole time Director

Whole time Director

Date: 23rd August, 2022

DIN: 05253615

DIN: 00001896

ANNEXURE V

The information required under Section 197 of the Companies Act, 2013 and Rules made there-under, in respect of employees of the Company is as follows:-

INFORMATION REQUIRED UNDER SECTION 197 OF THE COMPANIES ACT, 2013:**1. Ratio of the remuneration of each director to the median remuneration;**

Director	Designation	Ratio
Shri. R.P. Agrawal	Whole Time Director cum CFO	2.09:1
M.S.Meeramohideen	Whole Time Director	2.05:1

2. Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

Director	Designation	%Increase
Shri. R.P. Agrawal	Whole Time Director cum CFO	13.83
M.S.Meeramohideen	Whole Time Director	13.66

3. The percentage increase in the median remuneration of employees in the financial year is 17.78%
4. The number of permanent employees on the rolls of company were 5 (Five)
5. Affirmation that the remuneration is as per the remuneration policy of the company;

The Company's remuneration policy is driven by the success and performance of the individual employees and the Company. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process. The Company affirms remuneration is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors

R.P.AGRawal

M S MEERAMOHIDEEN

Whole time Director

Whole time Director

DIN: 05253615

DIN: 00001896

Place: Chennai

Date: 23rd August, 2022

INDEPENDENT AUDITORS' REPORT**TO THE MEMBERS OF DYNAVISION LIMITED**

Report on the audit of Standalone Financial Statements

Opinion

1. We have audited the accompanying Standalone Financial Statements of Dynavision Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022 the Statement of Profit and Loss, (including Other Comprehensive Income) statement of changes in equity and statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India

(ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone financial statements.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

Information Other Than the Standalone Financial Statements and Auditor's Report Thereon

5. The Company's Board of Directors is responsible for the other information. The other information included in the Company's annual report like Management Discussion and Analysis, Director's Report and Corporate Governance Report, but does not include the Standalone Financial Statements and our auditors' report thereon which we obtained prior to the date of this auditor's report, and Annual Report, which is expected to be made available to us after that date.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge

obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that if there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Management's Responsibility and Those Charged with Governance for the Standalone Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Act, with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the Financial Position, Financial Performance and Cash Flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, 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.

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate Internal Financial Controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings including any significant deficiencies in Internal Control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

8. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Companies Act, 2013, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
9. As required by Section 143(3) of the Act, we report, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- c) The Balance Sheet, the Statement of Profit and Loss, Statement of changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the Directors as on 31st March, 2022 and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March 2022 from being appointed as a Director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of Internal Financial Controls over financial reporting of the Company, and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company does not have any pending litigations which would impact its financial position.
- ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection fund by the Company
- iv) (a) The management has represented that, to the best of the knowledge and belief, no funds

have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities Identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries ; and

(c) Based on such audit procedures we have considered reasonable and appropriate in the circumstances, nothing has come to the notice that has caused us to believe that the representations under sub-clause 9(h)(iv)(a) and (b) contain any material mis-statement.

V. The company has not declared any interim/final dividend for the year ended 31st March 2022

For R. Subramanian and Company LLP
Chartered Accountants

FRN: 04137S/S200041

CA. R. Prakash

Partner

M No 205869

UDIN: 22205869AJDSZZ7577

Place: Chennai

Date: 18th May, 2022

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE AS FINANCIAL STATEMENTS OF DYNAVISION LIMITED

The Annexure referred to in Paragraph 8 under the heading 'Report on Other Legal and Regulatory Requirements' of our Report of even date:

- (i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment (PPE) ;

(B) The company is maintaining proper records showing full particulars of intangible assets;

- (b) The Company has a regular programme of physical verification of its PPE by which all PPE are verified in a phased manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. In our opinion, and according to the information and explanations given to us, no material discrepancies were noticed on such verification.

- (c) According to the information and explanations given to us and based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

- (d) The company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.

- (e) According to the information and explanations given to us no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

- (ii) (a) According to the information and

explanations given to us and on the basis of our examination of the records of the Company, the Company's business does not involve inventories. Accordingly, clause 3(ii)(a) of the Order is not applicable.

- (b) The Company has not been sanctioned working capital limits in excess of Rs. Five crore (Both fund and non fund based) by banks on the basis of security of Current Assets. Accordingly, the provision of clause 3(ii)(b) of the Order is not applicable to it.

- (iii) (a) According to the information and explanations given to us and as per the records verified by us, the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties and accordingly Para 3 (iii) of the order is not applicable to the company.

- (iv) There are no loans granted, investments made under the provisions of section 185 and 186 of the Companies Act, 2013. Thus, paragraph 3(iv) of the Order is not applicable to the company.

- (v) In our opinion and according to the information and explanations given to us, the company has not accepted deposits from public and hence the provisions of section 73 to 76 or any other provisions of the Act and the rules made there under are not applicable to the company.

- (vi) According to the information and explanations given to us, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services . Accordingly, the provisions of clause 3(vi) of the Order are not applicable

- (vii) According to the information and explanations given to us in respect of Statutory dues :

- (a) The Company is regular in depositing undisputed Statutory dues, including Goods and Service Tax Provident Fund, Employees' State Insurance, Income

Tax, Sales Tax, Duty of Customs, Cess, and any other Statutory Dues to the appropriate authorities and there were no undisputed amounts payable which were in arrears as at 31st March 2022 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of examination of books of account and records of the company, we report that there are no dues in respect of Income tax, Sales tax, Service tax, Customs Duty, Excise Duty, Value added tax, Goods and services tax or cess which have not been deposited on account of any dispute
- (viii) There are no transactions relating to previously unrecorded income in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowing or in the payment of interest thereon to any lender;
- (b) The Company is not declared as a wilful defaulter by any bank or financial institution or other lender;
- (c) The Company has not availed any term loans and accordingly no opinion is offered as to whether the loans availed were applied for the purpose for which the loans were obtained;
- (d) The Company has not availed any loans and accordingly no opinion is offered as to whether the funds raised on short term basis have been utilized for long term purposes;
- (e) The company does not have any Subsidiary, Associate or Joint Venture. Hence reporting under this clause as to whether the Company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint venture is not applicable.
- (f) The company does not have any Subsidiary, Associate or Joint Venture. Hence reporting under this clause as to whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence the requirements of compliance of section 42 and section 62 of the Companies Act, 2013 is not applicable;
- (xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the course of our audit.
- (b) There is no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- (c) There are no complaints received during the year under whistle-blower Mechanism;
- (xii) The Company is not a Nidhi Company and hence complying with the provisions of the Nidhi Rules, 2014 does not arise.
- (xiii) All transactions with the related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable and the details have been disclosed in the

Financial Statements, etc., as required by the applicable Accounting Standards.

- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered, during the course of our audit, the reports of the Internal Auditor(s) for the period under audit, issued to the company during the year till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610 "Using the work of Internal Auditors"
- (xv) The Company has not entered into any non-cash transactions with Directors or any persons connected with him.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (xvii) The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) Clause 3(xviii) of the order is not applicable to the company as there are no resignation of statutory auditors during the year
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from

the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) (a) Attention is invited into Note no 50 of the financial statements which describes the fact that during the current year taking into consideration of the FAQ issued by Ministry of Corporate affairs the Company has paid the CSR expenses for the current year as well as earlier years. The total amount required to be spent by the company upto and for the year ended 31st March 2022 has been fully paid .
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, there is no amount which is remaining unspent under sub section 5 of section 135 of the Act pursuant to any ongoing Corporate Social Responsibility (CSR) project.
- (xxi) As the company is not required to prepare the consolidated financial statements, the reporting under clause 3(xxi) of the order is not applicable

For R. Subramanian and Company LLP
Chartered Accountants

FRN: 04137S/S200041

CA. R. Prakash

Partner

M No 205869

UDIN: 22205869AJDSZZ7577

Place: Chennai

Date: 18th May, 2022

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF DYNAVISION LIMITED

(Referred to in paragraph 9(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

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

Opinion

1. We have audited the Internal Financial Controls over financial reporting of Dynavision Limited (“the Company”) as of March 31, 2022 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.
2. In our opinion, the Company has, in all material respects, an adequate Internal Financial Controls over financial reporting and such Internal Financial Controls over financial reporting were operating effectively as at March 31, 2022, based on the Internal Control over Financial Reporting criteria established by the Company, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by ICAI.

Management’s Responsibility for Internal Financial Controls

3. The Company’s Management is responsible for establishing and maintaining Internal Financial Controls based on the Internal Control over Financial Reporting criteria established by the Company, considering the essential components of Internal Control stated in the Guidance Note on Audit of Internal Financial

Controls Over Financial Reporting, issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

4. 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate Internal Financial Controls over Financial Reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the Internal Financial Controls 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 Auditors' judgement, 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

5. A Company's Internal Financial Controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's Internal Financial Control over Financial Reporting includes those policies and procedures that:

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (ii) 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 authorisations of Management and Directors of the Company; and
- (iii) provide reasonable assurance

regarding prevention or timely detection of unauthorised 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

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

**For R. Subramanian and Company LLP
Chartered Accountants**

FRN: 04137S/S200041

CA. R. Prakash

Partner

M No 205869

UDIN: 22205869AJDSZZ7577

Place: Chennai

Date: 18th May, 2022

BALANCE SHEET AS AT 31st March 2022

(Rs. In Lakhs)

Particulars	Note No.	As at 31-03-2022	As at 31-03-2021
A ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	4	28.67	29.16
(b) Investment Property	5	618.57	2.11
(c) Other Intangible assets	6	0.01	0.01
(d) Financial Assets			
(i) Other Financial assets	7	268.35	582.35
(e) Other Non-Current Assets	8	-	535.00
Total Non-Current Assets		915.60	1,148.63
(2) Current Assets			
(a) Financial Assets			
(i) Trade Receivables	9	-	56.13
(ii) Investments	10	129.37	119.40
(iii) Cash and Cash Equivalents	11	5.26	66.56
(iv) Bank balances other than (ii) above	12	1,689.00	809.00
(v) Others		-	-
(b) Current tax assets (Net)	13	-	-
(c) Other current assets	14	86.11	97.35
Total Current Assets		1,909.74	1,148.44
Total Assets [1+2]		2,825.34	2,297.07
B EQUITY AND LIABILITIES			
(1) EQUITY			
(a) Equity Share Capital	15	383.79	383.79
(b) Other Equity	16	277.86	(229.13)
Total Equity		661.65	154.66
LIABILITIES			
(2) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Trade payable			
A) Total outstanding dues of Micro Enterprises and Small Enterprises	17	-	-
B) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		-	-
(ii) Other Financial Liabilities	18	396.37	359.41
(b) Other Non-current Liabilities	19	1,567.39	1,620.03
(c) Provisions	20	23.26	27.06
Total Non-Current Liabilities		1,987.02	2,006.50
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Other Financial Liabilities	21	-	0.22
(b) Other Current Liabilities	22	97.95	66.47
(c) Provisions	23	3.73	3.47
(d) Current tax liabilities (net)	24	74.99	65.75
Total Current Liabilities		176.67	135.91
Total Liabilities [2+3]		2,163.69	2,142.41
Total Equity and Liabilities [1+2+3]		2,825.34	2,297.07

Note 1 to 52 form an integral part of these financial statements

Vide our report of even date

For R. Subramanian And Company LLP
Chartered Accountants
Firm Registration No : 004137S/S200041

CA. R. Prakash
Partner
Membership No. 205869
Place: Chennai 600 034
Date : 18.05.2022

For and on behalf of the Board of
Directors of Dynavision Limited

Sd/- **Sd/-**
R.P.AGARWAL **M.S.MEERAMOHIDEEN**
Director Director
DIN : 05253615 DIN : 0001896

Sd/-
V. JAYASHREE
Company Secretary
Membership No : A58225

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st March 2022

	PARTICULARS	Note No.	For the year ended 31st March 2022	For the year ended 31st March 2021
I	Revenue from operations	25	750.66	610.88
II	Other Income	26	123.85	128.04
III	Total Income (I+II)		874.51	738.92
IV	Expenses			
	Employee benefits expense	27	68.90	64.42
	Finance Cost	28	34.57	31.42
	Depreciation and amortization expenses	4	12.73	4.94
	Other expenses	29	101.32	49.61
	Total Expenses (IV)		217.52	150.39
V	Profit / (Loss) before exceptional items and Tax (III-IV)		656.99	588.53
VI	Exceptional Items	30	-	-
VII	Profit/ (Loss) before tax (V+VI)		656.99	588.53
VIII	Tax expenses:			
	a) Current tax	31	150.00	131.00
	b) Deferred tax		-	-
	Total Tax expense for the year		150.00	131.00
IX	Profit / (Loss) for the year from continuing operations (VII-VIII)		506.99	457.53
X	Profit/(Loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the year (IX+XII)		506.99	457.53
XIV	Other Comprehensive Income (OCI)			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV	Total Comprehensive Income for the year (XIII+XIV) (Comprising Profit/(Loss) and Other Comprehensive Income for the year)		506.99	457.53
XVI	Earnings (Rs.) per equity share (for continuing operation)	32		
	(1) Basic		13.20	11.91
	(2) Diluted		13.20	11.91
XVII	Earnings (Rs.) per equity share (for discontinued operation):			
	(1) Basic		-	-
	(2) Diluted		-	-
XVIII	Earnings (Rs.) per equity share (for discontinued and continuing operations):	32		
	(1) Basic		13.20	11.91
	(2) Diluted		13.20	11.91

Note 1 to 52 form an integral part of these financial statements

Vide our report of even date

For R. Subramanian And Company LLP

Chartered Accountants

Firm Registration No : 004137S/S200041

CA. R. Prakash

Partner

Membership No. 205869

Place : Chennai 600 034

Date : 18.05.2022

For and on behalf of the Board of

Directors of Dynavision Limited

Sd/-

R.P. AGRRWAL

Director

DIN : 05253615

Sd/-

M.S. MEERAMOHIDEEN

Director

DIN : 0001896

Sd/-

V. JAYASHREE

Company Secretary

Membership No : A58225

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2022**A Equity Share Capital**

Particulars	As at 31-03-2022		As at 31-03-2021	
	Number of Shares	(Rupees in Lakhs)	Number of Shares	(Rupees in Lakhs)
38,40,000 Equity shares of Rs. 10 each issued,				
subscribed and paid up	38,40,000	384.00	38,40,000	384.00
Less: Calls in Arrears		(0.21)		(0.21)
Total		383.79		383.79

B Other Equity

Particulars	Reserves and Surplus		Other Items of Other Comprehensive Income	Total
	Securities premium	Retained earnings		
Other Equity				
Balance as at 31st March 2020	130.52	(817.18)	-	(686.66)
Profit for the year	-	457.53	-	457.53
Other Comprehensive Income	-	.	-	-
Total Comprehensive Income for the year	-	457.53	-	457.53
Balance as at 31st March 2021	130.52	(359.65)	-	(229.13)
59.65				
Profit for the year	-	506.99	-	506.99
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income for the year	-	506.99		506.99
Balance as at 31st March 2022	130.52	147.34	-	277.86

Vide our report of even date

For R. Subramanian And Company LLP

Chartered Accountants

Firm Registration No : 004137S/S200041

For and on behalf of the Board of

Directors of Dynavision Limited

Sd/-

R.P.AGRAWAL

Director

DIN : 05253615

Sd/-

M.S.MEERAMOHIDEEN

Director

DIN : 0001896

CA. R. Prakash

Partner

Membership No. 205869

Place: Chennai 600 034

Date : 18.05.2022

Sd/-

V. JAYASHREE

Company Secretary

Membership No : A58225

Cash Flow Statement For The Year Ended 31st March, 2022

(Rupees in Lakhs)

Particulars	Year Ended 31st March, 2022	Year Ended 31st March, 2021
A CASH FLOW FROM OPERATING ACTIVITIES:		
Profit/(Loss) before Tax as per Profit and Loss Account	656.99	588.53
Adjustments for:		
Depreciation / Amortisation	12.73	4.94
Unrealized loss/(gain) on Mutual Funds	(9.97)	(37.46)
Interest expense	34.57	31.42
Interest Income	(113.88)	(87.27)
Rental Income - Non-Cash component	(52.64)	(52.08)
Operating Profit before working Capital changes	527.80	448.08
Adjustments for		
Increase/(Decrease) in Other Financial Liabilities-Current	(0.22)	0.22
Increase/(Decrease) in Provisions	(3.54)	5.83
(Increase)/Decrease in Non-Financial assets	2.00	28.68
(Increase)/Decrease in Trade Receivables	56.13	(56.13)
Increase/(Decrease) in Non-financial liabilities	31.48	(0.76)
Increase/(Decrease) in Other Financial Liabilities- Non Current	2.40	-
Cash Generated from operating activities	616.05	425.92
Direct taxes paid	(140.78)	(102.13)
Net Cash generated from Operating Activities	475.27	323.79
B CASH FLOW FROM INVESTING ACTIVITIES		
(Increase)/Decrease in fixed deposit	(566.00)	(301.90)
Interest income	123.12	33.09
Capital Advance paid during the year	-	5.00
Purchase of Fixed Assets	(5.11)	(25.22)
Purchase of Investment property (Net off of capital advance already paid)	(90.08)	-
Sale of Fixed Assets	1.50	-
Net Cash generated from Investing Activities	(536.57)	(289.03)
C CASH FLOW FROM FINANCING ACTIVITIES		
Interest expense	-	-
Net Cash generated from Financing Activities	-	-
Net Increase in Cash and Cash Equivalents (A+B+C)	(61.30)	34.76
Cash and Cash Equivalents at the beginning of the year	66.56	31.80
Cash and Cash Equivalents at the end of the year	5.26	66.56
Net increase in cash and cash equivalents	(61.30)	34.76
Components of cash and cash equivalents:		
(a) Balance with banks - in current accounts	4.35	65.50
(b) Cash on hand	0.91	1.06
	5.26	66.56

Vide our report of even date

For R. Subramanian And Company LLP

Chartered Accountants

Firm Registration No : 004137S/S200041

For and on behalf of the Board of

Directors of Dynavision Limited

Sd/-

R.P.AGRAWAL

Director

DIN : 05253615

Sd/-

M.S.MEERAMOHIDEEN

Director

DIN : 0001896

CA. R. Prakash

Partner

Membership No. 205869

Place: Chennai 600 034

Date : 18.05.2022

Sd/-

V. JAYASHREE

Company Secretary

Membership No : A58225

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

1. Corporate Information

Dynavision Ltd. was established in 1973 as a Joint Sector Public Limited Company with participation of M/s.Tamilnadu Industrial Development Corporation Ltd. (TIDCO) and the Private Promoter, Mr.P. Obul Reddy. It started commercial production of Black & White TVs in 1975 and Colour televisions in 1982 under “DYANORA” Brand Name. Since 1994 onwards, the Company was assembling Colour Television Sets (CTVs), Audios and Videos for M/s. Thomson Consumer Electronics India Limited on contract manufacturing basis.

M/s.Thomson Consumer Electronics India Limited wound up their activities in India during 2004. Since the entire manufacturing capacity of the Company was lying idle, the entire factory premises have been leased out to M/s. Apollo Hospitals Enterprises Ltd, for establishing world class multi specialties Hospitals. Further, the company is planning to venture into other business activities.

General Information and statement of compliance with IND AS

The standalone financial statements of the company have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under section 133 of the Companies Act, 2013 (“the Act”) read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Effective April 1, 2017, the Company has adopted all the applicable Ind AS Standards and the adoption was carried out in accordance with Ind AS 101, First Time Adoption of Indian Accounting Standards, with April 1, 2016 as the transition date. The transition was carried out from Indian Accounting Principles Generally Accepted in India (IGAAP), as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP.

The standalone financial statements for the year ended 31st March 2022 were authorized and approved for issue by the Board of Directors on 18th May 2022 and is subject to adoption by shareholders in the ensuing Annual General Meeting.

2. Application of new and revised Indian Accounting Standards (Ind AS)

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the standalone financial statements are authorized have been considered in preparing these standalone financial statements.

Recent Accounting Developments

On March 23, 2022, the ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting

Standards) Amendment Rules, 2022. This notification has resulted into amendments in the following existing accounting standards which are applicable to company from April 1, 2022.

Ind AS 101- First time adoption of Ind AS

Ind AS 103- Business Combination

Ind AS 109- Financial Instrument

Ind AS 16- Property, Plant and Equipment

Ind AS 37 –Provisions, Contingent Liabilities and Contingent Assets

Ind AS 41-Agriculture

Application of above standards are not expected to have any significant impact on the company's financial statement.

3. Summary of Significant Accounting Policies, Key Accounting Estimates and Judgement

a) Overall consideration

The standalone financial statements have been prepared using the significant accounting policies and measurement bases summarized below. These were used throughout all periods presented in the financial statements, except where the company has applied certain accounting policies and exemptions upon transition to Ind AS.

Basis of preparation

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015 as amended] and other relevant provisions of the Act. The financial

statements have been prepared on the historical cost convention under accrual basis of accounting except for certain financial assets and liabilities (as per the accounting policy below), which have been measured at fair value.

Fair value is 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability. The principal accounting policies are set out below.

b) Current and Non-Current Classification

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

- Expected to be realized or intended to be sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months

after the reporting period, or

- Cash or cash equivalent is treated as current, unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is treated as current when:

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

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Revenue

Lease income from Investment property is recognized in the Statement of Profit and Loss in accordance with Payment terms of lease agreement.

d) Property, Plant and Equipment

Recognition and Initial Measurement

Freehold land is carried at historical cost and all other items of Property, Plant and Equipment are stated at cost of acquisition less accumulated depreciation / amortization and impairment, if any. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognized 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. The carrying amount of any component accounted for as separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit

and Loss during the reporting period in which they are incurred.

Subsequent measurement (Depreciation and useful lives)

Depreciation on Property, plant and equipment is provided on Straight Line basis computed on the basis of useful lives (as set out below) prescribed in Schedule II of the Act:

Asset Category	Estimated Useful life (Years)
Factory Building	30
Building (Other than factory buildings)	60
Computers	3
Furniture and Fittings	10
Other Equipment	15
Vehicles	8

De-recognition

An item of Property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gains and losses on disposals are determined by comparing proceeds with carrying amount and recognized in Statement of Profit and Loss.

e) Investment Property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost including transactions costs. Subsequent to initial recognition, investment properties are measured at cost less accumulated depreciation over useful life of the asset and impairment losses, if any. Though, the Company measures investment property using cost-based measurement, the fair value of investment property is disclosed in Notes.

f) Intangible Assets

- Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful

lives. The estimated useful life is reviewed annually with the effect of any changes in estimate being accounted for on a prospective basis.

- Useful lives of intangible assets

Intangible assets are amortized equally over the estimated useful life not exceeding five years.

De-recognition

An item of intangible asset is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of intangible assets is determined as the difference between the sales proceeds, if any, and the carrying amount of the asset and is recognised in the statement of profit or loss.

g) Impairment of tangible and intangible assets

The Company annually reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its

recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in Statement of Profit and Loss.

h) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

In the case of operating leases, Ind AS 116 requires lessees to determine the lease term as the non cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised.. Lease term exceeding 12 months are considered under Ind AS 116. Lease rentals having lease term within 12 months are charged or recognized in the Statement of Profit and Loss on a straight-line basis over the lease term, except where the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increase.

i) Impairment of Non-financial assets

At each reporting date, the company assesses whether there is any indication based on any internal or external factors that an asset may be impaired. If any such indications exist, the company estimates the recoverable amount of the asset. 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 and the reduction is treated as impairment loss and is recognized in the Statement of Profit and Loss. All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the assets' or cash generating unit's recoverable amount exceeds its carrying amount.

j) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their

intended use are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognized in the Statement of Profit and Loss in the period in which they are incurred.

k) Financial Instruments Financial assets

Initial recognition and measurement

Financial assets are recognized when the company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs.

All recognized financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

• **Financial Instruments at amortized cost- The financial instrument is measured at the amortized cost if both the following conditions are met:**

- The asset is held within the business model and whose objective is to hold the assets for collecting contractual cash flows and
- Contractual terms of the asset give rise on a specified date to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial Liabilities

Initial recognition and measurement

All financial liabilities are recognized at fair value and transaction cost that is attributable to the acquisition

of the financial liabilities is also adjusted. These liabilities are classified as amortized cost.

Subsequent measurement

Subsequent to initial recognition, these liabilities are measured at amortized cost using effective interest method. These liabilities include borrowings.

De-recognition of financial assets and liabilities

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial

asset and the transfer qualifies for de-recognition under Ind AS 109.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When 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 de-recognition of the original liability and the recognition of a new liability.

l) Impairment of Financial Assets

In accordance with Ind AS 109, the company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the company in accordance with the contract and all the cash flows that the company expects to receive. When estimating the cash flows, the company is required to consider-

- All contractual terms of the financial assets (Including prepayment and extension) over the expected life of the assets
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Other Financial Assets

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since the initial recognition and if credit risk has increased significantly, impairment loss is provided.

m) Taxes on Income

Tax expense recognized in Statement of Profit and Loss comprises of current and deferred tax not recognized in Other Comprehensive Income (OCI) or directly in equity.

Current Income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Current income tax relating to items recognized outside the Statement of Profit and Loss is recognized outside Statement of Profit and Loss (either in OCI or in equity).

Deferred tax is provided in full, using the liability

method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognized only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. Current and deferred tax is recognized

in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity, in which case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

n) Cash flow statement

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

Cash and Cash Equivalents

Cash and Cash equivalents comprise cash in hand, demand deposits with banks or corporations and short term highly liquid investments (original maturity less than 3 months) that are readily convertible into known amounts of cash and are subject to an insignificant risk of change in value.

o) Events after reporting period

Where events occurring after the Balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size of nature are only disclosed.

p) Post-Employment, long-term and short-term employee benefits

Defined Contribution Plans

Provident Fund benefits is a defined contribution plan under which the company pays fixed contribution into funds established under the Employees' Provident Fund and Miscellaneous Provisions Act, 1952. The company has no legal or constructive obligations to pay further contributions after the payment of the fixed contribution.

Defined benefit plans

Gratuity is a post-employment benefit defined under the Payment of Gratuity Act, 1972 and is in the nature of a defined plan. The liability recognized in the financial statements in respect of gratuity is in accordance with the required provisions of the said act.

Short-term employee benefits

Expense in respect of other short-term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

q) Fair value measurement

The company measures financial instruments at fair value at each balance sheet date. Fair value is 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that the market participants act in their economic best interest.

r) Provisions, Contingent Liabilities and Contingent Assets Provision

A provision is recorded when the Company has a

present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reasonably estimated.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expenses.

Contingent Liabilities

Wherever there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because:

- (a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- (b) the amount of the obligation cannot be measured with sufficient reliability.

Contingent assets are neither recognized nor disclosed.

s) Earnings per share

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

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

t) Functional and presentation currency and Foreign Currency Transactions

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

In preparing the financial statements of the company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognized in profit or loss in the period in which they arise.

u) Use of Estimates

The preparation of financial statements requires management to make certain estimates and assumptions that affect the amounts reported in the financial statements and notes thereto. The management believes that these estimates and assumptions are reasonable and prudent. However, actual results could differ from these estimates.

v) Significant Estimations and Judgments

The areas involving critical estimates or judgments are:

- Estimation of fair value of financial assets and liabilities- Management applies valuation techniques

to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instruments. The management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

- Estimation of useful lives of depreciable/amortisable assets- Management reviews its estimate of the useful life of the depreciable/amortisable asset at the end of each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence.

- Recoverability of advances- At each balance sheet, based on historical default rates observed over expected life, the management assess the expected credit loss on outstanding advances.

- Recognition of deferred tax assets- The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

- Evaluation of indicators for impairment of assets- The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 20224. Property Plant and Equipment:

(Rupees in Lakhs)

Gross Block	Land	Building	Computers	Air Conditioner	Installation, Fixtures & Accessories	Other network Equip - EPBAX	Furniture and fittings	Vehicles	Total
Balance as at 31st Mar 2021	-	1.47	0.11	3.77	0.95	0.17	21.00	12.75	40.22
Additions	-	-	-	3.94	-	-	0.37	0.80	5.11
Disposals	-	-	-	-	-	-	-	3.48	3.48
Balance as at 31st Mar 2021	-	1.47	0.11	7.71	0.95	0.17	21.37	10.07	41.85
<u>Accumulated depreciation</u>									
Balance as at 31st Mar 2021	-	0.25	0.05	0.33	0.02	0.01	3.00	7.40	11.06
Depreciation charge for the year	-	0.05	-	0.70	0.15	0.03	2.02	1.16	4.11
Reversals on disposals	-	-	-	-	-	-	-	1.99	1.99
Balance as at 31st Mar 2022	-	0.30	0.05	1.03	0.17	0.04	5.02	6.57	13.18
<u>Net Block:</u>									
Balance as at 31st Mar 2022	-	1.17	0.06	6.68	0.78	0.13	16.35	3.50	28.67
Balance as at 31st Mar 2021	-	1.22	0.06	3.44	0.93	0.16	18.00	5.35	29.16

(Rupees in Lakhs)

Gross Block	Land	Building	Computers	Air Conditioner	Installation, Fixtures & Accessories	Other network Equip - EPBAX	Furniture and fittings	Vehicles	Total
Balance as at 31st Mar 2020	-	1.47	0.11	0.59	-	-	0.08	12.75	15.00
Additions	-	-	-	3.18	0.95	0.17	20.92	-	25.22
Disposals	-	-	-	-	-	-	-	-	-
Balance as at 31st Mar 2021	-	1.47	0.11	3.77	0.95	0.17	21.00	12.75	40.22
<u>Accumulated depreciation</u>									
Balance as at 31st Mar 2020	-	0.20	0.05	0.20	-	-	-	5.67	6.12
Depreciation charge for the year	-	0.05	-	0.13	0.02	0.01	3.00	1.73	4.94
Reversals on disposals	-	-	-	-	-	-	-	-	-
Balance as at 31st Mar 2021	-	0.25	0.05	0.33	0.02	0.01	3.00	7.40	11.06
<u>Net Block:</u>									
Balance as at 31st Mar 2021	-	1.22	0.06	3.44	0.93	0.16	18.00	5.35	29.16
Balance as at 31st Mar 2020	-	1.27	0.06	0.39	-	-	0.08	7.08	8.88

5. Investment Property

(Rupees in Lakhs)

Particulars	Land	Building	Total
Gross Block			
Balance as at 31st March 2021	2.11	-	2.11
Additions	80.84	544.24	625.08
Disposals	-	-	-
Balance as at 31st March 2022	82.95	544.24	627.19
Accumulated depreciation			
Balance as at 31st March 2021	-	-	-
Depreciation charge for the year	-	8.62	8.62
Reversals on disposals	-	-	-
Balance as at 31st March 2022	-	8.62	8.62
Net Block			
Balance as at 31st March 2022	82.95	535.62	618.57
Balance as at 31st March 2021	2.11	-	2.11

(Rupees in Lakhs)

Particulars	Land
Gross Block	
Balance as at 31st March 2020	2.11
Additions	-
Disposals	-
Balance as at 31st March 2021	2.11
Accumulated depreciation	
Balance as at 31st March 2020	-
Depreciation charge for the year	-
Reversals on disposals	-
Balance as at 31st March 2021	-
Net Block	
Balance as at 31st March 2021	2.11
Balance as at 31st March 2020	2.11

6. Intangible assets

(Rupees in Lakhs)

Gross Block	Computer Software
Balance as at 31st March 2021	0.01
Additions	-
Disposals	-
Balance as at 31st March 2022	0.01
Accumulated depreciation	
Balance as at 31st March 2021	-
Additions	-
Disposals	-
Balance as at 31st March 2022	-
Net Block	
Balance as at 31st March 2022	0.01
Balance as at 31st March 2021	0.01

(Rupees in Lakhs)

Gross Block	Computer Software
Balance as at 31st March 2020	0.01
Additions	-
Disposals	-
Balance as at 31st March 2021	0.01
Accumulated depreciation	
Balance as at 31st March 2020	-
Additions	-
Disposals	-
Balance as at 31st March 2021	-
Net Block	
Balance as at 31st March 2021	0.01
Balance as at 31st March 2020	0.01

7. Non- current Financial Assets - Others

	(Rupees in Lakhs)	
Particulars	As at 31-03-2022	As at 31-03-2021
Non- current Financial Assets - Others		
Deposits with more than 12 months maturity :		
(a) Balances with banks	260.00	574.00
(b) Security Deposits	8.35	8.35
Above includes rental deposit to the tune of Rs. 3.86 lakhs given to entities over which related party has significant influence.		
Total	268.35	582.35

8. Other Non-current Assets

	(Rupees in Lakhs)	
Particulars	As at 31-03-2022	As at 31-03-2021
Other Non-current Assets		
Capital Advance	-	535.00
Total	-	535.00

9. Trade Receivables (Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Trade Receivables		
- Considered good	-	56.13
- Credit impaired	-	-
Less: Allowance for bad and doubtful debts	-	-
Total	-	56.13

As at 31-03-2022								Rs in Lakhs
Trade Receivables ageing schedule	Particulars	Not Due	Outstanding from due date of payment					Total
			Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
	UNDISPUTED							
	(i) Considered good	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	(ii) Have significant increase in credit risk							
	(iii) Credit impaired						0.00	0.00
	DISPUTED							
	(iv) Considered good							
	(v) Have significant increase in credit risk							
	(vi) Credit impaired						0.00	0.00
		0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Less : Allowance for bad and doubtful debts							0.00
								0.00
As at 31-03-2021								Rs Lakhs
Trade Receivables ageing schedule	Particulars	Not Due	Outstanding from due date of payment					Total
			Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
	UNDISPUTED							
	(i) Considered good	0.00	56.13	0.00	0.00	0.00	0.00	56.13
	(ii) Have significant increase in credit risk							0.00
	(iii) Credit impaired						0.00	0.00
	DISPUTED							
	(iv) Considered good							0.00
	(v) Have significant increase in credit risk							0.00
	(vi) Credit impaired						0.00	0.00
		0.00	56.13	0.00	0.00	0.00	0.00	56.13
	Less : Allowance for bad and doubtful debts							0.00
								56.13

10. Investments measured at Fair Value through Profit and Loss

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Current Investments measured at Fair Value through Profit and Loss		
Investment in Avendus Enhanced Returns Fund Series – II – Class A1	129.37	119.40
Total	129.37	119.40

11. Cash and Cash Equivalents

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Cash and Cash Equivalents		
(a) Balance with banks - in current accounts	4.35	65.50
(b) Cash on hand	0.91	1.06
Total	5.26	66.56

12. Bank balances other than (i) above

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Bank balances other than (i) above		
(a) Deposits with maturity of more than 3 months but less than 12 months	1689.00	809.00
Total	1689.00	809.00

13. Current Tax Assets (Net)

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
(a) Advance Tax net of Provisions	-	-
Total	-	-

14. Other current assets

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Other current assets		
(i) Others		
(a) Interest accrued and not due	86.11	95.34
(b) Balance with government authorities	-	2.01
Total	86.11	97.35

15. Equity Share capital**A. Share capital**

Particulars	As at 31-03-2022		As at 31-03-2021	
	Number of Shares	(Rupees in Lakhs)	Number of Shares	(Rupees in Lakhs)
Authorised share capital				
Equity shares of Rs. 10/- each	50,00,000	500.00	50,00,000	500.00
Issued, subscribed and paid up capital				
Equity shares of Rs. 10/- each	38,40,000	384	38,40,000	384
Less: Calls in Arrears		(0.21)		(0.21)
Total		383.79		383.79

B. Reconciliation of number of shares outstanding

Particulars	As at 31-03-2022		As at 31-03-2021	
	Number of Shares	(Rupees in Lakhs)	Number of Shares	(Rupees in Lakhs)
Shares Outstanding as at 1st April 2021	38,40,000	384.00	38,40,000	384.00
Shares issued during the year at face value Rs.10/-	-	-	-	-
Shares bought back during the year.	-	-	-	-
Shares Outstanding as at 31st March 2022	38,40,000	384.00	38,40,000	384.00

C. Terms/rights attached to Equity Share:

The Company has only one class of Equity Share having a par value of Rs.10/- per Equity Share. Each holder of Equity share is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their shareholdings.

D. List of shareholdings more than 5% of total shares issued by the company

Particulars	As at 31-03-2022		As at 31-03-2021		% of holdings
	Number of Shares held	% of holdings		Number of Shares held	
Shri P.Vijaya Kumar Reddy	21,10,060	54.95%		21,10,060	54.95%
	21,10,060			21,10,060	

E	Disclosure of Shareholding of Promoter	31-03-2022		31-03-2021		% of Change during the year
		Number of Shares held	% of holdings	Number of Shares held	% of holdings	
	Shri P.Vijaya Kumar Reddy	21,10,060	54.95%	21,10,060	54.95%	
						0.00%
		21,10,060		21,10,060		

16. Other Equity

Particulars	Reserves and Surplus		Other Items of Other Comprehensive Income	Total
	Securities premium	Retained earnings		
Other Equity				
Balance as at 31st March 2020	130.52	(817.18)	-	(686.66)
Profit for the year	-	457.53		457.53
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income for the year	-	457.53	-	457.53
Balance as at 31st March 2021	130.52	(359.65)	-	(229.13)
Profit for the year	-	506.99	-	506.99
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income for the year	-	506.99		506.99
Balance as at 31st March 2022	130.52	147.34	-	277.86

17. Non-Current Financial Liabilities – Trade Payables

Particulars	As at 31-03-2022	As at 31-03-2021
Trade payables	-	-
Total	-	-

Trade Payables - Ageing Schedule	Trade Payables Aging Schedule as on 31.03.2022						(Rupees in Lakhs)
	Particulars	Not Due	Outstanding from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
	(i) MSME	0.00					0.00
	(ii) Others	0.00	0.00	0.00	0.00	0.00	0.00
	(iii) Disputed dues - MSME						0.00
	(iv) Disputed dues - Others						0.00
	Total	0.00	0.00	0.00	0.00	0.00	0.00
	Trade Payables Aging Schedule as on 31.03.2021						
							Rs Lakhs
	Particulars	Not Due	Outstanding from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
	(i) MSME	0.00					0.00
	(ii) Others	0.00	0.00	0.00	0.00	0.00	0.00
	(iii) Disputed dues - MSME						0.00
	(iv) Disputed dues - Others						0.00
	Total	0.00	0.00	0.00	0.00	0.00	0.00

18. Non-Current - Other Financial Liabilities:

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Non-Current - Other Financial Liabilities		
Unsecured considered good		
(a) Security deposit	396.37	359.41
Total	396.37	359.41

19. Other Non-Current Liabilities

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Other Non-Current Liabilities		
Others:		
i) Unamortized rental income	1567.39	1620.03
Total	1567.39	1620.03

20. Provisions- Non-Current

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
i) Provision for employee benefits		
Gratuity	23.26	27.06
Total	23.26	27.06

21. Current – Other Financial Liabilities

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Trade Payables	0.00	0.22
Total	0.00	0.22

Trade Payables - Ageing Schedule	Trade Payables Aging Schedule as on 31.03.2022						(Rupees in Lakhs)
	Particulars	Not Due	Outstanding from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
	(i) MSME	0.00					0.00
	(ii) Others	0.00	0.00	0.00	0.00	0.00	0.00
	(iii) Disputed dues - MSME						0.00
	(iv) Disputed dues - Others						0.00
	Total	0.00	0.00	0.00	0.00	0.00	0.00
	Trade Payables Aging Schedule as on 31.03.2021						Rs Lakhs
	Particulars	Not Due	Outstanding from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
	(i) MSME	0.00					0.00
	(ii) Others	0.00	0.22	0.00	0.00	0.00	0.22
	(iii) Disputed dues - MSME						0.00
	(iv) Disputed dues - Others						0.00
	Total	0.00	0.22	0.00	0.00	0.00	0.22

22. Other Current Liabilities

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Other Current Liabilities		
Others:		
i) Statutory dues payable	9.76	10.91
ii) Outstanding expenses	2.67	2.92
iii) Unamortized rental income - Less than 12 months	52.65	52.64
iv) Other Payables	32.87	-
Total	97.95	66.47

23. Provisions- Current liability

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Provisions- Current		
i) Provision for employee benefits		
Bonus	3.73	3.47
Total	3.73	3.47

24. Current Tax liabilities

(Rupees in Lakhs)

Particulars	As at 31-03-2022	As at 31-03-2021
Current Tax liabilities		
Provision for Income tax	74.99	65.75
Total	74.99	65.75

25. Revenue from operations

(Rupees in Lakhs)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Revenue from operations		
Other operating revenues		
i) Rental income from Investment Property	698.02	558.80
ii) Interest income on rental deposits received – at amortized cost	52.64	52.08
Total	750.66	610.88

26. Other Income

(Rupees in Lakhs)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2020
Other Income		
Interest income		
i) Interest income from bank-fixed deposit	113.05	87.27
ii) Interest on Income tax refund	0.83	3.31
	113.88	90.58
Other Non-Operating Income		
iii) Fair Valuation of Investments	9.97	37.46
	9.97	37.46
Total	123.85	128.04

27. Employee benefits expense

(Rupees in Lakhs)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Employee benefits expense		
Salaries and wages	62.15	58.29
Contribution to provident and other funds	1.58	1.43
Staff welfare expenses	5.17	4.70
Total	68.90	64.42

28. Finance Cost

(Rupees in Lakhs)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Finance Cost		
Interest		
i) Interest expense on rental deposit received - at amortized cost	34.57	31.42
Total	34.57	31.42

29. Other expenses

Note No.	Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
	Other expenses		
a)	Rent	11.32	13.94
b)	Rates & Taxes	0.50	0.27
c)	Repairs and Maintenance - Others	4.66	4.27
d)	Repairs and Maintenance - Computer	0.57	0.41
e)	Repairs and Maintenance - Building	0.64	0.00
f)	Vehicle Maintenance	3.84	3.36
g)	Insurance	0.42	0.29
h)	Travelling and conveyance	0.05	0.62
i)	Postage, telex and Fax	2.75	0.01
j)	Telephone	0.39	0.41
k)	Printing and Stationary	2.44	0.50
l)	Advertisement	0.56	0.64
m)	Legal and Professional Charges	11.50	7.01
n)	Books and Periodicals	0.01	0.02
n)	Subscription and Membership	3.00	3.00
o)	Remuneration to auditors*	3.58	4.50
p)	Sitting Fee	9.40	8.45
q)	Electricity Charges	0.09	0.09
r)	Bank charges	0.07	0.04
s)	Miscellaneous Expenses	0.93	1.78
t)	contribution to CSR	44.60	0.00
	Total	101.32	49.61
	* Remuneration to auditors includes		
	i) Audit	2.50	2.50
	ii) Limited Review	0.75	0.85
	iii) Taxation	0.30	1.15
	iv) Certification	0.03	-
	Total	3.58	4.50

30. Exceptional Items

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Exceptional Items		
	-	-
Total	-	-

31. Income tax expenses

(Rupees in Lakhs)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Income tax expenses		
a) Current tax expense through the Statement of Profit and Loss		
Current tax on profits for the year	150.00	131.00
Total	150.00	131.00
b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate		
Accounting profit before tax	656.99	588.53
Applicable Indian Statutory Income tax rate	25.17%	25.17%
Computed expected tax expense	165.35	148.12
Effect of income taxable under other heads of income	(15.35)	(17.12)
Income tax expense reported in the statement of profit and loss	150.00	131.00

32. Computation of Earnings per share

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
Computation of Earnings per share		
The numerators and denominators used to calculate the basic and diluted EPS are as follows		
Net profit attributable to shareholders for basic earnings per share/diluted earnings per share (Rs. In lakhs)	506.99	457.53
Weighted average number of shares for basic and diluted earnings per share(In lakhs)	38.40	38.40
Face Value Per share (Rs.)	10.00	10.00
Basic and Diluted Earnings per Share (Rs.)	13.20	11.91

In accordance with the requirement of Indian Accounting Standard (Ind AS) 24, "Related Party Disclosure", following disclosures have been made:

A. Key Managerial Personnel

Mr. R.P Agrawal	Executive Director
Mr. M.S Meeramohideen	Executive Director
Mr. P.R Krishnan	Company Secretary (Upto 03.11.2020)
Ms. Aditi Kanabar	Company Secretary (from 03.11.2020 to 11.03.2022)

Mrs. Lakshmi Subramanian

Mr. N Govindan

Mr. J Narayanamurthy

B. **Persons who have significant influence where control exists** Mr P. Vijaykumar Reddy

C. **Entities over which related party has significant influence :**

*PPN Holdings Pvt Ltd ; *Apex Builders

D. Entities over which relative of related party has significant influence:

Apollo hospitals Enterprise Ltd:

Details of the transactions between the company and its related parties are disclosed below:

[illegible]

Remuneration								
Mr R P Agrawal	11.46	10.26						
Mr M S Meeramohideen	11.26	10.06						
Mr P R Krishnan***	-	2.32						
Ms Aditi Kanabar	4.19	1.55						
	26.91	24.19	-	-	-	-	-	-
Other allowances-								
Mr R P Agrawal	1.66	1.46	-	-	-	-	-	-
Mr M S Meeramohideen	1.54	1.40						
Mr P R Krishnan	-	0.12						
Ms. Aditi Kanabar	0.04	-	-	-	-	-	-	-
	3.24	2.98	-	-	-	-	-	-
Sitting fees								
Mr R P Agrawal	2.10	1.75	-	-	-	-	-	-
Mr M S Meeramohideen	2.10	1.75	-	-	-	-	-	-
Mrs. Lakshmmi Subramanian	1.50	1.55	-	-	-	-	-	-
Mr N Govindan	2.20	1.85	-	-	-	-	-	-
Mr J Narayanamurty	1.50	1.55	-	-	-	-	-	-
	9.40	8.45	-	-	-	-	-	-
Provision for gratuity								
Mr R P Agrawal	1.11	0.99	-	-	-	-	-	-
Mr M S Meeramohideen	1.00	0.88	-	-	-	-	-	-
	2.11	1.87	-	-	-	-	-	-

34. Fair Value Measurements

i) Financial Instruments by category

(Rupees in Lakhs)

Financial Instruments	Category	As at 31.03.2022	As at 31.03.2021
Other Financial Liabilities-Deposits received	Amortized cost	396.37	359.41
Other Financial assets –Deposit given	Amortized cost	8.35	8.35
Other Financial Assets – Deposits with bank having maturity more than 12 months	Amortized cost	260.00	574.00
Investments in Avendus Enhanced Returns Fund	FVTPL	129.37	119.40
Cash and Cash equivalents	Amortized cost	5.26	66.56
Bank balances other than above – Fixed deposits with bank	Amortized cost	1689.00	809.00

ii) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the standard. The explanations relating to each level is disclosed under Note 3(a) to the Standalone financial statements.

a) Financial Assets and liabilities not carried at fair values:

The management considers that the carrying amount approximates the fair value (computed using Level 3 inputs) in respect of financial assets and financial liabilities carried at amortized cost.

Assets and Liabilities that are measured at Fair Value on a recurring basis:

(₹ lakhs)

Financial Instruments	Fair Value Hierarchy	As at 31.03.2022	As at 31.03.2021
Investment in Avendus Enhanced Returns Fund Series – II – Class A1	Level 1	129.37	119.40

iii) Risk management

The company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk.

a) Credit risk: The credit risk refers to risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, bank balances, other balances with banks and other receivables.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in the credit risk the company compares the risk of default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. Surplus cash is deposited only with banks/financial institutions with a high external credit rating.

b) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly to meet obligations when due. The Company's exposure to liquidity risk arises primarily from mismatches of maturities of financial assets and liabilities.

The Company manages the liquidity risk by (i) maintaining adequate and sufficient cash and cash equivalents (ii) making available the funds from realizing timely maturities of financial assets to meet the obligations when due. The Management monitors rolling forecast of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. Also, the Company manages the liquidity risk by projecting cash flows considering the level of liquid assets necessary to meet the obligations by matching the maturity profiles of financial assets and financial liabilities and monitoring Balance Sheet liquidity ratios. Further, the liquidity risk management involves matching the maturity profiles of financial assets and financial liabilities.

35. Micro, Small and Medium enterprises

Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 for the year ended 31st March 2022 is given below. This information has

been determined to the extent such parties have been identified on the basis of information available with the company:

(Rupees in Lakhs)

Particulars	Year ended 31 st March 2022	Year ended 31 st March 2021
a) Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act, 2006:		
Principal amount due to Micro and small enterprises	-	-
Interest due on above	-	-
b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with amounts of payment made to supplier beyond the appointed day during each accounting year	-	-
c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
d) the amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
e) The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the section 23 of the MSMED Act, 2006	-	-

36. Disclosures in respect of operating leases:

The company vide agreement dated 4th May 2012 has given land along with its demised premise under lease for a period of 29 years to Apollo Hospitals Enterprises Limited which is renewable at the option of lessee for a further period of 31 years. In line with the agreement as amended, the company has during the year received rental income of Rs. 698.02 lakhs(558.80 Lakhs) and the same is included under Other Operating Income.

The future minimum lease amount receivable under non-cancellable leases in aggregate for each of the following periods:

(Rupees in lakhs)

Particulars	2021-22	2020-21
Not later than one year;	698.02	698.02
Later than one year and not later than five years;	4209.85	3,992.75
Later than five years;	16,573.90	17,489.03
Total	21,481.77	22,179.80

37. Investment Property

Disclosure as required by Ind AS 40- Investment Property is set out as follows:

The company owns premises which are held for earning rental income and accordingly the same has been classified as Investment Property which is measured at cost.

The company has also purchased a premises during the current year & capitalized the same in the books as at 31st March 2022

(Rupees in lakhs)

Investment property	As at 31 st March 2022	As at 31 st March 2021
Carrying amount	618.56	2.11
Fair value	3697.47	3070.28

- Significant assumptions in determining the fair value of land:

In the opinion of the management, the guideline value is nearer to the fair value and accordingly, the guideline value as advised by the Government of Tamil Nadu is reckoned as fair value.

In respect of Investment property purchased and capitalized during the year the value at which the property was purchased during the year is assumed to be fair value of the property

- Rental Income from Investment Property (recognized as other Operating income)

-Rs. 698.02 lakhs (Rs. 558.80 lakhs)

- Direct operating expenses arising from Investment property that generated/did not generate income-Rs. 2.91 Lakhs.

38. Segment Information

The company is currently engaged only in the business of leasing out the investment property held which is the only reportable segment of operation of the company.

39. Authorization of financial Statements

The standalone financial statements for the year ended 31st March 2022 (including comparatives) were approved by the Board of Directors on 18th May 2022.

40. Earnings and Expenditure in Foreign Currency – Nil (Nil)

41. Title deeds of Immovable Property not held in the name of the company:

The company does not possess any immovable property whose title deeds are not held in the name of the company during the financial year ended 31-03-2022 and 31-03-2021

42. Details of Benami Property Held:

No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988(45 of 1988) and rules made there under during the financial years ended 31-03-2022 and 31-03-2021

43. Details of Crypto Currency or Virtual Currency:

The company has not traded or invested in crypto currency or virtual currency during the financial years ended 31-03-2022 and 31-03-2021

44. Undisclosed Income:

There are no transactions in the nature of Undisclosed Income which have been recorded during the financial years ended 31-03-2022 and 31-03-2021

45. Transactions with Struck off companies

There are no transactions with struck off companies under section 248 or 560 during the financial years ended 31-03-2022 and 31-03-2021.

46. Utilisation of Borrowed funds and Share premium:

The company has not advanced/loaned/invested or received funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

47. No charges or satisfaction is yet to be registered with Registrar of Companies beyond the statutory period.

48. The Company has not been declared as wilful defaulter by any Bank or Financial Institution or Government or any Government authority

49. The Company has not entered into any scheme of arrangement during the current year as well as in the previous year.

50. Details of CSR Expenses

(Rupees in Lakhs)

Particulars	Year ended March 31, 2022 *
Gross amount required to be spent by the Company during the year	11.87
Amount of Expenditure Incurred	11.90
Paid in cash*	44.60
Yet to be paid in cash	-
Total	44.60

* There is no shortfall in the CSR amount required to be spent by the Company as per section 135(5) of the Act for the financial year ended March 31, 2022. The Nature of CSR activities includes CSR expenditure relating to promoting Healthcare.

*During the year taking into consideration of the FAQ issued by Ministry of Corporate affairs the Company has paid the CSR expenses for the current year as well as earlier years. The total amount required to be spent by the company upto and for the year ended 31st March 2022 has been fully paid .

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

Ratio	Numerator	Denominator	31-Mar-22	31-Mar-21	% Variance	Remarks
Current ratio	Current assets	Current liabilities	10.81	8.45	28%	Refer 01
Debt equity ratio	Total debt	Shareholder's equity	NA	NA	NA	-
Debt service coverage ratio	Earnings available for debt service	Debt service (Interest Principal)	NA	NA	NA	
Return on equity Ratio	Net profit after taxes	Average shareholder's equity	124.21%	-617.40%	-120%	Refer 02
Inventory turnover ratio	Cost of goods sold	Average inventory	NA	NA	NA	
Trade receivables turnover ratio	Revenue from operations	Average trade receivables	0.00%	1088.34%	-100%	Refer 03
Trade payables turnover ratio	Total purchases	Average trade payables	NA	NA	NA	
Net capital turnover ratio	Revenue from operations	Working capital	-295.59%	-61.46%	381%	Refer 04
Net profit ratio	Net profit after taxes	Revenue from operations	67.54%	74.90%	-10%	-
Return on capital employed	Earnings before interest and tax	Capital employed	104.52%	400.86%	-74%	Refer 05
Return on investment	Income generated from investments	Weighted average Investments	8.02%	37.21%	-78%	Refer 06

Notes:

1. Increase in line with company's operations
2. Not comparable as company's net reserve have turned positive during current year
3. Not comparable as company do not any trade receivable outstanding during current year
4. Not comparable as company's net reserve have turned positive during current year
5. Not comparable as company's net reserve have turned positive during current year
6. Company's investments have reduced due to fair valuations.

52. Previous year figures have been regrouped /reclassified wherever necessary to conform to current year's classification

For R. Subramanian and Company LLP

Firm Regn. No : 004137S/S200041

Chartered Accountants

For and on behalf of the Board

R P Agrawal

Director

DIN : 05253615

M S Meeramohideen

Director

DIN : 0001896

CA. R. Prakash

Partner

Membership No : A58225

V. Jayashree

Company Secretary

Membership No: 205869

Place : Chennai

Date : 18th May, 2022

To

If undelivered, please return to

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