



Rama Petrochemicals Limited

MSME REGN NO. : UDYAM-MH-27-0000324

CIN : L23200MH1985PLC035187

REGD. OFFICE :

SAVROLI KHARPADA ROAD,
VILLAGE VASHIVALI, P.O. PATALGANGA,
TALUKA KHALAPUR,
DISTRICT RAIGAD - 410 220. MAHARASHTRA

TEL : 02192 250329
02192 251211

E-MAIL : rama@ramagroup.co.in

WEB : www.ramapetrochemicals.com

Ref : RPCL/RDJ/2021

Date : August 31, 2021

To,

Bombay Stock Exchange Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI : 400 001

Name of the Company : **RAMA PETROCHEMICALS LIMITED**

BSE Script Code : **500358**

Dear Sir,

Sub : Annual Report for the Financial Year 2020-21 and
Notice of 35th Annual General Meeting

Pursuant to Regulation 34(1) read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed the following documents for the financial year 2020-21;

- Notice of 35th Annual General Meeting schedule to be held on Friday, 24th September, 2021 at 3.00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).
- Annual Report 2020 - 2021

You are requested to kindly take the above on record.

Thanking you,

Yours faithfully,

For RAMA PETROCHEMICALS LIMITED

R. D. JOG
COMPANY SECRETARY

Encl : a/a



RAMA PETROCHEMICALS LIMITED
Thirty Fifth Annual Report
2020 - 2021

BOARD OF DIRECTORS

CHAIRMAN & MANAGING DIRECTOR

MR. H. D. RAMSINGHANI

REGISTERED OFFICE

SAVROLI KHARPADA ROAD,
VILLAGE VASHIVALI,
P.O. PATALGANGA,
TALUKA KHALAPUR,
DIST. RAIGAD 410220
MAHARASHTRA

CIN: L23200MH1985PLC035187

Email : rama@ramagroup.co.in

Website: www.ramapetrochemicals.com

Fax : 022-2204 9946

DIRECTORS

MR. DEONATH SINGH

MR. RAMRAO G. KULKARNI

MRS. N. H. RAMSINGHANI

MR. BRIJ LAL KHANNA

MR P. K. BANERJEE

CORPORATE OFFICE

51/52, FREE PRESS HOUSE,
NARIMAN POINT,
MUMBAI 400 021

Tel.No. (022) 2283 3355/61545100

Fax : (022) 2204 9946

COMPANY SECRETARY

MR R. D. JOG

AUDITORS

KHANDELWAL & MEHTA, LLP

CHARTERED ACCOUNTANTS

MUMBAI

REGISTRARS AND TRANSFER AGENT

LINK INTIME INDIA PVT LTD

C101, 247 PARK,

L. B. S. MARG,

VIKHROLI (WEST),

MUMBAI 400 083

Tel. : (91-22) 49186000

Fax : (91-22) 49186060

E-mail: rnt.helpdesk@linkintime.co.in

Website : www.linkintime.co.in

NOTICE

NOTICE is hereby given that the Thirty Fifth Annual General Meeting of the members of RAMAPETROCHEMICALS LIMITED will be held on Friday the 24th day of September 2021 at 3.00 p.m. through two way Video Conferencing/ Other Audio Visual Means (VC/OAVM) to transact the following business. The venue of the Meeting shall be deemed to be the Registered Office of the Company at Village Vashivali, Savroli Kharpada Road, P O Patalganga, Taluka Khalapur, District Raigad, Maharashtra 410220.

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - (a) Audited Standalone Financial Statements of the Company for the year ended March 31, 2021 together with the Reports of the Directors and Auditors thereon and;
 - (b) Audited Consolidated Financial Statements of the Company for the year ended March 31, 2021 together with Report of Auditors thereon.
2. To consider, and if thought fit, to pass with or without modification, the following Resolution, as a Special Resolution:

“RESOLVED THAT Mr. D. N. Singh (DIN 00021741) who retires by rotation at the forthcoming Annual General Meeting be and he is hereby reappointed as a Director of the Company whose office shall be liable to determination by retirement of Directors by rotation.”

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable provisions if any, consent of members of the Company be and it is hereby accorded for continuation of Directorship of Mr. BL Khanna (DIN 00841927), who was appointed as an Independent Director of the Company for a period of five years at the 33rd Annual General Meeting of the Company held on September 30, 2019 to hold office up to the conclusion of 38th Annual General Meeting, for the remaining period of his term notwithstanding the fact that he shall attain the age of Seventy five years during the term of his appointment.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and it is hereby authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to the above Resolution.”
4. To consider and if thought fit, to pass, with or without modification, as a Special Resolution the following:

“RESOLVED THAT the consent of the Members be and it is hereby accorded pursuant to the provisions of Sections 197, 198, 203, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 for the reappointment of Mr. H. D. Ramsinghani (DIN 00035416) as the Managing Director of the Company for a further period of three years from November 5, 2021 on the terms and conditions as set out in the draft agreement between the Company and Mr. H. D. Ramsinghani placed before the meeting and for the purpose of identification initialed by the Chairman hereof.”

“FURTHER RESOLVED THAT the Directors be and they are hereby authorised to execute the Agreement, in terms of the said draft with such alterations, changes and/or variations as may be agreed between the Directors and Mr. H. D. Ramsinghani.”

“FURTHER RESOLVED THAT the Board of Directors be and it is hereby authorised to take such steps as may be necessary to give effect to the above Resolutions.”

NOTES

1. In view of the prevailing pandemic situation in the country, the Ministry of Corporate Affairs (MCA) has waived the requirement of holding a physical meeting and hence the Meeting will be held through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
2. As per the directions issued by Securities and Exchange Board of India (SEBI) and MCA, the company would be sending the Annual Report for the financial year 2020-21 along with the Notice of the 35th Annual General Meeting (AGM) through e-mail to those members who have registered their e-mail IDs with the Company/DP. The Annual Report and the Copy of the Notice will be placed on the website of the Company and also filed with Bombay Stock Exchange Ltd. (BSE).
3. As per the directions of SEBI and MCA, since the Meeting is being conducted through VC/OAVM, the option of appointing proxies will not be available for this AGM and hence the Proxy form, Attendance Slip and Route Map are not being enclosed with the Notice. However, corporate Members intending to attend and vote at the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote at the Meeting to the Company and to the Scrutinizer and also to Central Depository Services Limited.
4. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday the 17th day of September, 2021 to Friday the 24th day of September, 2021 (both days inclusive).
5. Relevant documents referred to in the accompanying Notice and the Statements are available for inspection through electronic mode up to the date of the meeting.
6. Members desirous of seeking any information concerning the Accounts are requested to address their queries in advance to the Company mentioning their name, folio/demat account number, email ID and Mobile Number to rdjog@ramagroup.co.in at least seven days before the date of the Meeting. Queries/Questions received after September 17, 2021 will not be considered or responded to at the AGM. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending an e-mail to rdjog@ramagroup.co.in at least seven days before the date of the meeting.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.
8. The MCA (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green initiative in Corporate Governance' and allowed companies to share documents with its shareholders through electronic mode. Members are requested to support this green initiative by registering / updating their e-mail addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with Link Intime India Private Limited.
9. The Company is pleased to provide e-voting facility through Central Depository Services (India) Limited (CDSL) to enable all the Members to cast their votes electronically on the resolutions mentioned in the Notice dated August 12, 2021 for the 35th Annual General Meeting of the Company. The instructions for members voting electronically are given below:

CDSL e-Voting System – For Remote e-voting and e-voting during AGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the MCA vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through Video Conferencing (VC) or other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020,

April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and at any time after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This 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 and Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. In line with the MCA Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ramapetrochemicals.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

THE INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The e-voting period begins on Tuesday the 21st September, 2021 and ends on Thursday the 23rd day of September, 2021. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) of September 17, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for e-voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility to be provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.

	<p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/ EasiRegistration.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or for joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) 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. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider’s website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password option available at abovementioned website.

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

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

(iv) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) Facility for Non - Individual Shareholders and Custodians –Remote e-voting
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; rdjog@ramagroup.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at rdjog@ramagroup.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance at least seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at rdjog@ramagroup.co.in. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to RTA email id: rnt.helpdesk@linkintime.co.in.
2. For Demat shareholders- please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to RTA email id: rnt.helpdesk@linkintime.co.in.

If you have any queries or issues regarding attending AGM and e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

The Company has appointed Mr Sanjay Dholakia, Practicing Company Secretary (M No FCS 2655) as the Scrutinizer to conduct the e-voting process in a fair and transparent manner.

The results shall be declared after the Annual General Meeting and the Results along with the Scrutinizers report shall be placed on the web site of the Company and will also be forwarded to the Stock Exchange.

By Order of the Board
For RAMA PETROCHEMICALS LTD

R.D. JOG
COMPANY SECRETARY
ACS - 4895

Place: Mumbai
Date : August 12, 2021

Corporate Office :
51-52, Free Press House,
Nariman Point, Mumbai 400021
Tel: 91 22 22834123
Fax: 91 22 22049946
CIN No. L23200MH1985PLC035187
E-mail: rama@ramagroup.co.in
Website: www.ramapetrochemicals.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 WITH REFERENCE TO THE SPECIAL BUSINESS SPECIFIED IN THE NOTICE CONVENING THE THIRTY FIFTH ANNUAL GENERAL MEETING OF THE COMPANY.

ITEM NO 2

Mr. D. N. Singh (DIN 00021741) retires by rotation at the forthcoming Annual General Meeting and is eligible for reappointment. A special Resolution is proposed for his reappointment since he is Seventy Eight years of age in view of the Securities and Exchange Board of India (LODR) Regulations, 2015 which requires the consent of Members by way of Special Resolution for appointment or continuation of a Non-Executive Director beyond the age of seventy five years.

Except Mr. D. N. Singh being the appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in this Resolution.

ITEM NO 3

In accordance with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect.

Accordingly, a special resolution is being proposed for approval of the Members for the continuation of Mr B L Khanna (DIN 00841927) as the Non-Executive Independent Director of the Company for the remaining period of his term since he will be attaining the age of Seventy five years during the term of his current appointment.

Except Mr. B L Khanna being the appointee, none of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financially or otherwise, in this Resolution.

ITEM NO 4

The Board of Directors of the Company at their meeting held on August 12, 2021 have reappointed Mr. H. D. Ramsinghani (DIN 00035416) as the Managing Director for a further period of Three Years from November 5, 2021.

The material terms and conditions of his reappointment, as set out in the draft Agreement between the Company and Mr. H. D. Ramsinghani are as follows:

Designation	: Managing Director
Date of appointment	: August 12, 2021
Effective date of Appointment	: November 5, 2021
Period of appointment	: Three years from November 5, 2021

Remuneration

(a) Salary : Consolidated Salary of Rs 3,00,000/- per month

(b) Perquisites and Allowances:

In addition to salary, the following perquisites / allowances shall be allowed to the Whole Time Director.

CATEGORY – A

(i) The Company shall contribute towards Provident Fund/ Superannuation Fund / Annuity Fund etc. or pay allowance in lieu thereof as per rules of the Company.

(ii) The Company shall pay Gratuity as per rules of the Company.

(iii) Privilege Leave on full pay and allowances, as per rules of the Company but not more than one month's leave for every eleven months of service. However, the leave accumulated but not availed will be allowed to be encashed at the end of the term.

- (iv) Benefit of Sick Leave in accordance with the rules of the Company.

The above shall not be included in the computation of ceiling on remuneration or perquisites for the purpose of Schedule V of the Companies Act, 2013.

CATEGORY – B

- (i) The Company shall provide a car at the entire cost of the Company for use on Company's business and the same will not be considered as perquisites.
- (ii) The Company shall provide telephone(s) and other communication facilities at the residence of the Managing Director at the entire cost of the Company.
- (iii) Return holiday passage once in the year by economy class or once in two years by first class to children and members of the family from the place of their stay or study abroad to india if they are not staying or studying in india.

Other Terms

- a) The appointee shall not be entitled to sitting fees for attending the meetings of the Board and/or committees thereof.
- b) The appointee shall not as long as he continues to be the Managing Director of the Company become interested or otherwise concerned directly or indirectly in any selling agency without the approval of the members, if required.

The remuneration as above including perquisites shall nevertheless be paid as minimum remuneration in the event of absence or inadequacy of profits in any financial year subject to the condition that the remuneration shall not without the prior approval of the Central Government, if required, exceed the limits specified in Section II of Part II of Schedule V of the Companies Act, 2013 computed on the basis of the Effective Capital of the Company as defined in the explanation I under Para 2 of Section IV of Part II to Schedule V of the Companies Act, 2013 as in force for the time being or as may be amended from time to time.

Mr. H. D. Ramsinghani is also the Managing Director of Rama Phosphates Limited and hence the aggregate remuneration that he will be entitled to receive from both the companies shall not, without the prior approval of the Central Government if required, exceed the higher maximum limit admissible from any one of the Companies in accordance with the provisions of Section V of Schedule V of the Companies Act, 2013.

**By Order of the Board
For RAMA PETROCHEMICALS LTD**

**R.D. JOG
COMPANY SECRETARY
ACS - 4895**

Place: Mumbai
Date : August 12, 2021

Corporate Office :
51-52, Free Press House,
Nariman Point, Mumbai 400021
Tel: 91 22 22834123
Fax: 91 22 22049946
CIN No. L23200MH1985PLC035187
E-mail: rama@ramagroup.co.in
Website: www.ramapetrochemicals.com

INFORMATION PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As required under the SEBI (LODR) Regulations, 2015, the particulars of Director who are proposed to be Appointed/Re-appointed at the forthcoming Annual General Meeting are as under;

Sr. No.	Particulars	Mr. Deonath Singh	Mr. Brij Lal Khanna	Mr. Haresh D Ramsinghani
1.	DIN	00021741	00841927	00035416
2.	Date of Birth	01/07/1943	02/12/1946	08/01/1962
3.	Qualifications	B.Sc. (Chemical Engineering)	Chartered Accountant	B.com MBA (U.S.A.)
4.	No. of Equity shares held	10998	NIL	10
5.	Brief Profile	Mr. D. N. Singh is a Chemical Engineer from Banaras Hindu University and has 50 years of experience in the field of Chemicals and Petrochemicals. He has held senior positions in several companies viz. Synthetics and Chemicals Ltd., Cyanides and Chemicals Co., Alkyl Amines Chemicals Ltd. etc.	Mr. B L Khanna is a Chartered Accountant and has over 47 years of rich and varied experience in the field of Finance and Business Management.	Mr. Haresh D Ramsinghani has done his Post Graduation in Management from USA and has over 37 years of rich and varied experience in the field of Textiles, Petrochemicals and Fertilizers.
6	Date of first Appointment in current designation	30/09/2019	28/03/2019	05/11/2018
7	List of other Directorships (excluding Foreign Company)	<ul style="list-style-type: none"> - Rainbow Denim Ltd. - Rama Phosphates Ltd. - Rama Industries Ltd. - Accord Agrotech Pvt. Ltd. - Rainbow Agri Inds Ltd 	<ul style="list-style-type: none"> - Rainbow Denim Limited - Rama Industries Limited - Rama Phosphates Ltd. 	<ul style="list-style-type: none"> - Rainbow Denim Limited - Rainbow Agri Industries Ltd. - Rama Industries Ltd. - Rama Phosphates Ltd - Nova Gelicon Pvt. Ltd. - Rama Capital & Fiscal Services Pvt. Ltd. - Jupiter Corporate Services Pvt. Ltd. - Blue Lagoon Inv. Pvt. Ltd

Sr. No.	Particulars	Mr. Deonath Singh	Mr. Brij Lal Khanna	Mr. Haresh D Ramsinghani
8	Membership/ Chairmanship of other Public Companies (includes only Audit Committee and Stakeholder Relationship Committee)	<p align="center"><u>Member</u></p> <ul style="list-style-type: none"> - Rama Phosphates Ltd – Audit and Stakeholder Committee - Rainbow Denim Ltd. – Audit and Stakeholder Relationship Committee <p align="center"><u>Chairman</u></p> <ul style="list-style-type: none"> - Rama Phosphates Ltd. – Stakeholder Relationship Committee - Rainbow Denim Ltd. – Audit & Stakeholder relationship Committee 	<p align="center"><u>Member</u></p> <ul style="list-style-type: none"> - Rama Industries Ltd - Audit Committee - Rama Phosphates Ltd – Audit Committee <p align="center"><u>Chairman</u></p> <ul style="list-style-type: none"> - Rama Phosphates Ltd – Stakeholder Relationship Committee 	<p align="center"><u>Member</u></p> <ul style="list-style-type: none"> - Rama Phosphates Ltd – Audit and Stakeholder Relationship Committee - Rama Industries Ltd. – Audit Committee - Rainbow Agri Industries Ltd. – Audit Committee - Rainbow Denim Ltd. – Audit and Stakeholder Relationship Committee <p align="center"><u>Chairman</u> NIL</p>
9.	Relationships, if any between Directors or other Key Managerial Personnel	He is not related to any Director or Key Managerial Personnel of the Company.	He is not related to any Director or Key Managerial Personnel of the Company.	Related to Mrs. Nilanjana H Ramsinghani.

DIRECTORS REPORT

Your Directors have pleasure in presenting the Thirty Fifth Annual Report together with the Audited Financial Statements for the year ended March 31, 2021.

FINANCIAL RESULTS**(₹ in lacs)**

	STANDALONE		CONSOLIDATED	
	YEAR ENDED 31.03.2021	YEAR ENDED 31.03.2020	YEAR ENDED 31.03.2021	YEAR ENDED 31.03.2020
Profit/(Loss) before Depreciation	(174.19)	(289.43)	(175.63)	(283.46)
Depreciation	0.02	1.89	0.21	2.08
Profit/(Loss) before tax and Exceptional items	(174.21)	(291.32)	(175.84)	(285.54)
Exceptional Items	Nil	715.00	Nil	Nil
Profit/(Loss)) for the year from continued operations	(174.21)	423.68	(175.84)	(285.54)
Profit/(loss) from discontinued operations	(3.66)	Nil	(3.66)	Nil
Other comprehensive income /(expense)	(0.26)	(1.67)	(0.26)	(1.67)
Total Comprehensive Profit/(Loss) for the year	(178.13)	422.01	(179.76)	(287.21)

BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR AND THE STATE OF COMPANY'S AFFAIRS

As approved by the members at the 34th Annual General Meeting, the Methanol manufacturing business has been discontinued and plant and machinery has been disposed off.

DIVIDEND

In view of loss, your Directors regret their inability to recommend any dividend for the year under review. No appropriation has been made to any specific reserve during the year under review. Dividend Distribution Policy is not applicable to the Company.

As the Company has not declared any dividend since the year 1998, there are no amounts which are required to be transferred to the IEPF Account as on the date of this Report.

SHARE CAPITAL

There was no change in the Equity share capital structure of the Company during the year under review. The Company does not have an Employee Stock Option Scheme nor are there any shares which are held in trust for the benefit of employees of the Company.

The Company does not have outstanding Warrants or Debt instruments as on the date of the Report and hence Credit Rating provisions are not applicable.

CORPORATE GOVERNANCE

A Report on Corporate Governance along with the Auditor's Certificate regarding Compliance of the conditions of Corporate Governance pursuant to Regulation 34 of SEBI (LODR) Regulations, 2015 is annexed hereto.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
2. Appropriate policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2021 and the loss of the Company for the year ended March 31, 2021;

3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 and for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on a going concern basis;
5. Internal financial controls to be followed by the Company have been laid down and that such internal financial controls are adequate and were operating effectively; and
6. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively.

AUDIT COMMITTEE

The Company has constituted an Audit Committee comprising of the following Directors viz., Mr. R. G. Kulkarni - Chairman, Mr. H. D. Ramsinghani and Mr. B.L. Khanna. All the members of the Audit Committee are financially literate and have experience in financial management. The Audit Committee acts in accordance with the terms of reference specified from time to time by the Board. There were no instances when the recommendations of the Audit Committee were not accepted by the Board during the year under review.

OTHER COMMITTEES

The Stakeholders Relationship Committee presently consists of Mr. R. G. Kulkarni (Chairman), Mrs. N. H. Ramsinghani and Mr. D.N. Singh. The Company is not required to constitute a Risk Management Committee as it does not fulfill the criteria mentioned in Regulation 21 of Listing Obligations and Disclosure Requirements, 2015.

The Nomination and Remuneration Committee comprises of Mr. R.G. Kulkarni (Chairman), Mr. H.D. Ramsinghani and Mr. B.L. Khanna.

The Company has not constituted a Corporate Social Responsibility Committee as the Company does not fulfill the prescribed criteria.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

Rama Capital and Fiscal Services Pvt. Ltd. is a wholly owned subsidiary of the Company which is engaged in the business of providing financial services. The turnover of the subsidiary during the year under review was Rs 31,843/- and the loss after tax was Rs 1,62,373/-. There were no other entities which became or ceased to be subsidiaries, associates or joint ventures during the year under review.

DISCLOSURES

Information relating to the conservation of energy, technology absorption, foreign exchange earnings and outgo to the extent applicable, is annexed hereto as Annexure A and forms a part of this Report.

The Managing Director was paid a remuneration of Rs 36 Lakh during the year under review. No remuneration was paid to the non-executive Directors other than sitting fees for attending meetings of the Board or committees thereof. The Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed hereto as Annexure B and forms a part of the Report. The details pertaining to remuneration as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed hereto as Annexure C and forms a part of the Report.

Details of loans, guarantees and investments, if any, are given under the Notes to Financial Statements.

All transactions entered into with Related Parties during the year under review were in the ordinary course of business and at an arms length at prevailing market rates.

There were no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

No material changes or commitments affecting the financial position of the Company occurred between the end of the financial year to which the financial statements relate and to the date of this report.

The Company has formulated a Whistle Blower Policy under which all personnel have access to the Audit Committee to report genuine concerns or grievances relating to the business activities of the Company in general.

There were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the year under review.

DIRECTORS

During the year under review, four Board Meetings were held on June 30, 2020, August 14, 2020, November 7, 2020 and February 11, 2021.

Mr. D N Singh retires from the Board of Directors by rotation and is eligible for re-appointment.

Mr H D Ramsinghani has been reappointed as the Managing Director of the Company for a further period of three years from November 5, 2021.

The Board of Directors has framed a policy in relation to remuneration of directors, Key Managerial Personnel and Senior Management and it lays down criteria for selection and appointment of Board Members. The details of the policy are available on the website of the Company www.ramapetrochemicals.com.

The independent Directors of the Company are informed about their roles, rights, responsibilities in the Company and also about the nature of the industry in which company operates and other related matters. The details of the familiarization program are available on the website of the Company www.ramapetrochemicals.com.

The performance evaluation of the Board of Directors as a Whole was carried out by the Directors of the Company in their meeting held on February 11, 2021. The criterion for evaluation are available on the website of the Company www.ramapetrochemicals.com.

AUDITORS

M/s Khandelwal & Mehta LLP, Chartered Accountants, (Firm Registration no: W100084), were appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years at the 34th Annual General Meeting held on September 29, 2020 to hold office till the conclusion of the 39th Annual General Meeting to be held in the year 2025. The Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.

STATUTORY AUDITORS REPORT

Your Directors refer to the observations made by the Auditors in their Report on Consolidated Financial Statements and wish to state that the management is hopeful that the Wholly Owned Subsidiary would be able to continue its operations in the foreseeable future in the normal course of business and hence, the accounts have been prepared on a going concern basis. In view of the above the impact of the observations on the financial statements for the year under review is not ascertainable.

INTERNAL AUDIT

The Company has appointed M/s. H. G. Sarvaiya & Co., Chartered Accountants as the Internal Auditors and their scope of work includes review of processes, operational efficiency and effectiveness of systems and processes and assessment of adequacy of internal controls and safeguards apart from specific operational areas as per the directions of the Audit Committee. The findings of the Internal Auditor are reviewed by the Audit Committee at each meeting and corrective measures are taken from time to time as per the directions of the Audit Committee.

CORPORATE SOCIAL RESPONSIBILITY

The provisions relating to Corporate Social Responsibility do not apply to the Company as the Company does not meet the criteria laid down in Section 135 of the Companies Act, 2013.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate system of internal controls that are commensurate with its size and nature of business to safeguard and protect the Company from losses and 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 ensuring timely reporting of financial statements. There were no frauds reported by the Auditors of the Company as on the date of this Report.

SECRETARIAL AUDIT

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Rules made thereunder, the Company has appointed Mr. Jignesh M Pandya & Co. (Membership No. ACS 7346/CP 7318) to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed hereto as Annexure D and forms a part of this Report. The Report does not contain any adverse qualifications.

COST AUDIT

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended till date, the Company was not required to undertake an audit of the cost records for the year under review.

EXTRACT OF ANNUAL RETURN

The extract of the Annual Return in Form MGT 9 pursuant to the provisions of Section 92 of the Companies Act, 2013 is annexed hereto as Annexure E and forms a part of this Report.

WEB ADDRESS

The Annual Return referred to in Section 92(3) of the Companies act, 2013 and other details about the Company are available on the website of the Company www.ramapetrochemicals.com.

FIXED DEPOSITS

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

SAFETY, ENVIRONMENTAL CONTROL & PROTECTION

The Company has taken all the necessary steps for safety and environmental control and protection.

INDUSTRIAL RELATIONS

The Industrial Relations remained cordial during the year under review.

ACKNOWLEDGEMENT

Your Directors sincerely record their appreciation with gratitude for the continued support and assistance extended to the Company by the Banks and various Government Departments and Agencies.

For and on behalf of the Board

Place : Mumbai
Date : August 12, 2021

H.D. RAMSINGHANI
CHAIRMAN AND MANAGING DIRECTOR
DIN: 00035416

ANNEXURE A TO BOARD REPORT

PARTICULARS RELATING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND ADAPTATION AND FOREIGN EXCHANGE EARNING AND OUTGO

I. CONSERVATION OF ENERGY:

- A. Energy conservation measures taken :
- B. Additional investment proposals, if any, being implemented for reduction of consumption of energy :
- C. Impact of measures at (A) and (B) above for reduction of Energy Consumption and consequent impact on the cost of production of goods :
- Not Applicable as the Plant was closed during the entire year under review.
- D. Particulars with respect to energy consumption per unit of production:

a) POWER AND FUEL CONSUMPTION			2020- 2021	2019-2020
1) ELECTRICITY :				
	A)	Purchased (MSEB)		
		Units (in Thousand)	36.408	50.577
		Total cost (₹ in lacs)	5.46	6.46
		Rate per Unit (₹)	14.99	12.78
	B)	Own Generation :		
		Through Diesel Generation	NIL	NIL
		Units (in Thousand)	NIL	NIL
		Units/KL of Diesel	NIL	NIL
		Cost/Unit (₹)	N A	N A
		Through Steam Turbine/Generator	NIL	NIL
		Units (in Thousand)	N.A	N.A
		Units/Lt Of Fuel Oil, Gas	N.A	N.A
		Cost/Unit	N.A	N.A
2) COAL			NIL	NIL
3) FURNACE OIL			NIL	NIL
b) CONSUMPTION PER UNIT OF PRODUCTION				
		Consumption/ton of Methanol	N.A	N.A
		Electricity (KWH)	N.A	N.A
		Furnace Oil	N.A	N.A
		Coal	N.A	N.A
		Other – Diesel Oil (KL)	N.A	N.A

II. TECHNOLOGY ABSORPTION :

1. RESEARCH AND DEVELOPMENT (R & D)

- a) Specific areas in which R & D is carried out by the Company :
- b) Benefits derived as a result of R & D :
- c) Future Plan of Action :

Not Applicable as the Plant was closed during the entire year under review.

d) Expenditure on R & D

(₹ in lacs)

i) Capital	NIL
ii) Recurring	NIL
iii) Total	NIL
iv) Total R & D expenditure as a percentage of total turnover	N.A.

2. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION :

a) Efforts in brief made towards technology absorption, adaptation and innovation:

b) Benefits derived as a result of above efforts :

Not Applicable as the Plant was closed during the entire year under review.

c) Information of Imported Technology :

Technology Imported: Low pressure technology for manufacture of Methanol from M/s. Lurgi GmbH, Germany.

Year of Import: 1987 - 88

Whether the technology has been fully absorbed.

In terms of the scope of agreement with the technical collaborator, the technology has been fully absorbed.

III. FOREIGN EXCHANGE EARNINGS AND OUTGO:

(₹ in lacs)

Foreign Exchange used	NIL
Foreign Exchange earned	NIL

For and on behalf of the Board

Place : Mumbai
Date : August 12, 2021

H. D. RAMSINGHANI
CHAIRMAN AND MANAGING DIRECTOR
DIN : 00035416

ANNEXURE 'B' TO BOARD REPORT**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.	Ratio of the remuneration of the Managing Director to the median remuneration of the employees of the company for the financial year was 4.61
(ii) The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	There was no increase in the remuneration during the year.
(iii) The percentage increase in the median remuneration of employees in the financial year.	The percentage increase in the median remuneration of other employees was in line with Industry Standards.
(iv) The number of permanent employees on the rolls of company;	Four
(v) Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	The average percentage increase in salaries of other employees was in line with percentage increase in the managerial remuneration as per Industry Standards.
(vi) Affirmation that the remuneration is as per the remuneration policy of the company.	The remuneration is as per the remuneration policy of the company.

For and on behalf of the Board

Place : Mumbai

Date : August 12, 2021

H. D. RAMSINGHANI
CHAIRMAN AND MANAGING DIRECTOR
DIN : 00035416

ANNEXURE 'C' TO BOARD REPORT

PARTICULARS OF REMUNERATION AS REQUIRED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- A. Employed for the entire year under review and were in receipt of Remuneration of not less than ₹ 1,02,00,000/- - NIL -
- B. Employed for a part of the year under review and were in receipt of Remuneration of not less than ₹ 8,50,000/- p m. - NIL -
- C. As company has only four employees, the details of Top 10 employees in terms of remuneration drawn as on 31.03.2021 have not been provided.

For and on behalf of the Board

H. D. RAMSINGHANI
CHAIRMAN AND MANAGING DIRECTOR
DIN : 00035416

Place : Mumbai
Date : August 12, 2021

ANNEXURE D TO BOARD REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT FOR THE YEAR ENDED MARCH 31, 2021

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules 2014 and
pursuant to Regulation 24A of SEBI (LODR) Regulations, 2018)

To,
The Members,

RAMA PETROCHEMICALS LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RAMA PETROCHEMICALS LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March 2021** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

The manufacturing operations of the Company are suspended from the year 1999.

A. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; The same is not applicable as there were no transactions during the year under review.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; There were no issue of securities during the year under review.
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ; There were no ESOPS issued during the year under review.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; There were no debts raised during the year under review
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; There were no proposal for delisting of its Equity shares during the year under review. and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; There were no Buy Back of its Equity shares during the year under review.
 - (vi) I have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The list of major head/groups of Acts, Laws and Regulations as applicable to the Company is given in Annexure I.
- B. I have also examined compliance with the applicable clauses of the following:
- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - The Company has complied with the various applicable provisions of said SEBI Regulations.

I further report that

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

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

Majority decisions of the Board are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

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

This Report is to be read with my letter of even date which is annexed as Annexure II and forms an integral part of this Report.

For JIGNESH M.PANDYA & CO.

(JIGNESH M. PANDYA)
Practising Company Secretary
Proprietor

Date: August 12, 2021

Place: Mumbai

Membership No. A7346 /CP No. 7318

UDIN: A007346C000772132

Annexure I

List of applicable laws to the Company

Under the Major Groups and Heads are as follows:-

1. Factories Act, 1948;
2. Industries (Development & Regulation) Act, 1951;
3. The Petroleum Act, 1934
4. Indian Explosives Act, 1984
5. Bombay Village Panchayat Act, 1958
6. Labour Laws and other incidental laws related to labour and employees appointed by the company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.;
7. Acts prescribed under prevention and control of pollution;
8. Acts prescribed under Environmental protection;
9. Acts as prescribed under Direct Tax and Indirect Tax;
10. Land Revenue laws of respective States;
11. Labour Welfare Act to respective States;
12. Trade Marks Act 1999 & Copy Right Act 1957;
13. The Legal Metrology Act, 2009;
14. Acts as prescribed under Shop and Establishment Act of various local authorities.
15. Local Laws as applicable to various offices and plants;
16. The Competition Act, 2002;
17. Boiler Act, 1923.
18. The Companies Act, 2013
19. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
20. Reserve Bank of India Act, 1934
21. FEMA ACT
22. Goods and Services Tax Act, 2017 (GST)
23. Customs Act, 1962
24. Income Tax Act, 1961 and Income Tax Rules, 1962
25. Depositories Act, 1996 and SEBI (Depositories and Participants) Regulation, 1996
26. Payment of Bonus Act, 1965 and Payment of Bonus Rules, 1975
27. Payment of Gratuity Act, 1972
28. Payment of Wages Act, 1936

For JIGNESH M.PANDYA & CO.

(JIGNESH M. PANDYA)

Practising Company Secretary

Proprietor

Membership No. A7346 /CP No. 7318

UDIN: A007346C000772132

Date: August 12, 2021

Place: Mumbai

Annexure II

To,
The Members,
RAMA PETROCHEMICALS LIMITED

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial record. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. I believe that the practices and processes, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I obtained management representation about the compliance of laws, rules, regulations, norms and standards and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, norms and standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. I have reported, in my audit report, only those non-compliances which in my opinion, are material and having major bearing on financials of the Company.

For JIGNESH M.PANDYA & CO.

(JIGNESH M. PANDYA)
Practising Company Secretary
Proprietor

Membership No. A7346 /CP No. 7318
UDIN: A007346C000772132

Date: August 12, 2021
Place: Mumbai

MANAGEMENT DISCUSSION AND ANALYSIS

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company is engaged in Trading activities and there is good scope for increasing the Trading turnover in the coming years.

2. OPPORTUNITIES AND THREATS

There are increasing opportunities for expansion in Trading activities. However the possibility of resurgence in Covid cases in the near future could be a threat to the operations of the Company.

3. SEGMENTWISE PERFORMANCE

The segment wise details as required by IND AS -108 are given in the notes forming part of the Accounts.

4. OUTLOOK

Future of Trading activities is promising and the Company hopes to increase the trading activities in the coming years.

5. RISKS AND CONCERNS

Volatility in prices of industrial chemicals and increasing competition are the major risks and concerns likely to effect the operations of the Company.

6. INTERNAL CONTROL SYSTEMS

The Company has an adequate system of internal controls that ensures that all assets are protected against loss from unauthorized use or disposition and all transactions are recorded and reported in conformity with generally accepted accounting principles.

7. FINANCIAL PERFORMANCE

During the year under review there was no production and sales as the operations of the Methanol unit were discontinued. The loss for the year after Exceptional item is ₹ 178.13 lakhs as compared to a profit of ₹ 422.01 lakhs in the previous year.

8. SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

	Standalone		Consolidated	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Debtors turnover ratio	0.29	0.02	0.29	0.02
Inventory turnover ratio	2.08	1.59	2.06	1.49
Interest coverage ratio (Earning before interest and tax / finance cost)	(9.73)	24.28	(9.83)	(14.67)
Current ratio	0.25	0.71	0.26	0.73
Debt Equity ratio	1.82	1.98	1.82	1.98
Operating margin ratio (operating profit = profit before tax + depreciation + finance cost + loss on disposal of property, plant - other income/ revenue from operation)	0.41	12.58	0.37	(6.64)
Net Profit Margin (Profit for the year / revenue from operation)	(4.43)	11.36	(4.43)	(7.65)
Return on Net worth (profit for the year/Total Equity)	(0.17)	0.40	(0.17)	(0.27)

9. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Human Resources and Industrial relations remained cordial during the year under review.

10. CAUTIONARY STATEMENT

Statements in this Report on Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. The Company assumes no responsibility to amend, modify or revise any of the statements on the basis of subsequent developments, information or events.

For and on behalf of the Board

Place : Mumbai

Date : August 12, 2021

H. D. RAMSINGHANI
CHAIRMAN AND MANAGING DIRECTOR
DIN : 00035416

ANNEXURE E TO BOARD REPORT

FORM MGT - 9

EXTRACT OF ANNUAL RETURN AS ON MARCH 31, 2021

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	L23200MH1985PLC035187
ii)	Registration Date [DDMMYY]	28/01/1985
iii)	Name of the Company	Rama Petrochemicals Limited
iv)	Category/ Sub Category of the Company	Public Company limited by shares
v)	Address of Registered office and contact details	Savroli Kharpada Road, Village Vashivali, P O Patalganga, Taluka Khalapur, District Raigad Pin code 410220
vi)	Whether shares listed on recognized Stock Exchange(s)	Yes
vii)	Name, Address and contact details of Registrar & Transfer Agent, if any	Link Intime India Private Limited C-101, 247 Park, L.B.S Marg, Vikhroli West, Mumbai 400083 Tel: 022-49186000, Fax: 022 - 49186060

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading in Industrial Chemicals	46691	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SR. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	RAMA CAPITAL AND FISCAL SERVICES PVT. LTD. 51-52, Free Press House, Nariman Point, Mumbai 400021.	U67120MH1993PTC072255	Wholly owned Subsidiary

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2020]				No. of Shares held at the end of the year[As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
a) Individual/ HUF	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
b) Central Govt	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
c) State Govt(s)	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
d) Bodies Corp.	2484890	Nil	2484890	23.73	2497147	Nil	2497147	23.85	0.12
e) Banks / FI	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
f) Any other (Directors & Relatives)	11008	Nil	11008	0.11	11008	Nil	11008	0.11	Nil
Sub-total (A)(1)	2495898	Nil	2495898	23.84	2508155	Nil	2508155	23.96	0.12

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2020]				No. of Shares held at the end of the year[As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
a) NRI-Individuals	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
b) Other-Individuals	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
c) Bodies Corp.	3040000	Nil	3040000	29.04	3040000	Nil	3040000	29.04	Nil
d) Banks/FI	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
e) Any Other (Directors & relatives)	41045	Nil	41045	0.39	41045	Nil	41045	0.39	Nil
Sub-total (A) (2)	3081045	Nil	3081045	29.43	3081045	Nil	3081045	29.43	Nil
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	5576943	Nil	5576943	53.27	5589200	Nil	5589200	53.39	0.12
B. Public Shareholding									
1. Institutions	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
a) Mutual Funds	Nil	7100	7100	0.07	Nil	7100	7100	0.07	Nil
b) Banks / FI	5700	4900	10600	0.10	5700	4900	10600		Nil
c) Central Govt	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
d) State Govt(s)	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
e) Venture Capital Funds	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
f) Insurance Companies	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
g) FIIs	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
h) Foreign Venture Capital Funds	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
i) Others (specify)	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
Sub-total (B)(1)	5700	12000	17700	0.17	5700	12000	17700	0.17	Nil
2. Non-Institutions									
a) Bodies Corp.	102567	40900	143467	1.37	89686	40900	130586	1.25	(0.12)
i) Indian	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
ii) Overseas	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
b) Individuals	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	1869832	1428670	3298502	31.51	1915982	1403986	3319968	31.71	0.17
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1240673	Nil	1240673	11.85	1210984	Nil	1210984	11.57	(0.28)
c) Others (specify)-HUF	64646	NIL	64646	0.63	77281	Nil	77281	0.74	0.11
Non Resident Indians	75645	27000	102645	0.97	74511	27000	101511	0.97	Nil
Overseas Corporate Bodies	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
Foreign Nationals	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2020]				No. of Shares held at the end of the year[As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Clearing Members	24724	Nil	24724	0.24	22070	Nil	22070	0.21	Nil
Trusts	100	Nil	100	0.00	100	Nil	100	0.00	Nil
Foreign Bodies - D R	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
Sub-total (B)(2)	3378187	1496570	4874757	46.56	3390614	1471886	4862500	46.44	(0.12)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3383887	1508570	4892457	46.73	3396314	1483886	4880200	46.61	(0.12)
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	N A	Nil	Nil	Nil	N A	N A
Grand Total (A+B+C)	8960830	1508570	10469400	100	8985514	1483886	10469400	100	Nil

ii) **Shareholding of Promoter :**

SN Shareholder's Name		Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Blue Lagoon Investments Pvt Ltd	1655	0.02	Nil	1655	0.02	Nil	Nil
2	Deonath Singh	10998	0.10	Nil	10998	0.10	Nil	Nil
3	Haresh D. Ramsinghani	10	0.00	Nil	10	0.00	Nil	Nil
4	Silver eagle Inc	3040000	29.05	Nil	3040000	29.05	Nil	Nil
5	Jupiter Corporate Services Pvt Ltd	634330	6.06	Nil	259330	2.48	Nil	(3.58)
6	Libra Mercantile Private Limited	1404401	13.41	12.98	1404401	13.41	12.98	Nil
7	Prarabdha Trading Co. Private Limited	335	0.00	Nil	335	0.00	Nil	Nil
8	Lajwanti D. Ramsinghani	41045	0.39	Nil	Nil	Nil	Nil	(0.39)
9	Rainbow Agri Inds Ltd	136869	1.31	Nil	524126	5.01	Nil	3.70
10	Rama Phosphates Ltd	307100	2.93	Nil	307100	2.93	Nil	Nil
11	Trishul Mercantile Private Limited	200	0.00	Nil	200	0.00	Nil	Nil
12	Pooja D Ramsinghani	Nil	Nil	Nil	41045	0.39	Nil	0.39
	Total	5576943	53.27	12.98	5589200	53.39	12.98	0.12

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN		Shareholding at the Beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	5576943	53.27	5589200	53.39
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/sweat equity etc):	12257 equity shares were acquired by Rainbow Agri Industries Ltd on 26.03.2021			
	At the end of the year	5576943	53.27	5589200	53.39

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	Shareholding		Date of transaction	Increase/ Decrease in share-holding	Reason	Cumulative shareholding during the year (01/04/2020 to 31/03/2021)	
		No. of shares at the beginning (01/04/2020)/ end of the year 31/03/2021	% of total shares of the Company				No. of shares	% of total shares of the company
1	R. F. Dadabhoy	2,10,000	2.01		No Change		2,10,000	2.01
		2,10,000	2.01					
2	Madhavi Arora	1,89,552	1.81		No Change		1,89,552	1.81
		1,89,552	1.81					
3	Arora Satinderjit Singh	1,01,465	0.97		No Change		1,01,465	0.97
		1,01,465	0.97					
4	Mohankumar B. B.	92,295	0.88		No Change		92,295	0.88
		92,295	0.88					
5	Prakash M Bhansali	50,235	0.48	03/04/2020	Decrease	Sale	50,000	0.48
		54,910	0.53	30/06/2020	Increase	Purchase	50,235	0.48
				03/07/2020	Increase	Purchase	50,503	0.48
				10/07/2020	Increase	Purchase	50,613	0.48
				17/07/2020	Increase	Purchase	50,863	0.48
				24/07/2020	Increase	Purchase	50,963	0.48
				31/07/2020	Increase	Purchase	51,388	0.49
				07/08/2020	Increase	Purchase	52,372	0.50
				14/08/2020	Increase	Purchase	52,825	0.50
				21/08/2020	Increase	Purchase	53,009	0.51
				28/08/2020	Increase	Purchase	53,821	0.51
				11/09/2020	Increase	Purchase	53,879	0.51
				18/09/2020	Increase	Purchase	53,885	0.51

Sr. No.	Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)	Shareholding		Date of transaction	Increase/ Decrease in share-holding	Reason	Cumulative shareholding during the year (01/04/2020 to 31/03/2021)	
		No. of shares at the beginning (01/04/2020)/ end of the year 31/03/2021	% of total shares of the Company				No. of shares	% of total shares of the company
				25/09/2020	Increase	Purchase	53,935	0.51
				09/10/2020	Decrease	Sale	52,935	0.51
				04/12/2020	Increase	Purchase	53,021	0.51
				18/12/2020	Increase	Purchase	53,266	0.51
				25/12/2020	Increase	Purchase	53,637	0.51
				31/12/2020	Increase	Purchase	54,036	0.52
				08/01/2021	Decrease	Sale	52,798	0.50
				15/01/2021	Increase	Purchase	53,525	0.51
				22/01/2021	Increase	Purchase	54,195	0.52
				29/01/2021	Increase	Purchase	54,369	0.52
				05/02/2021	Increase	Purchase	54,809	0.52
				12/02/2021	Increase	Purchase	55,799	0.53
				19/02/2021	Increase	Purchase	56,199	0.54
				26/02/2021	Increase	Purchase	56,860	0.54
				12/03/2021	Decrease	Sale	55910	0.53
				26/03/2021	Decrease	Sale	54910	0.52
6	Sheetal Ramsinghani	53,776	0.51		No Change		53,776	0.51
		53,776	0.51					
7	Abdulkarim Husain Khidir	46,069	0.44	03/04/2020	Decrease	Sale	45,969	0.44
		45,969	0.44					
8	Rajendra Sagarmal Jain	40,810	0.39		No Change		40,810	0.39
		40,810	0.39					
9	Ganesh Puri Goswami	32,469	0.31		No Change		32,469	0.31
		32,469	0.31					
10	K. Mohan	56,380	0.54	08/01/2021	Decrease	Sale	29,180	0.28
		29,180	0.28					

v) Shareholding of Directors and Key Managerial Personnel :

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares at the beginning (01-04-2020)/ end of the year (31-03-2021)	% of total shares of the company				No. of shares	% of total shares of the company
1.	D.N. Singh - Director	10998	0.10	N A	No Change	N A	10998	0.10
		10998	0.10	N A				
2.	H. D. Ramsinghani	10	0.00	N A	No Change	N A	10	0.00
		10	0.00	N A				
3.	R.G. Kulkarni - Director	2	0.00	N.A.	No Change	N A	2	0.00
		2	0.00	N.A.				
4	Mr P K Banerjee	2	0.00	N.A.	No Change	N A	2	0.00
		2	0.00	N.A.				
5.	R.D. Jog	2061	0.02	N.A.	No Change	N A	2061	0.02
		2061	0.02	N.A.				

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rupees in Lakh)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2020)				
i) Principal Amount	10.00	2066.50	Nil	2076.50
ii) Interest due but not paid	1.31	Nil	Nil	1.31
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	11.31	2066.50	Nil	2077.81
Change in Indebtedness during the financial year				
Addition	115.00	291.00	Nil	406.00
Reduction	11.31	564.00	Nil	575.31
Net Change	103.69	(273.00)	Nil	(169.31)
Indebtedness at the end of the financial year (31.03.2021)				
i) Principal Amount	115.00	1793.50	Nil	1908.50
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	0.17	Nil	Nil	0.17
Total (i+ii+iii)	115.17	1793.50	Nil	1908.67

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and / or Manager :

SN.	Particulars of Remuneration	Name of MD/ WTD/ Manager	Total Amount (Rupees)
		MD	
		H.D. Ramsinghani	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	36,00,000	36,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil
5	Others, please specify	Nil	Nil
	Total (A)	36,00,000	36,00,000
	Ceiling as per the Act	N A	N A

B. Remuneration to other directors

Sr. No.	Particulars of Remuneration	Name of Directors						Total Amount (Rupees)
		H.D. Ramsinghani	R.G. Kulkarni	N.H. Ramsinghani	D.N. Singh	B.L. Khanna	P.K. Banerjee	
1	Independent Directors							
	Fee for attending board/ committee meetings	Nil	22,000	Nil	4,000	20,000	6,000	52,000
	Commission	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total (1)	Nil	22,000	Nil	4,000	20,000	6,000	52,000
2	Other Non-Executive Directors							
	Fee for attending board committee meetings	Nil	Nil	10,000	Nil	Nil	Nil	10,000
	Commission	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	10,000	Nil	Nil	Nil	10,000
	Total Managerial Remuneration Total (B)=(1+2)	Nil	22,000	10,000	4,000	20,000	6,000	62,000

B. Remuneration to Key Managerial Personnel other than MD/MANAGER/WT

SN	Particulars of Remuneration	Key Managerial Personnel		
		CS	CFO	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	595200	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	64800	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total	660000	Nil	Nil

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board

H. D. RAMSINGHANI
CHAIRMAN AND MANAGING DIRECTOR
DIN : 00035416

Place : Mumbai
Date : August 12, 2021

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Corporate Governance

As required by the Listing Regulations, the Company has implemented the Code of Corporate Governance and it is committed to the philosophy of good Corporate Governance in letter and in spirit.

2. Board of Directors

- a. As on the date of this Report, the Board consists of Six Directors (One Executive Director and Five Non-executive Directors out of whom one is a Woman Director and three are Independent Directors)
- b. The attendance at Board Meetings and last Annual General Meeting of each of the Directors during the financial year was as under :

Name of Director	Category Executive, Non-executive/ Independent	Attendance at		Membership of other Board (excluding alternate Directorships and Private Companies)	Membership/ Chairmanship of other Board Committees		Directorship in other listed entity (Category of Directorship)	Share-holding (No. of Shares)
		Board Meeting	Last Annual General Meeting		Chairman	Member		
Mr. Haresh. D. Ramsinghani (Managing Director)	Promoter Executive	Four	Yes	Four	Nil	Six	Rainbow Denim Limited- Promoter Non Executive Rama Phosphates Limited- Promoter Executive	10
Mr. Deonath Singh	Non Executive Non -Independent	Two	Yes	Four	Three	One	Rainbow Denim Limited - Non Executive Independent Rama Phosphates Limited- Non Executive Independent	10998
Mr. Ramrao G. Kulkarni	Non Executive - Independent	Four	Yes	Four	One	One	Rainbow Denim Limited- Non Executive Independent	2
Mrs. Nilanjana H. Ramsinghani	Promoter Non - Executive	Four	Yes	One	Nil	One	Rama Phosphates Limited – Promoter Non Executive	Nil
Mr. Brij Lal Khanna	Non - Executive Independent	Four	Yes	Three	Two	One	Rainbow Denim Limited – Non Executive Independent Rama Phosphates Limited Limited – Non Executive Independent	Nil
Mr P K Banerjee	Non - Executive Independent	Two	Yes	Nil	Nil	Nil	Nil	2

- i) Except for Mr Haresh D. Ramsinghani and Mrs. Nilanjana H. Ramsinghani, none of the other Directors are related to each other.
 - ii) All Public Limited Companies, whether listed or not, have been considered in the above table.
 - iii) Only the membership/chairmanship of Audit Committee and Stakeholder committees has been considered in the above table.
- c. The Company has adopted a practice of sending the Agenda papers to all the Directors in electronic form which are mailed to the Directors well in advance of the Board/Committee meeting. During the year four Board Meetings were held on the following dates :
June 30, 2020, August 14, 2020, November 7, 2020 and February 11, 2021

- d. During the year one meeting of the Independent Directors was held on February 11, 2021.
- e. The Compliance Reports of all applicable laws, filings made by the Company with the BSE and the financials and minutes of the Subsidiary company are placed before the Board at each meeting. Detailed notes are circulated to all the Directors well in advance on all matters listed in the Agenda for each Board and committee meeting.

The Board comprises highly qualified members who possess required skills, expertise and competence that allow them to make effective contribution to the Board and its Committees. The skills / expertise / competencies which have been identified for the effective functioning of the Company are Leadership, Operational experience, Sector/Industry Knowledge & Experience, Technology, Financial and Regulatory & Risk Management. The current Board of Directors of the Company possesses all the identified skills and competencies:

3. Governance Codes

The Company has formulated a Code of Conduct for the members of the Board of Directors and Senior Management personnel of the company. The declaration by the Chairman regarding compliance by the members of the Board and the Senior Management personnel with the said code of conduct is annexed hereto.

As required by SEBI (LODR) Regulations, 2015 and the various provisions of the Companies Act, 2013, the Company has also formulated the Risk Management Policy, Whistle Blower Policy, Policy on Related Party Transactions, Nomination and Remuneration Policy, Policy on Material subsidiaries and the Code of practices and procedures for fair disclosure of unpublished price sensitive information and the code of conduct to regulate, monitor and report trading by employees and other connected persons. The details of the policies are available on the website of the Company www.ramapetrochemicals.com

4. Committees of the Board

(a) Audit Committee

Role of the Audit Committee and its terms of reference inter alia include reviewing the financial statements, overseeing the Company's financial reporting process and reviewing and examining the quarterly and annual financial statements, Management Discussion and Analysis of financial statements, recommending the appointment and remuneration of Statutory and Internal Auditors, reviewing Audit Reports, related party transactions and inter corporate loans and investments.

The Committee presently comprises of Mr. R. G. Kulkarni - Chairman, Mr. H. D. Ramsinghani and Mr. B.L. Khanna.

Four meetings of the Audit Committee were held during the year on June 30, 2020, August 14, 2020, November 7, 2020 and February 11, 2021. The attendance at the Audit Committee meetings of each of the Directors is as under:

Name of the Director	Attendance at Audit Committee meetings
Mr. R. G. Kulkarni	Four
Mr. H. D. Ramsinghani	Four
Mr. B.L. Khanna	Four

(b) Share Transfer Committee

The Board has delegated the power of share transfers to a Committee of Directors comprising of Mr. R. G. Kulkarni - Chairman, Mrs. N. H. Ramsinghani and Mr. D.N. Singh as also to the Registrars and Transfer Agent of the Company who attend to the Share Transfer formalities, transmission of shares, issue of duplicate certificates, issue of certificates on split/consolidation/renewal and demat/remat of Share certificates etc.

No investor complaint is pending for a period exceeding one month.

(c) Nomination & Remuneration Committee

The Nomination & Remuneration Committee formulates criterion for determining qualifications, independence and other attributes of the Directors and based thereon identifies persons qualified to be Directors. The Committee also carries out evaluation of the Directors and formulates the policy on the remuneration of Directors and KMP and determines the managerial remuneration and other employment conditions of the Managing/ Whole Time Directors and Senior Management personnel (one level below the Board) based on the policy and makes recommendations to the Board of Directors. The details about the Remuneration Policy of the Company are available on the website of the Company www.ramapetrochemicals.com.

The Committee presently comprises of Mr. R. G. Kulkarni - Chairman, Mr. H. D. Ramsinghani and Mr. B. L. Khanna.

During the year one meeting of the Nomination & Remuneration Committee were held on August 14, 2020.

(d) Stakeholders Relationship Committee

The Stakeholders Relationship Committee specifically looks into the redressing of Shareholder's and Investor's complaints relating to Share transfers, non receipt of Balance Sheet and demat/remat of Share Certificates etc. In terms of SEBI (LODR) Regulations, 2015, the Company has appointed Mr. R.D. Jog as the Company Secretary & Compliance Officer and the investors are requested to register their complaints, if any, on the exclusive email ID : rdjog@ramagroup.co.in. One meeting of the Stakeholders Relationship Committee was held during the year on February 11, 2021.

The committee presently comprises of Mr. R. G. Kulkarni – Chairman, Mrs. N. H. Ramsinghani and Mr. D. N. Singh.

A summary of complaints received and resolved by the Company during the year under review is given below:

	Received	Resolved
Non – Receipt of Share Certificates duly transferred	Nil	N A
Non – Receipt of Rejected DRF	1	1
Non Receipt of Exchange Certificate	Nil	N A
Dematerialization of Shares	Nil	N A
TOTAL	1	1
No. of complaints pending	Nil	

5. Remuneration of Directors:

(a) Managing Director:

The Managing Director Mr Haresh D Ramsinghani was paid a remuneration of Rs 36.00 Lakh during the year under review comprising of salary and perquisites. Mr H D Ramsinghani was appointed as the Managing Director of the Company on 05/11/2018 for a period of three years.

(b) Non – Executive Directors:

The Non-Executive Directors are not paid any remuneration except sitting fees for attending meetings of the Board or committees thereof. Details of Sitting Fees paid to the Non-Executive Directors are as follows:

Name of the Director	Sitting Fees (Rupees)
Mr. Deonath Singh	4,000/-
Mr. Ramrao G. Kulkarni	22,000/-
Mrs. Nilanjana H. Ramsinghani	10,000/-
Mr. Brij Lal Khanna	20,000/-
Mr. P K Banerjee	6,000/-
TOTAL	62,000/-

6. General Body Meetings :

Financial Year	Date	Time	Location
2017-2018	25/09/2018	10.00 A.M.	Babasaheb Dahanukar Hall, Fort, Mumbai 400001
2018-2019	30/09/2019	10.00 A.M.	Babasaheb Dahanukar Hall, Fort, Mumbai 400001
2019-2020	29/09/2020	3.00 P.M.	As the meeting was held through VC/OAVM, the demed location was Savroli Kharpada Road, Village Vashivali, Patalganga

7. Postal Ballot

During the year under review no resolutions were passed through the Postal Ballot process.

The details of Special Resolutions passed in the previous Three Annual General Meetings are as under:

Date	Particulars
25/09/2018	Resolution pursuant to Section 180(1)(a) of Companies Act, 2013 for sale of surplus land. Resolution pursuant to Section 180(1)(a) of Companies Act, 2013 for creation of security for loans Resolution pursuant to Section 180(1)(a) and Section 188 of Companies Act, 2013 for creation of security for loans. Resolution for shifting the Registered Office of the Company Resolution pursuant to Section 180(1)(a) and Section 188 of Companies Act, 2013 for sale of Flats and Guest House. Resolution for sale of investments Resolution pursuant to Section 180(1)(a) and Section 188 of Companies Act, 2013 for sale of surplus land to related parties
30/09/2019	Appointment of Mr. B.L Khanna (DIN 00841927) as an Independent Director of the Company. Appointment of Mr. R.G. Kulkarni (DIN 03028670) as an Independent Director of the Company. Appointment of Mr. H. D. Ramsinghani (DIN 00035416) as the Managing Director of the Company for a period of three years w.e.f. November 5, 2018.
29/09/2020	Appointment of Mr. P K Banerjee (DIN 06757803) as an Independent Director of the Company. Approval of resolution under section 180 (1) (a) of the companies act, 2013

8. Means of communication:

- The Company has not made any presentation to the institutional investors or analysts.
- The unaudited quarterly results are announced within forty five days from the close of the quarter and the Audited results are announced within sixty days from the close of the financial year. The financial results

are immediately sent to the Stock Exchanges and published in an English language newspaper and a local language newspaper and also uploaded on the website of the Company.

9. General Shareholder Information :

Financial Year	: 31 st March, 2021
Annual General Meeting	: September 24, 2021 at 3.00 p.m. through two way Video conferencing/OAVM. The deemed venue of the Meeting will be at Savroli Kharpada Road, Village Vashivali, P.O. Patalganga, Taluka Khalapur, Dist. Raigad 410220
Dates of Book Closure	: September 17, 2021 to September 24, 2021 (both days inclusive)
Dividend payment date	: Not Applicable
Listing on Stock Exchange	: Bombay Stock Exchange Ltd.
Stock Code	: 500358
ISIN	: INE 783A01013

The Company has paid listing fees to the Bombay Stock Exchange for the period up to March 31, 2022.

10. Market Price Data (High / Low in Rupees during each month):

<u>Month</u>	<u>High</u>	<u>Low</u>
April 2020	6.52	6.52
May 2020	6.52	5.90
June 2020	5.61	4.75
July 2020	4.98	2.67
August 2020	3.39	2.57
September 2020	3.96	2.65
October 2020	4.25	3.76
November 2020	3.87	3.07
December 2020	4.03	2.72
January 2021	4.23	2.41
February 2021	3.67	2.15
March 2021	4.06	3.53

As the equity shares are not frequently traded on the Bombay Stock Exchange, the stock performance viz a viz the Index has not been given.

11. Registrars & Transfer Agent

Link Intime India Private Limited

C - 101, 247 Park, L. B. S Marg,

Vikhroli (West), Mumbai 400083

Tel: 49186000; Fax : 49186060;

Email: rnt.helpdesk@linkintime.co.in

Website: www.linkintime.com

12. Share Transfer System

The Share Transfers which are received in the Physical Form are processed well within prescribed statutory period from time to time, subject to the documents being valid and complete. The Transfers etc. approved by the Share Transfer Committee are also noted at every meeting of the Board of Directors.

13. Distribution of Equity Shareholding as of March 31, 2021:

Number of Equity Share Holdings	Number of Shareholders	Percentage of Shareholders	Number of Shares	Percentage of Shareholding
1 – 500	13661	93.64	2113577	20.19
501 – 1000	527	3.61	440746	4.21
1001 – 2000	194	1.33	298329	2.85
2001 – 3000	58	0.40	145490	1.39
3001 – 4000	34	0.23	119828	1.14
4001 – 5000	22	0.15	106558	1.02
5001 – 10000	45	0.31	299658	2.86
10001 & above	48	0.33	6945214	66.34
Total	14589	100.00	10469400	100.00

14. Shareholders' Profile as on March 31, 2021 :

Category of Shareholders	No. of Shares held	% to Total Capital
Promoters	55,89,200	53.39
Foreign Collaborators	-	-
Trusts/HUF	77,381	0.74
Financial Institutions / Banks	10,600	0.10
Foreign Institutional Investors	-	-
Mutual Funds	7,100	0.06
Domestic Companies	1,52,656	1.46
Non - Domestic Companies	-	-
Non - Resident Indians	1,01,511	0.97
General Public	45,30,952	43.28
Total	1,04,69,400	100.000

15. Dematerialization of shares as on March 31, 2021:

85.83% of the Company's total equity share capital representing 8985514 shares are held in dematerialized form.

There were no shares lying in the share suspense account as on March 31, 2021.

16. Plant Location:

Village Vashivali, Savroli Kharpada Road, Patalganga, Dist. Raigad, Maharashtra

17. Address for Correspondence:

Shareholders should address all correspondence to the Company at its Corporate Office at 51/52, Free Press House, Nariman Point, Mumbai 400 021 or to the Registrars and Transfer Agent - Link Intime India Private Limited at C 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai 400 083.

18. Appointment / Reappointment of Directors:

Mr .D N Singh is proposed to be reappointed at the forthcoming Annual General Meeting and Mr H D Ramsinghani is proposed to be re-appointed as the Managing Director of the Company. The information about Directors proposed to be appointed/re-appointed is given along with the Notice convening the 35th Annual General Meeting.

19. Disclosures

- a) The Company is in compliance with all mandatory requirements of the Listing Regulations.
- b) All transactions entered in to with Related Parties, as defined under the Companies Act, 2013 and the Listing Regulations, during the financial year were in the ordinary course of business and on arms length basis.
- c) There were no transactions of material nature with the Directors or the Key Managerial Personnel or their relatives during the financial year which could have potential conflict with the interests of the Company at large. Transactions with related parties are disclosed elsewhere in the Annual Report. None of these transactions have potential conflict with interest of the Company at large.
- d) No penalties or strictures have been imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority on any matter related to the capital markets during the last three years.
- e) The Company has formulated a Whistle Blower Policy under which all personnel have access to the Audit Committee and no personnel has been denied access to the audit Committee during the year under review.
- f) The Company has in place a comprehensive Code of Conduct to Regulate, Monitor and Report trading by insiders for its Directors and senior Management Personnel.
- g) The Company has adopted the Revised Policy for determining material subsidiaries and Revised Code for practices and procedures for Fair Disclosure of Unpublished Price Sensitive Information.
- h) In the preparation of the financial statements, the Company has followed applicable Accounting Standards and the significant Accounting policies which are consistently applied are set out in the Notes to the financial statements.
- i) Adoption of non-mandatory provisions of the Listing Regulations is reviewed by the Board from time to time.
- j) For total fees paid by the Company to the Statutory Auditors during the year under review, kindly refer the Notes forming part of the Accounts.
- k) The Company has obtained a Certificate dated August 12, 2021 from Jignesh Pandya and company (Membership No. A7346/ CP No. 7318) certifying that none of the Directors on the Board of the company have been disqualified from being appointed or continuing as a Director of the Company.
- l) The Independent Directors have confirmed that they meet the criteria of independence u/s 149(6) of the Act and regulations 16(1)(b) and 25(8) of the Listing Regulations.
- m) The Company has proper systems to enable the Board of Directors to periodically review the compliance reports of all laws applicable to the Company.
- n) During the year 2020-2021, information as mentioned in Schedule II Part A of the SEBI Listing Regulations has been placed before the Board for its consideration.
- o) No complaints were filed by any employee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the year under review.

For and on behalf of the Board

H. D. RAMSINGHANI
CHARMAN AND MANAGING DIRECTOR
DIN 00035416

Place : Mumbai
Dated : August 12, 2021

DECLARATION REGARDING COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT

The Company has framed a specific Code of Conduct for the members of the Board of Directors and the Senior Management Personnel of the Company.

As required under Regulation 26(3) of SEBI (LODR) Regulations, 2015 the members of the Board of Directors and the Senior Management Personnel have affirmed compliance with the said Code for the year ended March 31, 2021.

For and on behalf of the Board

Place : Mumbai

Dated : August 12, 2021

H. D. RAMSINGHANI
CHARMAN AND MANAGING DIRECTOR
DIN 00035416

AUDITORS CERTIFICATE

Independent Auditor's Certificate on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Members of

RAMA PETROCHEMICALS LIMITED

1. The Corporate Governance Report prepared by **Rama Petrochemicals Limited** ("the Company"), contains details as stipulated in Regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended March 31, 2021. This certificate is required by the Company for annual submission to the Stock exchange and to be sent to the shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Our responsibility is to provide a reasonable assurance that the Company has complied with the conditions of Corporate Governance, as stipulated in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC 1), Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditors' judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include, but not limited to, verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2021, referred to in paragraph 1 above.

Other matters and Restriction on Use

9. This Certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
10. This Certificate is addressed to and provided to the Members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

For Khandelwal & Mehta LLP

Chartered Accountants

Firm's Regn. No. W100084

Sunil Khandelwal

(Partner)

Membership No. 101388

Mumbai.

Dated: 12th August, 2021

UDIN : 21101388AAAACU4672

MANAGING DIRECTOR AND CFO CERTIFICATION

To The Board of Directors,

Rama Petrochemicals Limited

I hereby certify that on the basis of the review of the financial statements and the cash flow statement for the financial year ended 31st March, 2021 and to the best of my knowledge and belief :

1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and
2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

I hereby certify that, to the best of my knowledge and belief, no transactions entered into during the year by the Company are fraudulent, illegal or violative of the Company's Code of Conduct. I accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems pertaining to financial reporting and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I was aware and the steps taken or proposed to be taken to rectify these deficiencies.

I have indicated to the Auditors and the Audit Committee

1. significant changes, if any, in internal control over financial reporting during the year;
2. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
3. instances, if any, of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the internal control system over financial reporting.

Place : Mumbai

Date : June 28, 2021

H. D. RAMSINGHANI
MANAGING DIRECTOR
DIN 00035416

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Rama Petrochemicals Limited
Report on the Standalone Financial Statements

Opinion

We have audited the Standalone Financial Statements of **Rama Petrochemicals Limited** ("the Company"), which comprise of the Balance Sheet as at 31st March 2021, and the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2021;
- (b) in the case of the Statement of Profit and Loss, of the Loss for the year ended on that date;
- (c) in the case of the Statement of Changes in Equity, of the changes in equity for the year ended on that date; and
- (d) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

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

Emphasis of Matter

We draw attention to Note 29 regarding the Company's Financial Statements having been prepared using the going concern basis of accounting. Management is responsible for assessing the Company's ability to continue as a going concern. The Balance Sheet and Cash Flow Statement, indicate that as on March 31, 2021, the Company's Current Liabilities are more than double of its Current Assets; and Company has incurred net Operating Loss of ₹ 24,42,746/- during the year ended March 31, 2021.

Our opinion is not modified in respect of this matter.

Key Audit Matters

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

S.N.	Key Audit Matters	Auditor's Response
1.	Ability to continue as a going concern	The Company has discontinued its Manufacturing operations and is now resorting to Trading activity. Refer para on Emphasis of Matter of the report above.

Information Other than the Standalone Financial Statements and Auditor's Report thereon

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

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

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

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015.
- e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the 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 Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in Note 28 of the standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no dues which were required to be transferred to Investor Education and Protection Fund by the company.

For Khandelwal & Mehta LLP
Chartered Accountants
Firm Regn. No. W100084

Sunil Khandelwal
(Partner)

Place : Mumbai
Date : 28th June, 2021

M. No. : 101388
UDIN : 21101388AAAACH4584

Annexure A to Independent Auditors' Report

The Annexure referred to in our report to the members of **Rama Petrochemicals Limited** ('the Company') for the year Ended on 31st March, 2021.

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Management of the Company has physically verified the fixed assets in accordance with its policy of physical verification at reasonable intervals. The discrepancies, if any noticed during such verification have been suitably adjusted in the books of account. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii) a) According to the information and explanations given to us, the management has conducted physical verification of the inventories at reasonable intervals.
- b) In our opinion and according to the information and explanations given to us, the procedures followed by the management for physical verification of inventory are reasonable and adequate in relation to the size of the Company and the nature of the business.
- c) No material discrepancies have been noticed on physical verification of the stocks as compared to book records in so far as it appears from our examination of the books.
- iii) According to the information and explanations given to us and on the basis of our examination of books of account, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provision of clauses 3(iii)(a), (b) and (c) of the said Order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made and guarantee and security provided.
- v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public.
- vi) According to the information and explanation given to us, the government has prescribed maintenance of cost records pursuant to Companies (Cost Accounting Records) Rules, 2011 prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act. Since, there is no turnover of manufacturing goods in the preceding financial year, the same is not applicable.
- vii) a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employee's State Insurance, Sales Tax, Income Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at 31st March, 2021 for a period of more than six months from the date it became payable except:

Name of the statute	Nature of the dues	Amount Rupees	Period to which the amount relates	Due Date
The Customs Act, 1962	Custom Duty on import of Catalyst	59,32,740/-	1998-1999	21.02.1998
Sales Tax Act,	Deferral Sales Tax Liability	31,03,44,140/-	1988-1997	30.04.2014

- b) According to the information and explanations given to us and the records of the Company examined by us there are no dues of Income Tax, Service Tax, Sales Tax, Excise Duty, Custom Duty or Value Added Tax, Goods and Service Tax which have not been deposited on account of any dispute
- viii) On the basis of our examination of the books and according to the information and explanations given to us, there are no borrowings from financial institutions, banks or debenture holders.
- ix) To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not raise any money by way of initial public offer or further public offer (including debt instruments). Term loans raised during the year is applied for the purpose for which it is obtained.
- x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards
- xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For Khandelwal & Mehta LLP
Chartered Accountants
Firm Regn. No. W100084

Sunil Khandelwal
(Partner)

Place : Mumbai
Date : 28th June, 2021

M. No. : 101388
UDIN : 21101388AAAACH4584

ANNEXURE – ‘B’ TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF RAMA PETROCHEMICALS LIMITED**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)**

We have audited the internal financial controls over financial reporting of **Rama Petrochemicals Limited** (‘the Company’) as of 31st March, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The 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

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 Institute of Chartered Accountants of India 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Khandelwal & Mehta LLP

Chartered Accountants

Firm Regn. No. W100084

Sunil Khandelwal

(Partner)

M. No. : 101388

UDIN : 21101388AAAACH4584

Place : Mumbai

Date : 28th June, 2021

BALANCE SHEET AS AT MARCH 31, 2021

(Amount in ₹)

Particulars	Notes	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-Current Assets			
Property, plant and equipments	2	36,24,755	66,20,615
Capital Work in progress		-	95,75,530
Financial Assets:			
Investments	3	-	-
Other financial assets	4	56,13,246	56,13,246
Total Non-Current Assets		92,38,001	2,18,09,391
Current Assets			
Inventories	5	-	1,80,93,447
Financial Assets:			
Trade receivables	6	21,36,019	4,08,105
Cash and cash equivalents	7	7,98,181	24,18,047
Loans	8	2,05,056	2,06,492
Other financial assets	9	38,78,513	22,65,868
Current tax assets (Net)		6,601	24,758
Other current assets	10	45,33,281	74,97,332
Total Current Assets		1,15,57,651	3,09,14,049
TOTAL ASSETS		2,07,95,652	5,27,23,440
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	10,46,94,000	10,46,94,000
Other equity	12	(63,18,66,003)	(61,40,52,614)
Total Equity		(52,71,72,003)	(50,93,58,614)
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	13	19,08,50,000	20,76,50,000
Other financial liabilities	14	31,03,44,140	31,03,44,140
Provisions	15	6,30,267	5,72,569
Total Non-Current Liabilities		50,18,24,407	51,85,66,709
Current Liabilities			
Financial Liabilities :			
Trade payables	16	18,56,776	14,76,593
Other financial liabilities	17	3,79,65,754	3,48,09,607
Other current liabilities	18	62,97,581	66,64,326
Provisions	19	23,137	5,64,819
Total Current Liabilities		4,61,43,248	4,35,15,345
Total Liabilities		54,79,67,655	56,20,82,054
TOTAL EQUITY AND LIABILITIES		2,07,95,652	5,27,23,440
Significant accounting policies	1		
The accompanying notes 1 to 36 are an integral part of the Financial Statements			

As per our report of even date attached

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S. L. Khandelwal

Partner

M No. 101388

Place : Mumbai

Date : June 28, 2021

For and on behalf of the Board of Directors

D. N. Singh

Director

DIN : 00021741

Place : Mumbai

Date : June 28, 2021

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

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

(Amount in ₹)

Particulars	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
REVENUE			
Revenue from operations	20	40,24,885	37,16,244
Other income	21	3,33,974	76,35,736
TOTAL REVENUE		43,58,859	1,13,51,980
EXPENSES			
Purchase of Stock in Trade	22	25,30,190	36,00,111
Employee benefits expense	23	95,93,396	1,12,64,786
Finance costs	24	16,57,939	18,20,025
Depreciation	2	2,305	1,89,082
Other expenses	25	79,96,919	2,36,09,962
TOTAL EXPENSES		2,17,80,749	4,04,83,966
Profit / (Loss) before exceptional item and tax		(1,74,21,890)	(2,91,31,986)
Exceptional Items		-	7,15,00,000
Profit / (Loss) before tax		(1,74,21,890)	4,23,68,014
Tax Expense		-	-
Profit / (Loss) for the year from Continued Operations		(1,74,21,890)	4,23,68,014
Profit/(loss) from discontinued operations	26	(3,65,713)	-
Tax expenses of discontinued operations		-	-
Profit/(loss) from Discontinued operations (after tax)		(3,65,713)	-
Profit/(loss) for the period		(1,77,87,603)	4,23,68,014
Other Comprehensive Income / (Expenses)			
Items that will not be reclassified to profit or loss			
Re-measurement gains / (losses) on defined benefit obligations		(25,786)	(1,66,702)
Total Other Comprehensive Income/(Expenses)		(25,786)	(1,66,702)
Total Comprehensive Income / (Expenses) for the year		(1,78,13,389)	4,22,01,312
Earnings per equity shares (Face Value of ₹ 10/- each)	27		
Basic		(1.70)	4.03
Diluted		(1.70)	4.03
Significant accounting policies	1		

The accompanying notes 1 to 36 are an integral part of the Financial Statements

As per our report of even date attached
For Khandelwal & Mehta LLP
Chartered Accountants
(Firm Registration No. W100084)

For and on behalf of the Board of Directors

S. L. Khandelwal
Partner
M No. 101388

D. N. Singh
Director
DIN : 00021741

H.D. Ramsinghani
Managing Director & CFO
DIN : 00035416

R. D. Jog
Company Secretary

Place : Mumbai
Date : June 28, 2021

Place : Mumbai
Date : June 28, 2021

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit / (Loss) before tax	(1,74,21,890)	4,23,68,014
Adjustments for :		
Depreciation on property, plant and equipment	2,305	1,89,082
Finance Cost	16,57,939	18,20,025
Actuarial Gain/(Loss) on Defined Benefit Plan	(25,786)	(1,66,702)
Dividend income	(6,000)	(750)
Interest income	(1,49,128)	(2,48,582)
(Profit) on sale of fixed assets	(1,91,24,220)	-
Loss on sale of fixed assets - CWIP	-	1,00,19,841
Exceptional Item	-	(7,15,00,000)
	<u>(1,76,44,890)</u>	<u>(5,98,87,086)</u>
Operating (Loss) / Profit before working capital changes	(3,50,66,780)	(1,75,19,072)
Adjustment for changes in working capital (Increase) / Decrease in:		
Inventories	1,80,93,447	-
Capital WIP- Transferred to Current Asset	95,75,530	-
Trade receivables	(17,27,914)	(4,08,105)
Other financial assets -Current	11,94,616	(4,18,885)
Other Current Assets	27,92,151	11,90,730
Provisions - Non Current	57,698	2,77,941
Trade payables	3,80,184	(12,13,910)
Other Current financial liabilities	31,56,147	(19,88,537)
Other Current liabilities	(3,66,746)	2,36,130
Provisions - Current	(5,41,682)	(53,773)
	<u>3,26,13,431</u>	<u>(23,78,409)</u>
Cash generated from Operations	(24,53,349)	(1,98,97,481)
Direct taxes paid	1,90,057	(24,758)
Net Cash generated from Operating activities before exceptional items	<u>(22,63,292)</u>	<u>(1,99,22,239)</u>
Exceptional item	-	7,15,00,000
Net Cash generated from / (used in) Operating activities of Continued operations	(22,63,292)	5,15,77,761
Net Cash generated from / (used in) Operating activities of Discontinued operations	(3,65,713)	-
Depreciation included in Loss from Discontinued operations	1,86,259	-
	<u>(1,79,454)</u>	<u>-</u>
Net Cash generated from / (used in) Operating activities	(24,42,746)	5,15,77,761
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Sale of fixed assets	1,91,24,255	45,25,000
Dividend received	6,000	750
Interest received	1,49,128	2,48,582
Loans	1,436	5,000
Net Cash generated from / (used in) Investing activities	<u>1,92,80,819</u>	<u>47,79,332</u>
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from/(repayment) of borrowings (net)	(1,68,00,000)	(5,31,00,000)
Finance Cost	(16,57,939)	(18,20,025)
Net Cash used in Financing activities	<u>(1,84,57,939)</u>	<u>(5,49,20,025)</u>
NET DECREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(16,19,866)	14,37,068
Cash and Cash Equivalents - at the start of the year	24,18,047	9,80,979
Cash and Cash Equivalents - at the end of the year	7,98,181	24,18,047
Note : The above statement of Cash Flows has been prepared under the " Indirect Method" as set out in IND AS 7, 'Statement of Cash Flows'		

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S. L. Khandelwal

Partner

M No. 101388

Place : Mumbai

Date : June 28, 2021

D. N. Singh

Director

DIN : 00021741

Place : Mumbai

Date : June 28, 2021

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

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

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
A Equity Share Capital		
Balance at the beginning of the year	10,46,94,000	10,46,94,000
Changes in equity share capital during the year	-	-
Balance at the end of the year	10,46,94,000	10,46,94,000

(Amount in ₹)

B Other Equity	Reserve and Surplus			Total Other Equity
	Capital Reserve	Retained Earnings	FVTOCI (Others)	
Balance as at 1st April 2019	60,30,000	(66,23,38,767)	54,841	(656,253,926)
Profit / (Loss) for the year	-	4,23,68,014	-	42,368,014
Other comprehensive income/(expenses)	-		(1,66,702)	(166,702)
Balance as at 31st March 2020	60,30,000	(61,99,70,753)	(1,11,861)	(614,052,614)
Profit / (Loss) for the year	-	(1,77,87,603)	-	(17,787,603)
Other comprehensive income/(expenses)	-	-	(25,786)	(25,786)
Balance as at 31st March 2021	60,30,000	(63,77,58,356)	(1,37,647)	(631,866,003)

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S. L. Khandelwal

Partner

M No. 101388

D. N. Singh

Director

DIN : 00021741

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

Place : Mumbai

Date : June 28, 2021

Place : Mumbai

Date : June 28, 2021

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**NOTE 1****A. Corporate Information**

Rama Petrochemicals Limited ("the Company") is a public limited company, incorporated and domiciled in India having its registered office at Savroli Kharpada Road, Village Vashivalli, Tal. Khalapur Dist. Raigarh – 410220, Maharashtra, India. The equity shares of the Company are listed on BSE Limited. The Company has discontinued its Methanol manufacturing business and taken up trading activities as major business operation.

B. Significant Accounting Policies**1. Basis of Preparation**

The 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") [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities, which are measured at fair value.

Use of Estimates and Judgements

The preparation of the Company's financial statements requires management to make informed judgements, reasonable assumptions and estimates that affect the amounts reported in the financial statements and notes thereto. Uncertainty about these could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the future periods. These assumptions and estimates are reviewed periodically based on the most recently available information. Revisions to accounting estimates are recognized prospectively in the Statement of Profit & Loss in the period in which the estimates are revised and in any future periods affected.

In the assessment of the Company, the most significant effects of use of judgments and/or estimates on the amounts recognized in the financial statements relate to the following areas:

- Financial instruments;
- Useful lives of property, plant & equipment;
- Valuation of inventories;
- Measurement of recoverable amounts of assets / cash-generating units;
- Assets and obligations relating to employee benefits;
- Provisions and Contingencies.

2. Revenue Recognition :

- a. Revenue is recognized when the substantial risks and rewards of ownership is transferred to the buyer on dispatch of goods.
- b. Interest income is recognized on time proportionate basis.
- c. Dividend income from investments is recognized when the right to receive the dividend is established.
- d. Claims and damages are accounted as and when they are finalized.

3. Property, Plant and Equipment :**Recognition and measurement**

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment, if any. The cost of property, plant and equipment includes purchase price, including freight, duties, taxes

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

and expenses incidental to acquisition and installation. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Property, plant and equipment are derecognized from financial statements, either on disposal or when no economic benefits are expected from its use or disposal. The gain or losses arising from disposal of property, plant and equipment are recognized in the Statement of Profit and Loss in the year of occurrence.

Subsequent expenditures

Subsequent expenditures related to an item of property, plant and equipment are added to its carrying value only when it is probable that the future economic benefits from the asset will flow to the Company and cost can be reliably measured. All other repair and maintenance costs are recognized in the Statement of Profit and Loss during the year in which they are incurred.

4. Depreciation :

- a. Depreciation on Fixed Assets is provided on straight line method based on the useful lives of the assets as prescribed in Schedule II of the Companies Act, 2013.
- b. Depreciation on addition / deletion is provided pro-rata basis with reference to the date of addition / deletion as the case may be.
- c. Individual assets acquired for less than ₹5,000/- are depreciated fully in the year of acquisition.
- d. The details of estimated life for each category of assets are as under :
 - i) Buildings – 5 to 60 years
 - ii) Plant and Machinery – 15 to 20 years
 - iii) Furniture and Fixture – 10 years
 - iv) Office Equipments – 5 years
 - v) Vehicles – 8 years
 - vi) Free hold land is not depreciated.
 - vii) Lease hold land is amortised over the life of the lease.

5. Cash Flow Statements :

Cash flow statement is prepared in accordance with the indirect method prescribed under IND AS - 7 “Cash Flow Statements” issued by the Institute of Chartered Accountants of India.

6. Foreign Currency Transactions :

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

The gain or loss arising out of settlement / translation of the assets and the liabilities at the closing rates due to exchange fluctuations is recognized as income / expenditure in the statement of profit and loss.

7. Investments :

Investments, other than those covered under financial assets, that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as non-current investments.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Current investments are carried at lower of cost and fair value determined on an individual investment basis. Non-Current investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

8. Valuation of Inventories :

- a. Raw Material and work in process are valued at cost (on “first in first out basis”) or net realisable value whichever is lower. Raw material and work in process are not written down below cost if the finished product in which they will be incorporated are expected at or above cost.
- b. Stores & Spares are valued at cost (on “first in first out basis”).
- c. Stocks in transit are valued at cost or market value whichever is lower.
- d. Finished goods are valued at cost or net realizable value, whichever is lower.
- e. Inventories of traded goods are valued at cost or net realizable value, whichever is lower.

9. Employee's Benefits :**Short Term Employee Benefits :**

All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages, short term compensated absences etc. and the expected cost of bonus, ex-gratia are recognized in the period in which the employee renders the related service.

Long Term Employee Benefits :**Defined Contribution Plan :**

The company has Defined Contribution plans for post employment benefits namely Provident Fund. Under the provident Fund Plan, the company contributes to a Government administered provident fund on behalf of its employees.

The Company's contributions to the above funds are charged to revenue every year.

Defined Benefit Plans :

The Company's liabilities towards gratuity and leave encashment are determined using the projected unit credit method as at the balance sheet date.

Actuarial gains and losses are recognised in other comprehensive income for gratuity and recognised in the Statement of Profit & Loss for leave encashment.

Remeasurement gain and losses arising from experience adjustments, changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income (OCI). They are included in retained earnings in the statement of change in equity and in the balance sheet.

10. Borrowing Cost :

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

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

11. Segment Reporting :

The accounting policies adopted for segment reporting are in line with the accounting policies of the company. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, debtors and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business. Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated assets and liabilities respectively. Income / Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated income / expenses.

12. Fair value measurement :

The Company's accounting policies and disclosures require the measurement of fair values for financial assets and liabilities.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

13. Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

A. Financial Assets :

Initial recognition and measurement

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset.

Subsequent measurement

For the purpose of subsequent measurement, the financial assets are classified as under:

Financial assets at amortised cost

A financial asset is measured at the amortised cost, if both the following conditions are met:

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

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. Interest income from these financial assets is included in other income using the EIR in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

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

Financial assets are classified as FVTOCI, if both of the following criteria are met :

- (i) These assets are held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets; and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Fair value movements are recognised in the other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income and foreign exchange gains or losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Profit or Loss and recognised in other income/(loss).

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

Financial assets that do not meet the criteria for amortized cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is recognized in profit or loss and presented net in the Statement of Profit and Loss within other income in the period in which it arises.

Equity instruments

All equity instruments other than investments in associates are measured at fair value. Equity instruments which are for trading are classified as FVTPL. All other equity instruments are measured at fair value through other comprehensive income (FVTOCI). The classification is made on initial recognition and is irrevocable.

Where the Company's management has elected to present fair value gains and losses on equity instruments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognized in profit and loss when the Company's right to receive payments is established.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Impairment of financial assets

The Company applies 'simplified approach' for recognition of impairment loss on financial assets for loans, deposits and trade receivables.

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime Expected Credit Loss at each reporting date, right from its initial recognition.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

De-recognition

A financial asset is derecognized when:

- (i) the rights to receive cash flows from the assets have expired or
- (ii) the Company has transferred substantially all the risk and rewards of the asset, or
- (iii) the Company has neither transferred nor retained substantially all the risk and rewards of the asset, but has transferred control of the asset.

B. Financial Liabilities :

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction cost.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. For trade and other payables maturing within operating cycle, the carrying amounts approximate the fair value due to short maturity of these instruments.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. Gain and losses are recognized in the Statement of Profit and Loss when the liabilities are derecognized.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction costs. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

De-recognition

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. 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 the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reflected in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

14. Taxes :

The tax expense comprises current and deferred tax. Tax is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in OCI.

(i) Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantially enacted at the reporting date.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

(ii) Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities for financial reporting purpose and the amount used for taxation purposes.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

15. Earnings per share :

The Company reports basic and diluted earnings per share (EPS) in accordance with IND AS-33 on earnings per share. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

16. Cash and Cash Equivalents :

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand, demand deposit and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

17. Current and non-current classification :

Assets and Liabilities in the balance sheet have been classified as either current or non-current. An asset has been classified as current if (a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is expected to be realized within twelve months after the reporting date; or (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date. All other assets have been classified as non-current. A liability has been classified as current when (a) it is expected to be settled in the Company's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is due to be settled within twelve months after the reporting date; or (d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. All other liabilities have been classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities. An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**18. Impairment of Non-Financial Assets :**

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or cash generating unit's (CGU) fair value less costs of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. If such recoverable amount of the asset or cash generating unit is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is any indication that any impairment loss recognized for an asset in prior years may no longer exist or may have decreased, the recoverable amount is reassessed and such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

19. Provisions :

A provision is recognized when the company has a present obligation as a result of past events and it is probable that there will be an outflow of resources to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

20. Contingent Liabilities :

Contingent liabilities, if any are disclosed in the notes on accounts. Provision is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end till the approval of the accounts by the board of directors and which have material effect on the position stated in the balance sheet.

C. Ind AS Optional Exemptions:

Ind AS 101 allows first-time adopters certain exemptions/exceptions from the retrospective application of certain requirements under Ind AS. In preparing these financial statements, the Company has applied the following exemptions.

Deemed cost for property, plant and equipment

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all its property, plant and equipment as recognized in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. Accordingly, the Company has elected to measure all of its property, plant and equipment at their previous GAAP carrying value and use that as its deemed cost as at the date of transition (April 01, 2016).

Designation of previously recognized financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVTOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has designated investments in equity shares (other than investments in equity shares of associates) as held at FVTOCI on the basis of the facts and circumstances that existed at the date of transition.

2

Amount in ₹

Less : Depreciation during the year towards Discontinued operations	1,86,259
Balance Depreciation on other assets charged to Statement of Profit and Loss	2,305

2.2.1 Immovable properties of the Company are mortgaged on first pari-passu charge basis in favour of Financial Institution and Banks to secure Term loan sanctioned to denim division of the company. In the year 1999 - 2001, denim division of the company was demerged as Rainbow Denim Ltd.

2.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
3 Investments		
Non Current Investments (At Cost)		
Investment in Unquoted Shares (Other than trade)		
5,00,300 (5,00,300) Equity Shares of Rama Capital & Fiscal Services Pvt. Ltd. of ₹ 10/- each fully paid up	50,21,735	50,21,735
25,00,000 (25,00,000) Cumulative Convertible Preference Shares of Rama Capital & Fiscal Services Pvt. Ltd. of ₹ 10/- each fully paid up	2,50,00,000	2,50,00,000
Less : Provision for diminution in value of investment	3,00,21,735	3,00,21,735
Total	-	-
Aggregate value of Unquoted Investments	NIL	NIL
4 Other Financial Assets		
Other Financial Assets (Non Current)		
Security Deposits		
Considered doubtful	2,06,600	2,06,600
Considered Good	56,13,246	56,13,246
	58,19,846	58,19,846
Less : Provision for doubtful deposits	2,06,600	2,06,600
Total	56,13,246	56,13,246
5 Inventories		
Stores & Spares	-	1,80,93,447
For Mode of valuation refer Note 1(B-8)		
Total	-	1,80,93,447
6 Trade receivables		
Unsecured Considered Good unless stated otherwise		
Due more than six months		
considered good	-	-
considered doubtful	3,84,116	3,84,116
	3,84,116	3,84,116
Due less than six months		
considered good	21,36,019	4,08,105
	25,20,135	7,92,221
Less : Provision for doubtful debts	3,84,116	3,84,116
Total	21,36,019	4,08,105

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
7 Cash and cash equivalents		
Balances with banks:		
In current accounts	7,12,743	19,25,227
Cash on hand	85,438	4,92,820
Total	7,98,181	24,18,047
8 Loans		
Loans - Current		
Unsecured - considered good		
Loans to employees	2,05,056	2,06,492
Total	2,05,056	2,06,492
9 Other financial assets		
Other financial assets (Current)		
Interest receivable	1,61,466	2,06,372
Assets held for Disposal	28,07,261	-
Fixed Deposits with Banks	6,12,792	6,12,792
Others		
considered doubtful	27,91,39,889	27,91,39,889
Considered good	2,96,994	14,46,704
	27,94,36,883	28,05,86,593
Less : Provisions for doubtful	27,91,39,889	27,91,39,889
	2,96,994	14,46,704
Total	38,78,513	22,65,868
9.1 During the year 1998-99, company had imported some material and could not pay custom duty due to financial crisis. The material was stored in Central Warehousing Corporation bonded warehouse. During the year 2012-13, the company came to know that the material was auctioned by the Custom Authority for non payment of duty. Since the matter is pending with High Court, claims for the same amounting to ₹ 1,87,71,179/- is provided in the books of accounts included in doubtful provisions.		
10 Other current assets		
Balances with Govt Authorities	37,17,704	65,16,429
Net Tax Assets	7,52,955	9,24,855
Prepaid expenses	62,622	56,048
Total	45,33,281	74,97,332

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
11 Equity Share Capital		
Authorised		
5,00,00,000 (5,00,00,000) Equity Shares of ₹ 10/- each	<u>50,00,00,000</u>	<u>50,00,00,000</u>
Issued, Subscribed and Paid up		
1,04,69,400 (1,04,69,400) Equity shares of ₹10/- each fully paid up	<u>10,46,94,000</u>	<u>10,46,94,000</u>
Total issued, subscribed and fully paid up share capital	<u>10,46,94,000</u>	<u>10,46,94,000</u>

a Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number	Amount in ₹	Number	Amount in ₹
Shares outstanding at the beginning of the year	<u>1,04,69,400</u>	<u>10,46,94,000</u>	<u>1,04,69,400</u>	<u>10,46,94,000</u>
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<u>1,04,69,400</u>	<u>10,46,94,000</u>	<u>1,04,69,400</u>	<u>10,46,94,000</u>

b Terms/rights attached to the equity shares

Details of the rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital.

Equity Shares : The Company has only one class of Equity shares having a par value of ₹10/-. Each holder of equity shares is entitled to one vote per share. Dividend is payable in the proportion to the Capital Paid up. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c Details of the shareholders holding more than 5% shares in the Company

Name of Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Silver Eagle Inc	30,40,000	29	30,40,000	29
Libra Mercantile Pvt Ltd	14,04,401	13	14,04,401	13
Rainbow Agri Industries Ltd	5,24,126	5	-	-
Jupiter Corporate Services Pvt. Ltd.	-	-	6,34,330	6

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

	As at March 31, 2021	As at March 31, 2020
12 Other Equity		
Capital Reserve		
Opening balance	60,30,000	60,30,000
Addition during the year	-	-
Closing balance	60,30,000	60,30,000
Retained Earnings		
Opening balance	(61,99,70,753)	(66,23,38,767)
Profit / (Loss) for the year	(1,77,87,603)	4,23,68,014
Closing Balance	(63,77,58,356)	(61,99,70,753)
FVTOCI (Others)		
Opening balance	(1,11,861)	54,841
Remeasurement of defined benefit obligation (net of tax)	(25,786)	(1,66,702)
Closing Balance	(1,37,647)	(1,11,861)
Total Other Equity	(63,18,66,003)	(61,40,52,614)
13 Borrowings		
Borrowings (Non Current)		
Secured Loans		
From Others	1,15,00,000	10,00,000
	1,15,00,000	10,00,000
Unsecured Loans		
From related parties	17,42,50,000	20,15,50,000
From others	51,00,000	51,00,000
	17,93,50,000	20,66,50,000
Total	19,08,50,000	20,76,50,000
13.1 Terms and Condition of Secured Borrowings :	Loan from Others is repayable in single installment on 26/03/2024 and carries interest @ 10% p.a. Loan is to be secured by mortgage of the land.	
14 Other Financial Liabilities		
Other financial liabilities (Non Current)		
Interest Free sales tax deferral	31,03,44,140	31,03,44,140
Total	31,03,44,140	31,03,44,140

- 14.1 The company had a liability of ₹ 31,23,33,405/- payable from 30th April 2001 to 30th April 2014 to sales tax department of Government of Maharashtra in respect of sales tax deferral scheme. The company had paid ₹ 19,89,265/- against the same.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

	As at March 31, 2021	As at March 31, 2020
15 Provisions		
Provisions (Non Current)		
For employee benefits - (refer note 30)		
Gratuity	4,88,771	4,56,603
Leave benefits	1,41,496	1,15,966
Total	6,30,267	5,72,569
16 Trade payables		
Amount Due to MSME	14,33,622	14,33,622
Others	4,23,154	42,971
Total	18,56,776	14,76,593
16.1	Based on the information available with the company, one party has been identified as MSME as defined under "Micro, Small and medium Enterprise Development Act, 2006" which has claimed ₹ 14,33,622/- (Previous Year ₹ 14,33,622/-) towards supply. This liability has been disputed by the company. The party has filed a complaint against the company, with Micro and Small Enterprises Facilitation Council. Under these circumstances interest, if any, will be accounted as and when becomes payable.	
17 Other Financial Liabilities		
Other financial liabilities (Current)		
Others	3,79,65,754	3,48,09,607
Total	3,79,65,754	3,48,09,607
18 Other Current Liabilities		
Statutory dues	61,14,847	62,15,453
Other liabilities	1,82,734	4,48,873
Total	62,97,581	66,64,326
19 Provisions		
Provisions (Current)		
For employee benefits - (refer note 30)		
Gratuity	9,589	4,25,451
Leave benefits	13,548	1,39,368
Total	23,137	5,64,819

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
20 Revenue from Operations		
Sale of Traded Goods	40,24,885	37,16,244
Total	40,24,885	37,16,244
21 Other Income		
Interest income	1,49,128	2,48,582
Dividends	6,000	750
Prior period Income	1,470	-
Sale of Scrap	-	73,86,404
Miscellaneous Income	1,77,376	-
Total	3,33,974	76,35,736
22 Purchase of Stock in Trade		
Cost of Traded Goods	25,30,190	36,00,111
Total	25,30,190	36,00,111
23 Employee Benefit Expenses		
Salaries and wages	92,34,999	1,09,67,554
Contribution to provident and other funds	3,19,536	1,63,227
Staff welfare expenses	38,861	1,34,005
Total	95,93,396	1,12,64,786
24 Finance Cost		
Interest expenses	16,57,939	18,20,025
Total	16,57,939	18,20,025

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
25 Other Expenses		
Power & Fuel	5,45,751	6,46,426
Repairs to Buildings	1,65,650	12,71,713
Machinery	-	2,11,100
Others	1,09,721	5,40,130
Stores & Spares - Consumed	-	14,278
Loss on sale of Scrapped - CWIP	-	1,00,19,841
Insurance	4,30,194	3,55,206
Rates and taxes	16,04,078	6,12,281
Travelling and conveyance expenses	3,26,200	5,32,714
Legal and professional fees	2,35,000	14,41,910
Printing, stationery and communication expenses	1,82,695	5,93,374
Bank charges	2,033	4,337
Security charges	24,31,873	25,13,823
Directors' sitting fees	62,000	64,000
Sundry balances written off	14,087	9,17,416
Sundry expenses	17,19,637	36,90,000
Auditors' remuneration		
Audit fee	1,00,000	1,00,000
Taxation matters	68,000	78,000
Reimbursement of expenses	-	3,413
Total	79,96,919	2,36,09,962
26 Profit/(Loss) from Discontinued operations		
Sale of Scrap	2,81,31,788	-
Less :		
Stores and Spares - Scrapped	1,80,93,447	-
Capital work in Progress - Scrapped	95,75,565	-
Dismantling Expenses	3,62,444	-
Repairs & Maintenance - Plant and Machinery	2,79,786	-
Depreciation on Building	1,86,259	-
	2,84,97,501	-
Total	(3,65,713)	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Note 27

Earning Per Share (EPS)

Sr. No.	Particulars	For the Year Ended 31 st March, 2021	For the Year Ended 31 st March, 2020
i	Total Comprehensive Income / (Expenses) for the year (Amount in ₹)	(1,78,13,389)	4,22,01,312
ii	Weighted Average number of Equity Shares outstanding	1,04,69,400	1,04,69,400
iii	Weighted Average number of Equity Shares including diluted potential equity shares outstanding during the year	1,04,69,400	1,04,69,400
iv	Face Value of Equity Shares in ₹	10.00	10.00
v	Basic Earning per Equity Share (Before Extraordinary item)	(1.70)	4.03
vi	Diluted Earning per Equity Share (Before Extraordinary item)	(1.70)	4.03
vii	Basic Earning per Equity Share (After Extraordinary item)	(1.70)	4.03
viii	Diluted Earning per Equity Share (After Extraordinary item)	(1.70)	4.03

Note 28

Contingent Liabilities :

- a. Claims against the company not acknowledged are as follows : (Amount in ₹)

Name of the Statute	As at March 31, 2021	As at March 31, 2020
Income Tax	NIL	1,88,95,265
Irrigation Department	25,92,05,087	25,92,05,087
MSME Interest	66,19,130	47,38,474
Employee Compensation	4,00,000	27,60,000

The Company is in appeal for these claims.

- b. Guarantees / Counter Guarantees given to Banks, Financial Institutions and other Body Corporate ₹ 27,05,00,000/- (Previous Year ₹ 27,05,00,000/-)

Note 29

As approved in AGM, the company has scrapped and disposed off all its Plant and Machinery except transformer and braker. Therefore, company has decided to discontinue its methanol manufacturing activities and will take up its trading activities as the major business operation. Accordingly the company continues to prepare accounts on the basis of "Going Concern Concept".

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Note 30

Employee Benefits

Defined Contribution Plan

Provident Fund

Superannuation fund and Pension scheme, 1995

The company has recognized the following amounts in the statement of Profit and Loss which are included under Contribution to Provident and other funds :

(Amount in ₹)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Contribution to : Provident Fund	82,377	93,867

Disclosure for Defined Benefit Plans based on actuarial valuation report :

	For the year ended March 31, 2021	For the year ended March 31, 2020
Gratuity		
Changes in defined benefit obligations		
Present value of defined benefit obligation as at the beginning of the year	8,82,054	6,55,580
Interest Cost	50,806	43,662
Current Service Cost	1,77,326	16,110
Liability transferred out	-	-
Past service cost-vested benefits	-	-
Benefit paid	(6,37,612)	-
Actuarial (gain)/loss due to changes in financial assumptions	(12,644)	22,731
Actuarial (gain)/loss due to changes in experience adjustments	38,430	1,43,971
Present value of defined benefit obligation as at end of the year	4,98,360	8,82,054
Changes in Fair Value of Plan Assets		
Fair value of Plan Assets at the beginning of the year	-	-
Interest Income	-	-
Employer Contribution	-	-
Benefits paid	-	-
Return on Plan Assets (excluding interest income)	-	-
Fair value of Plan Assets at end of the year	-	-
Amount recognized in the Balance Sheet		
Present value of defined benefit obligation at end of the year	(4,98,360)	(8,82,054)
Fair value of Plan Assets at end of the year	-	-
Net liability recognize in the Balance Sheet	(4,98,360)	(8,82,054)
Current Provision	9,589	4,25,451
Non Current provision	4,88,771	4,56,603

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

	31.03.2021	31.03.2020
Expenses recognized in the Statement of Profit and Loss		
Interest Cost /(Income)	50,806	43,662
Current Service Cost	1,77,326	16,110
Actuarial (Gain) / Losses	-	-
Past Service Cost – vested benefits	-	-
Expenses recognized in the Statement of Profit and Loss	2,28,132	59,772
Expenses recognized in the Other Comprehensive Income (OCI)		
Remeasurement (gain) / loss	25,786	1,66,702
Actuarial (gain)/loss due to change in financial assumptions	-	-
Actuarial (gain)/loss due to change in experience adjustment	-	-
Net (Income)/Expenses recognized in OCI	25,786	1,66,702
Movement in the present value of net defined benefit obligations are as follows		
Opening net liability	8,82,054	6,55,580
Liability transferred out	-	-
Expenses recognized in the Statement of Profit and Loss	2,28,132	59,772
Expenses recognized in OCI	25,786	1,66,702
Benefits paid	(6,37,612)	-
Closing net liability	4,98,360	8,82,054
Actuarial Assumptions		
Retirement age - years	58	58
Discount rate and expected Return on Plan Assets	6.26% p.a.	5.76% p.a.
Mortality	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate
Rate of Employee turnover	2% p.a.	2% p.a.
Salary escalation	5% p.a.	5% p.a.
Other details		
No of Active Members	4	7
Per month salary for Active Members	3,77,750	4,27,267
Weighted Average duration of the Projected Benefit Obligation	6	4
Average Expected Future Service - years	6	4
Projected Benefit obligation	4,98,360	8,82,054
Prescribed Contribution for next year (12 months)	-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Maturity analysis of defined benefit obligation from the employer	Estimated for the year ended March 31, 2021	Estimated for the year ended March 31, 2020
1 st following year	9,589	4,25,451
2 nd following year	11,067	11,685
3 rd following year	11,841	12,927
4 th following year	20,596	13,633
5 th following year	52,169	18,100
Sum of years 6 to 10	5,85,225	5,85,897
Sum of years 11 and above	-	-

(Amount in ₹)

	Estimated for the year ended March 31, 2021	Estimated for the year ended March 31, 2020
Sensitivity analysis		
Delta impact of +1% change in discount rate	(24,123)	(25,170)
Delta impact of -1% change in discount rate	25,697	26,990
Delta impact of +1% change in salary escalation rate	25,762	26,927
Delta impact of -1% change in salary escalation rate	(24,630)	(25,581)
Delta impact of +1% change in rate of employee turnover	(9,785)	(6,048)
Delta impact of -1% change in rate of employee turnover	9,964	6,217

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (unfunded).

Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the government security rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Company has to manage pay-out based on pay as you go basis from own funds.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Characteristics of defined benefit plans

The Company has considered the ceiling limit for payment of gratuity as per the provision of payment of Gratuity Act, 1972.

Note 31

Segment Reporting IND AS-108 :

The company has the following primary segments during the year :

- 1 Methanol (Discontinued)
- 2 Trading Goods

Information about Primary Business Segment :

(Amount in ₹)

Particulars	Methanol		Trading		Total	
	2020-21	2019--20	2020-21	2019-20	2020-21	2019-20
Segment Revenue	-	-	40,24,885	37,16,244	40,24,885	37,16,244
Segment Results before interest, exceptional / extraordinary items and tax	(3,65,713)	(2,23,75,499)	14,94,695	1,16,133	11,28,982	(2,22,59,366)
Exceptional Items					-	7,15,00,000
Net Unallocable (Income)/ Expenses					1,72,58,646	50,52,595
Finance Cost					16,57,939	18,20,025
Profit/(Loss) for the year before tax					(1,77,87,603)	4,23,68,014
Tax Expenses					-	-
Profit/(Loss) for the year					(1,77,87,603)	4,23,68,014
Other Comprehensive Income/ (Expenses)					(25,786)	(1,66,702)
Total Comprehensive Income/ (Expenses) for the year					(1,78,13,389)	4,22,01,312

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Other Information

(Amount in ₹)

Particulars	Methanol		Trading		Unallocable		Total	
	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
Segment Assets	-	5,13,65,722	60,34,664	4,08,105	1,47,60,988	9,49,613	2,07,95,652	5,27,23,440
Segment Liabilities	-	56,20,82,054	-	-	54,79,67,655	-	54,79,67,655	56,20,82,054
Depreciation	-	1,89,082	-	-	2,305	-	2,305	1,89,082
Non cash expenses other than depreciation	-	-	-	-	-	-	-	-

Note 32

Related Party Disclosure

A. List of related parties as required by Ind AS-24 “Related Party Disclosure” are given below :

i	Subsidiary	Rama Capital & Fiscal Services Pvt. Ltd.
ii	Associates	Silver Eagle Inc
iii	Key Management personnel (KMP) & their relatives	Mr. H D Ramsinghani – Managing Director & CFO Mr. R D Jog – Company Secretary
iv	Non Executive Directors	Mrs. N H Ramsinghani Mr. R G Kulkarni Mr. D N Singh Mr. B L Khanna Mr. P K Banerjee
V	Where persons mentioned in (iii) exercise significant influence	Rainbow Denim Ltd. Rama Phosphates Ltd. Rama Industries Ltd. Rainbow Agri Industries Ltd. Bluelagoon Investments Pvt. Ltd.

B. Transactions with related parties :

(Amount in ₹)

	Type of related party	Description of nature of transaction (Excluding Reimbursement)	Volume of transaction during 2020-21	Volume of transaction during 2019-20	Balance as on 31.03.2021 Receivable / (Payable)	Balance as on 31.03.2020 Receivable / (Payable)
i	Subsidiary					
	Rama Capital & Fiscal Services Pvt. Ltd.	Loans / Advances given	-	-	23,75,44,140	23,75,44,140
		Loans / Advances recovered	-	7,15,00,000	-	-
ii	Key management personnel					
	Mr. H D Ramsinghani	Remuneration paid	36,00,000	36,00,000	-	-
		Loans / Advances given	40,00,000	-		
		Loans / Advances recovered	40,00,000	-		
	Mr R D Jog	Remuneration Paid	6,60,000	6,60,000	-	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

	Type of related party	Description of nature of transaction (Excluding Reimbursement)	Volume of transaction during 2020-21	Volume of transaction during 2019-20	Balance as on 31.03.2021 Receivable / (Payable)	Balance as on 31.03.2020 Receivable / (Payable)
iii	Non Executive Director					
	Mrs. N H Ramsinghani	Sitting fees paid	10,000	4,000	-	-
	Mr. R G Kulkarni	Sitting fees paid	22,000	24,000	-	-
	Mr. P K Banerjee	Sitting fees paid	6,000	-	-	-
	Mr. D N Singh	Sitting fees paid	4,000	10,000	-	-
	Mr. S S Arora	Sitting fees paid	-	10,000	-	-
	Mr. B L Khanna	Sitting fees paid	20,000	16,000	-	-
iv	Where KMP and their relatives exercise significant influence					
	Rama Krishi Rasayan (A Div. of Rama Phosphates Ltd.)	Sale of goods – excluding tax	40,24,885	37,16,244	21,36,019	4,08,105
	Rainbow Agri Industries Ltd.	Loans / Advances taken	2,11,00,000	1,77,00,000	-	-
		Loans / Advances repaid	2,11,00,000	13,77,00,000		
		Interest Paid	3,10,750	-		
	Bluelagoon Investments Pvt. Ltd	Loans / Advances taken	80,00,000	14,19,00,000	(17,42,50,000)	(20,15,50,000)
		Loans / Advances repaid	3,53,00,000	4,25,00,000		

Terms and conditions of transaction with related parties:

The sale to related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and settlement occurs in cash.

Note 33

Deferred Taxation

(Amount in ₹)

Particular	As At March 31, 2021	As At March 31, 2020
Deferred Tax Liability		
Property, Plant and Equipment	(2,47,093)	4,87,994
Deferred Tax Assets		
Provision for doubtful receivables	1,06,17,489	1,09,68,481
Unused Tax Credit / losses	2,29,97,835	2,44,95,523
Expenses that are allowed on payment basis	21,69,617	19,60,319
Total Deferred Tax Asset	3,57,84,941	3,74,24,323
Net Deferred (Asset) / Liability	(3,60,32,034)	(3,69,36,329)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Movement in deferred tax balances

Movement in deferred tax during the year ended March 31, 2021

Particular	Opening balance as at April 01, 2020	Changes during the year *	Closing balance as at March 31, 2021
Property, Plant and Equipment	4,87,994	-	(2,47,093)
Provision for doubtful receivables	1,09,68,481	-	1,06,17,489
Unused Tax Credit / losses	2,44,95,523	-	2,29,97,835
Expenses that are allowed on payment basis	19,60,319	-	21,69,617

Movement in deferred tax during the year ended March 31, 2020

(Amount in ₹)

Particular	Opening balance as at April 01, 2019	Changes during the year *	Closing balance as at March 31, 2020
Property, Plant and Equipment	5,03,926	-	4,87,994
Provision for doubtful receivables	1,09,68,481	-	1,09,68,481
Unused Tax Credit / losses	1,87,35,121	-	2,44,95,523
Expenses that are allowed on payment basis	18,34,686	-	19,60,319

* In view of the company not expecting any taxable profits in near future, no deferred tax asset is recognized.

Note 34

Financial Instruments - Fair Value and Risk Management

a. Accounting Classification

The carrying value of financial instruments by categories are as follows:

(Amount in ₹)

Particulars	March 31, 2021	March 31, 2020
	Amortise Cost	Amortise Cost
Financial Assets		
Loans	2,05,056	2,06,492
Trade receivable	21,36,019	4,08,105
Cash and cash equivalents	7,98,181	24,18,047
Other financial assets	94,91,759	78,79,114
Total	1,26,31,015	1,09,11,758
Financial Liabilities		
Borrowings	19,08,50,000	20,76,50,000
Trade payable	18,56,776	14,76,593
Other financial liabilities	34,83,09,894	34,51,53,747
Total	54,10,16,670	55,42,80,340

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**b. Risk management framework**

The Company's principal financial liabilities include borrowing, trade and other payables. The Company's principal financial assets include loans, trade receivable, cash and cash equivalents and others. The Company also holds FVTOCI investments. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

c. Financial Risk Management

The Company has exposure to the following risks arising from financial instruments :

- i) Credit Risk
- ii) Liquidity Risk
- iii) Market Risk

i) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, investment in inter corporate deposit and loans given.

The carrying amount of following financial assets represents the maximum credit exposure :

Trade receivable

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. No impairment is observed on the carrying value of trade receivables.

Other financial assets

Credit risk from balances with banks, loans, investments is managed by Company's finance department. Investments of surplus funds are made only with approved counterparties. No impairment on such investment has been recognised as on the reporting date.

ii) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed condition, without incurring unacceptable losses or risking damage to the Company's reputation.

The Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of surplus funds, bank loans and inter-corporate loans.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Exposure to Liquidity Risk

The following are the remaining contractual maturities of financial liabilities at the reporting date.

(Amount in ₹)

March 31, 2021	Carrying Amount	Contractual Cashflows				
		Total	Within 1 year	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Borrowings	19,08,50,000	19,08,50,000	-	-	1,15,00,000	17,93,50,000
Trade payable	18,56,776	18,56,776	18,56,776	-	-	-
Other Financial Liabilities	34,83,09,894	34,83,09,894	11,32,516	-	-	34,71,77,378

(Amount in ₹)

March 31, 2020	Carrying Amount	Contractual Cashflows				
		Total	Within 1 year	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Borrowings	20,76,50,000	20,76,50,000	10,00,000	-	-	20,66,50,000
Trade payable	14,76,593	14,76,593	14,76,593	-	-	-
Other Financial Liabilities	34,51,53,747	34,51,53,747	8,11,197	-	-	34,43,42,550

iii) Market Risk

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

Currency Risk

Currency risk is not material, as the Company's primary business activities are within India and does not have any exposure in foreign currency.

Interest rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to risk of changes in market interest rate is not material as the Company is having fixed rate borrowings.

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rate at the reporting date would not affect profit or loss.

Commodity price Risk

The Company has discontinued its methanol manufacturing activities and taken up trading activity as its major business operation. The Trading activity is being done with sole objective of sourcing its material at cheaper rate and selling the same with margin. In view thereof, the Management do not foresee any risk in this trading activity since our sale price is adequately insulated with profit margin at decent level. The sourcing price may vary depending on the prevailing market price though the same formula is applicable to the company while selling of the said product. Hence Company's exposure to risk of changes in market value of the commodity is not material

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Note 35

Capital Management

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt and the total equity of the Company. For this purpose, net debt is defined as total borrowings less cash and cash equivalents.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirements are met through short-term/long-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

The company's net debt to equity ratio is as follows:

(Amount in ₹)

	As at March 31, 2021	As at March 31, 2020
Borrowings	19,08,50,000	20,76,50,000
Less : Cash and Cash Equivalents	7,98,181	24,18,047
Net Debt	19,00,51,819	20,52,31,953
Total Equity	(52,71,72,003)	(50,93,58,614)
Debt / Equity ratio	(0.36)	(0.40)

Note 36

Previous year figures have been regrouped / rearranged wherever necessary to make them comparable.

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S. L. Khandelwal

Partner

M No. 101388

D. N. Singh

Director

DIN : 00021741

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

Place : Mumbai

Date : June 28, 2021

Place : Mumbai

Date : June 28, 2021

**CONSOLIDATED
FINANCIAL
STATEMENTS**

Independent Auditor's Report

To the Members of Rama Petrochemicals Limited

Report on the Consolidated Financial Statements

Qualified Opinion

We have audited the Consolidated Financial Statements of **Rama Petrochemicals Limited** ("the Parent Company") and its Subsidiary, Rama Capital and Fiscal Services Private Limited, (together referred as "the Group"), which comprise of the Consolidated Balance Sheet as at 31st March 2021, the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information.(hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- (a) in the case of the Consolidated Balance Sheet, of the consolidated state of affairs of the Group as at March 31, 2021;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the Consolidated Loss for the year ended on that date;
- (c) in the case of the Consolidated Statement of Changes in Equity, of the consolidated changes in equity for the year ended on that date; and
- (d) in the case of the Consolidated Cash Flow Statement, of the consolidated cash flows for the year ended on that date.

Basis for Qualified Opinion

Going Concern –The Balance Sheet and Cash Flow Statement of Subsidiary Company, indicate that as on March 31, 2021, its Current Liabilities are more than double of its total Assets; and it has incurred net Operating Loss of ₹1,74,317/- during the year ended March 31, 2021 and hence indicates that there is a significant doubt on the Subsidiary Company's ability to continue as a going concern.

Our opinion is modified in respect of this matter.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

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

Emphasis of Matter

We draw attention to Note 28 regarding the Group's Consolidated Financial Statements having been prepared using the going concern basis of accounting. Management is responsible for assessing the Group's ability to continue as a going concern. The Balance Sheet and Cash Flow Statement of the Parent Company, indicate that as on March 31, 2021, its Current Liabilities are more than double of its Current Assets; and the Parent Company has incurred net Operating Loss of ₹24,42,746/- during the year ended March 31, 2021.

Our opinion is not modified in respect of this matter.

Key Audit Matters

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

S.N.	Key Audit Matters	Auditor's Response
1.	Ability to continue as a going concern	The Company has discontinued its Manufacturing operations and is now resorting to Trading activity. Refer para on Emphasis of Matter of the report above.

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

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

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015;
- e) On the basis of the written representations received from the directors of the Group as on 31st March, 2021 taken on record by the Board of Directors of the Group, none of the directors of the Group's companies incorporated in India is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group in Note 27 of the consolidated financial statements.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no dues which were required to be transferred to Investor Education and Protection Fund by the Company and its subsidiary company incorporated in India.

For Khandelwal & Mehta LLP

Chartered Accountants

Firm Regn. No. W100084

Sunil Khandelwal

(Partner)

M. No. : 101388

UDIN : 21101388AAAACI8401

Place : Mumbai

Date : 28th June, 2021

ANNEXURE – ‘A’ TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF RAMA PETROCHEMICALS LIMITED & ITS SUBSIDIARY COMPANY

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

In conjunction with our audit of the consolidated financial statements of the Group as of and for the year ended 31st March 2021, we have audited the internal financial controls over financial reporting of **Rama Petrochemicals Limited** (hereinafter referred to as “the Parent Company”) and its subsidiary (together referred as “the Group”), as of 31st March, 2021 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s Board of Directors, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group 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 group’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Group’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 Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company and its subsidiary company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Group have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Khandelwal & Mehta LLP

Chartered Accountants

Firm Regn. No. W100084

Sunil Khandelwal

(Partner)

M. No. : 101388

UDIN : 21101388AAAAC18401

Place : Mumbai

Date : 28th June, 2021

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

(Amount in ₹)

Particulars	Notes	As at March 31, 2021	As at March 31, 2020
ASSETS			
Non-Current Assets			
Property, plant and equipments	2	42,74,235	72,88,743
Capital Work in progress		-	95,75,530
Financial Assets:			
Other financial assets	3	56,13,927	56,13,927
Total Non-Current Assets		<u>98,88,162</u>	<u>2,24,78,200</u>
Current Assets			
Inventories	4	1,000	1,80,94,447
Financial Assets:			
Trade receivables	5	21,36,019	4,08,105
Cash and cash equivalents	6	11,11,288	29,04,925
Loans	7	2,05,056	2,06,492
Other financial assets	8	38,78,513	22,65,868
Current tax assets (Net)		83,625	1,01,684
Other current assets	9	46,94,568	76,50,799
Total Current Assets		<u>1,21,10,069</u>	<u>3,16,32,320</u>
TOTAL ASSETS		<u><u>2,19,98,231</u></u>	<u><u>5,41,10,520</u></u>
EQUITY AND LIABILITIES			
Equity			
Equity share capital	10	10,46,94,000	10,46,94,000
Other equity	11	(63,06,93,162)	(61,27,17,400)
Total Equity		<u>(52,59,99,162)</u>	<u>(50,80,23,400)</u>
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	12	19,08,50,000	20,76,50,000
Other financial liabilities	13	31,03,44,140	31,03,44,140
Provisions	14	6,30,267	5,72,569
Total Non-Current Liabilities		<u>50,18,24,407</u>	<u>51,85,66,709</u>
Current Liabilities			
Financial Liabilities :			
Trade payables	15	18,56,776	14,76,592
Other financial liabilities	16	3,79,93,318	3,48,58,576
Other current liabilities	17	62,99,755	66,67,224
Provisions	18	23,137	5,64,819
Total Current Liabilities		<u>4,61,72,986</u>	<u>4,35,67,211</u>
Total Liabilities		<u>54,79,97,393</u>	<u>56,21,33,920</u>
TOTAL EQUITY AND LIABILITIES		<u><u>2,19,98,231</u></u>	<u><u>5,41,10,520</u></u>
Significant accounting policies	1		
The accompanying notes 1 to 35 are an integral part of the Consolidated Financial Statements			

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S.I. Khandelwal

Partner

M No. 101388

Place : Mumbai

Date : June 28, 2021

D. N. Singh

Director

DIN : 00021741

Place : Mumbai

Date : June 28, 2021

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

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

(Amount in ₹)

Particulars	Notes	For the year ended March 31, 2021	For the year ended March 31, 2020
REVENUE			
Revenue from operations	19	40,55,451	37,56,452
Other income	20	3,35,251	84,27,583
Total Revenue		43,90,702	1,21,84,035
EXPENSES			
Purchase of Stock in Trade	21	25,59,770	36,39,425
Employee benefits expense	22	95,93,396	1,12,64,786
Finance costs	23	16,57,939	18,22,227
Depreciation	2	20,953	2,07,730
Other expenses	24	81,42,907	2,38,04,472
Total expenses		2,19,74,965	4,07,38,640
Profit / (Loss) before exceptional item and tax		(1,75,84,263)	(2,85,54,605)
Exceptional Items		-	-
Profit / (Loss) before tax		(1,75,84,263)	(2,85,54,605)
Tax Expense		-	-
Profit / (Loss) for the year from Continued operations		(1,75,84,263)	(2,85,54,605)
Profit/(Loss) from discontinued operations	25	(3,65,713)	-
Tax expenses of discontinued operations		-	-
Profit/(Loss) from Discontinued operations (after tax)		(3,65,713)	-
Profit / (Loss) for the Year		(1,79,49,976)	(2,85,54,605)
Other Comprehensive Income / (Expenses)			
Items that will not be reclassified to profit or loss			
Re-measurement gains / (losses) on defined benefit obligations		(25,786)	(1,66,702)
Total Other Comprehensive Income/(Expenses)		(25,786)	(1,66,702)
Total Comprehensive Income / (Expenses) for the year		(1,79,75,762)	(2,87,21,307)
Earnings per equity shares (Face Value of ₹10/- each)	26		
Basic		(1.72)	(2.74)
Diluted		(1.72)	(2.74)
Significant accounting policies	1		

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S.I. Khandelwal

Partner

M No. 101388

D. N. Singh

Director

DIN : 00021741

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

Place : Mumbai

Date : June 28, 2021

Place : Mumbai

Date : June 28, 2021

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit / (Loss) before tax	(1,75,84,263)	(2,85,54,605)
Adjustments for :		
Depreciation on property, plant and equipment	20,953	2,07,730
Finance Cost	16,57,939	18,22,227
Actuarial Gain/(Loss) on Defined Benefit Plan	(25,786)	(1,66,702)
Dividend income	(6,513)	(2,276)
Interest income	(1,49,160)	(10,19,223)
(Profit) on sale of fixed assets	(1,91,24,220)	-
Loss on sale of fixed assets - CWIP	-	1,00,19,841
	<u>(1,76,26,787)</u>	<u>1,08,61,597</u>
Operating (Loss) / Profit before working capital changes	(3,52,11,050)	(1,76,93,008)
Adjustment for changes in working capital (Increase) / Decrease in:		
Inventories	1,80,93,447	-
Capital CWIP - Transferred to Current Assets	95,75,530	-
Trade receivables	(17,27,914)	(4,08,105)
Other financial assets -Current	11,94,616	(4,18,884)
Other Current Assets	27,84,332	10,56,307
Provisions - Non Current	57,698	2,77,941
Trade payables	3,80,184	(12,13,911)
Other Current financial liabilities	31,34,742	(20,38,925)
Other Current liabilities	(3,67,470)	2,36,130
Provisions - Current	(5,41,682)	(53,773)
	<u>3,25,83,483</u>	<u>(25,63,220)</u>
Cash generated from Operations	(26,27,567)	(2,02,56,228)
Direct taxes paid	1,89,959	(68,610)
Net Cash generated from Operating activities before exceptional items	(24,37,608)	(2,03,24,838)
Net Cash generated from / (used in) Operating activities of Continued operations	(24,37,608)	(2,03,24,838)
Net Cash generated from / (used in) Operating activities of Discontinued operations	(3,65,713)	-
Depreciation included in Loss from Discontinued operations	1,86,259	-
	<u>(1,79,454)</u>	<u>-</u>
Net Cash generated from / (used in) Operating activities	(26,17,062)	(2,03,24,838)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Sale of fixed assets	1,91,24,255	45,25,000
Sale of Investments	-	4,63,80,000
Dividend received	6,513	2,276
Interest received	1,49,160	10,19,223
Loans	1,436	5,000
Net Cash generated from / (used in) Investing activities	1,92,81,364	5,19,31,499
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from/(repayment) of borrowings (net)	(1,68,00,000)	(2,83,29,398)
Finance Cost	(16,57,939)	(18,22,227)
Net Cash used in Financing activities	(1,84,57,939)	(3,01,51,625)
NET DECREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	(17,93,637)	14,55,036
Cash and Cash Equivalents - at the start of the year	29,04,925	14,49,889
Cash and Cash Equivalents - at the end of the year	11,11,288	29,04,925
Note :		
The above statement of Cash Flows has been prepared under the "Indirect Method" as set out in IND AS 7, 'Statement of Cash Flows'		

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S.I. Khandelwal

Partner

M No. 101388

D. N. Singh

Director

DIN : 00021741

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

Place : Mumbai

Date : June 28, 2021

Place : Mumbai

Date : June 28, 2021

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars		As at March 31, 2021	As at March 31, 2020		
A	Equity Share Capital				
	Balance at the beginning of the year	10,46,94,000	10,46,94,000		
	Changes in equity share capital during the year	-	-		
	Balance at the end of the year	10,46,94,000	10,46,94,000		
B	Other Equity	Reserve and Surplus		Total Other Equity	
		Capital Reserve	Retained Earnings	FVTOCI (Others)	
	Balance as at 1st April 2019	60,30,000	(59,00,80,934)	54,841	(583,996,093)
	Profit / (Loss) for the year	-	(2,85,54,605)	-	(28,554,605)
	Other comprehensive income/(expenses)	-		(1,66,702)	(166,702)
	Balance as at 31st March 2020	60,30,000	(61,86,35,539)	(1,11,861)	(612,717,400)
	Profit / (Loss) for the year	-	(1,79,49,976)	-	(17,949,976)
	Other comprehensive income/(expenses)	-		(25,786)	(25,786)
	Balance as at 31st March 2021	60,30,000	(63,65,85,515)	(1,37,647)	(630,693,162)

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S.I. Khandelwal

Partner

M No. 101388

D. N. Singh

Director

DIN : 00021741

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

Place : Mumbai

Date : June 28, 2021

Place : Mumbai

Date : June 28, 2021

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**NOTE 1****A. Corporate Information**

Rama Petrochemicals Limited (“the Company”) is a public limited company, incorporated and domiciled in India having its registered office at Savroli Kharpada Road, Village Vashivalli, P.O. Patalganga Tal. Khalapur Dist. Raigarh 410220, Maharashtra, India. The equity shares of the Company are listed on BSE Limited. The Company has discontinued its Methanol manufacturing business and taken up trading activities as major business operation.

B. Principles of Consolidation :

The Consolidated Financial Statement relate to Rama Petrochemicals Ltd. (the company) and Rama Capital & Fiscal Services Pvt. Ltd., (the Subsidiary). The Consolidated Financial Statements have been prepared on the following basis :

The financial statements of the Company and its subsidiary Company have been combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses.

The financial statements of the subsidiary used in the consolidation are drawn upto the same reporting date as that of the parent company i.e. 31st March, 2021.

The excess of cost to the Company’s of its investment in the subsidiary company over the company’s position of the equity of the subsidiary is recognized in the financial statement as Goodwill.

As the Company hold 100% equity in a subsidiary company, question of minority interest does not arise. Subsidiary company is incorporated in India.

C. Significant Accounting Policies**1. Basis of Preparation**

The 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”) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities, which are measured at fair value.

Use of Estimates and Judgements

The preparation of the Company’s financial statements requires management to make informed judgements, reasonable assumptions and estimates that affect the amounts reported in the financial statements and notes thereto. Uncertainty about these could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the future periods. These assumptions and estimates are reviewed periodically based on the most recently available information. Revisions to accounting estimates are recognized prospectively in the Statement of Profit & Loss in the period in which the estimates are revised and in any future periods affected.

In the assessment of the Company, the most significant effects of use of judgments and/or estimates on the amounts recognized in the financial statements relate to the following areas :

- Financial instruments;
- Useful lives of property, plant & equipment;
- Valuation of inventories;
- Measurement of recoverable amounts of assets / cash-generating units;

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

- Assets and obligations relating to employee benefits;
- Provisions and Contingencies.

2. Revenue Recognition :

- a. Revenue is recognized when the substantial risks and rewards of ownership is transferred to the buyer on dispatch of goods.
- b. Interest income is recognized on time proportionate basis.
- c. Dividend income from investments is recognized when the right to receive the dividend is established.
- d. Claims and damages are accounted as and when they are finalized.

3. Property, Plant and Equipment :

Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment, if any. The cost of property, plant and equipment includes purchase price, including freight, duties, taxes and expenses incidental to acquisition and installation. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Property, plant and equipment are derecognized from financial statements, either on disposal or when no economic benefits are expected from its use or disposal. The gain or losses arising from disposal of property, plant and equipment are recognized in the Statement of Profit and Loss in the year of occurrence.

Subsequent expenditures

Subsequent expenditures related to an item of property, plant and equipment are added to its carrying value only when it is probable that the future economic benefits from the asset will flow to the Company and cost can be reliably measured. All other repair and maintenance costs are recognized in the Statement of Profit and Loss during the year in which they are incurred.

4. Depreciation :

- a. Depreciation on Fixed Assets is provided on straight line method based on the useful lives of the assets as prescribed in Schedule II of the Companies Act, 2013.
- b. Depreciation on addition / deletion is provided pro-rata basis with reference to the date of addition / deletion as the case may be.
- c. Individual assets acquired for less than ₹5,000/- are depreciated fully in the year of acquisition.
- d. The details of estimated life for each category of assets are as under :
 - i) Buildings – 5 to 60 years
 - ii) Plant and Machinery – 15 to 20 years
 - iii) Furniture and Fixture – 10 years
 - iv) Office Equipments – 5 years
 - v) Vehicles – 8 years
 - vi) Free hold land is not depreciated.
 - vii) Lease hold land is amortised over the life of the lease.

5. Cash Flow Statements :

Cash flow statement is prepared in accordance with the indirect method prescribed under IND AS - 7 “Cash Flow Statements” issued by the Institute of Chartered Accountants of India.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**6. Foreign Currency Transactions :**

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

The gain or loss arising out of settlement / translation of the assets and the liabilities at the closing rates due to exchange fluctuations is recognized as income / expenditure in the statement of profit and loss.

7. Investments :

Investments, other than those covered under financial assets, that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as non-current investments.

Current investments are carried at lower of cost and fair value determined on an individual investment basis. Non-Current investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

8. Valuation of Inventories :

- a. Raw Material and work in process are valued at cost (on “first in first out basis”) or net realisable value whichever is lower. Raw material and work in process are not written down below cost if the finished product in which they will be incorporated are expected at or above cost.
- b. Stores & Spares are valued at cost (on “first in first out basis”).
- c. Stocks in transit are valued at cost or market value whichever is lower.
- d. Finished goods are valued at cost or net realizable value, whichever is lower.
- e. Inventories of traded goods are valued at cost or net realizable value, whichever is lower.
- f. In case of subsidiary company inventories of shares and debentures are valued at cost or market value whichever is lower on basket valuation method.

9. Employee’s Benefits :**Short Term Employee Benefits :**

All employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits. The benefits like salaries, wages, short term compensated absences etc. and the expected cost of bonus, ex-gratia are recognized in the period in which the employee renders the related service.

Long Term Employee Benefits :**Defined Contribution Plan :**

The company has Defined Contribution plans for post employment benefits namely Provident Fund. Under the provident Fund Plan, the company contributes to a Government administered provident fund on behalf of its employees.

The Company’s contributions to the above funds are charged to revenue every year.

Defined Benefit Plans :

The Company’s liabilities towards gratuity and leave encashment are determined using the projected unit credit method as at the balance sheet date.

Actuarial gains and losses are recognised in other comprehensive income for gratuity and recognised in the Statement of Profit & Loss for leave encashment.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Remeasurement gain and losses arising from experience adjustments, changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income (OCI). They are included in retained earnings in the statement of change in equity and in the balance sheet.

10. Borrowing Cost :

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

11. Segment Reporting :

The accounting policies adopted for segment reporting are in line with the accounting policies of the company. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, debtors and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business. Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated assets and liabilities respectively. Income / Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated income / expenses.

12. Fair value measurement :

The Company's accounting policies and disclosures require the measurement of fair values for financial assets and liabilities.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

13. Financial Instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

A. Financial Assets :

Initial recognition and measurement

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**Subsequent measurement**

For the purpose of subsequent measurement, the financial assets are classified as under :

Financial assets at amortised cost

A financial asset is measured at the amortised cost, if both the following conditions are met :

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

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. Interest income from these financial assets is included in other income using the EIR in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

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

Financial assets are classified as FVTOCI, if both of the following criteria are met :

- (i) These assets are held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets; and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Fair value movements are recognised in the other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest income and foreign exchange gains or losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to Profit or Loss and recognised in other income/(loss).

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

Financial assets that do not meet the criteria for amortized cost or FVTOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is recognized in profit or loss and presented net in the Statement of Profit and Loss within other income in the period in which it arises.

Equity instruments

All equity instruments other than investments in associates are measured at fair value. Equity instruments which are for trading are classified as FVTPL. All other equity instruments are measured at fair value through other comprehensive income (FVTOCI). The classification is made on initial recognition and is irrevocable.

Where the Company's management has elected to present fair value gains and losses on equity instruments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognized in profit and loss when the Company's right to receive payments is established.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Impairment of financial assets

The Company applies 'simplified approach' for recognition of impairment loss on financial assets for loans, deposits and trade receivables.

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime Expected Credit Loss at each reporting date, right from its initial recognition.

De-recognition

A financial asset is derecognized when :

- (i) the rights to receive cash flows from the assets have expired or
- (ii) the Company has transferred substantially all the risk and rewards of the asset, or
- (iii) the Company has neither transferred nor retained substantially all the risk and rewards of the asset, but has transferred control of the asset.

B. Financial Liabilities :

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction cost.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the effective interest rate method. For trade and other payables maturing within operating cycle, the carrying amounts approximate the fair value due to short maturity of these instruments.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using Effective Interest Rate (EIR) method. Gain and losses are recognized in the Statement of Profit and Loss when the liabilities are derecognized.

Amortised cost is calculated by taking into account any discount or premium on acquisition and transaction costs. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

De-recognition

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. 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 the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is reflected in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**14. Taxes :**

The tax expense comprises current and deferred tax. Tax is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in OCI.

(i) Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantially enacted at the reporting date.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

(ii) Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities for financial reporting purpose and the amount used for taxation purposes.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

15. Earnings per share :

The Company reports basic and diluted earnings per share (EPS) in accordance with IND AS-33 on earnings per share. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

16. Cash and Cash Equivalents :

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand, demand deposit and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

17. Current and non-current classification :

Assets and Liabilities in the balance sheet have been classified as either current or non-current. An asset has been classified as current if (a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is expected to be realized within twelve months after the reporting date; or (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date. All other assets have been classified as non-current. A liability has been classified as current when (a) it is expected to be settled in the Company's normal operating cycle; or (b) it is held primarily for

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

the purpose of being traded; or (c) it is due to be settled within twelve months after the reporting date; or (d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. All other liabilities have been classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities. An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

18. Impairment of Non-Financial Assets :

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or cash generating unit's (CGU) fair value less costs of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. If such recoverable amount of the asset or cash generating unit is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is any indication that any impairment loss recognized for an asset in prior years may no longer exist or may have decreased, the recoverable amount is reassessed and such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

19. Provisions :

A provision is recognized when the company has a present obligation as a result of past events and it is probable that there will be an outflow of resources to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

20. Contingent Liabilities :

Contingent liabilities, if any are disclosed in the notes on accounts. Provision is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end till the approval of the accounts by the board of directors and which have material effect on the position stated in the balance sheet.

D. Ind AS Optional Exemptions:

Ind AS 101 allows first-time adopters certain exemptions/exceptions from the retrospective application of certain requirements under Ind AS. In preparing these financial statements, the Company has applied the following exemptions:

Deemed cost for property, plant and equipment

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all its property, plant and equipment as recognized in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition. Accordingly, the Company has elected to measure all of its property, plant and equipment at their previous GAAP carrying value and use that as its deemed cost as at the date of transition (April 01, 2016).

Designation of previously recognized financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVTOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has designated investments in equity shares (other than investments in equity shares of associates) as held at FVTOCI on the basis of the facts and circumstances that existed at the date of transition.

2 Property, Plant and Equipments

Less : Depreciation during the year towards Discontinued operations	1,86,259
Balance Depreciation on other assets charged to Statement of Profit and Loss	20,953

Particulars	Gross Carrying Amount			Depreciation				Net Carrying Amount	
	As at April 01, 2019	Additions during the year	Deductions/ Adjustments during the year	As at March 31, 2020	Upto March 31, 2019	Provided during the year	On Deductions/ Adjustments	Upto March 31, 2020	As at March 31, 2019
Land Free-hold Buildings	36,10,057	-	-	36,10,057	-	-	-	-	36,10,057
Plant & equipment	44,99,195	-	-	44,99,195	6,32,134	2,05,419	-	8,37,553	38,67,061
Office Equipments	96,214	-	-	96,214	96,183	-	-	96,183	31
Furniture and fixtures	65	-	-	65	-	-	-	-	65
Vehicles	23,138	-	-	23,138	3,884	2,311	-	6,195	19,254
	5	-	-	5	-	-	-	-	5
Total	82,28,674	-	-	82,28,674	7,32,201	2,07,730	-	9,39,931	74,96,473

2.2.2 Premises of a subsidiary company is mortgaged with bank for loans taken by a related party.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
3 Other Financial Assets		
Other Financial Assets (Non Current)		
Security Deposits		
Considered doubtful	2,06,600	2,06,600
Considered Good	56,13,927	56,13,927
	<u>58,20,527</u>	<u>58,20,527</u>
Less : Provision for doubtful deposits	2,06,600	2,06,600
Total	<u><u>56,13,927</u></u>	<u><u>56,13,927</u></u>
4 Inventories		
Stores & Spares	-	1,80,93,447
Shares and Debentures	1,000	1,000
For Mode of valuation refer Note 1(C-8)		
Total	<u><u>1,000</u></u>	<u><u>1,80,94,447</u></u>
5 Trade receivables		
Unsecured Considered Good unless stated otherwise		
Due more than six months		
considered good	-	-
considered doubtful	3,84,116	3,84,116
	<u>3,84,116</u>	<u>3,84,116</u>
Due less than six months		
considered good	21,36,019	4,08,105
	<u>25,20,135</u>	<u>7,92,221</u>
Less : Provision for doubtful debts	3,84,116	3,84,116
Total	<u><u>21,36,019</u></u>	<u><u>4,08,105</u></u>
6 Cash and cash equivalents		
Balances with banks:		
In current accounts	10,25,850	24,12,105
Cash on hand	85,438	4,92,820
Total	<u><u>11,11,288</u></u>	<u><u>29,04,925</u></u>
7 Loans		
Loans - Current		
Unsecured - considered good		
Loans to employees	2,05,056	2,06,492
Total	<u><u>2,05,056</u></u>	<u><u>2,06,492</u></u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
8 Other financial assets		
Other financial assets (Current)		
Interest receivable	1,61,466	2,06,372
Assets held for Disposal	28,07,261	-
Fixed Deposits with Banks	6,12,792	6,12,792
Others		
considered doubtful	4,15,95,749	4,15,95,749
Considered good	2,96,994	14,46,704
	4,18,92,743	4,30,42,453
Less : Provisions for doubtful	4,15,95,749	4,15,95,749
	2,96,994	14,46,704
Total	38,78,513	22,65,868
 8.1	During the year 1998-99, company had imported some material and could not pay custom duty due to financial crisis. The material was stored in Central Warehousing Corporation bonded warehouse. During the year 2012-13, the company came to know that the material was auctioned by the Custom Authority for non payment of duty. Since the matter is pending with High Court, claims for the same amounting to ₹ 1,87,71,179/- is provided in the books of accounts included in doubtful provisions.	
 9 Other current assets		
Balances with Govt Authorities	38,77,910	66,68,837
Net Tax Assets	7,52,955	9,24,855
Prepaid expenses	63,703	57,107
Total	46,94,568	76,50,799
 10 Equity Share Capital		
Authorised		
5,00,00,000 (5,00,00,000) Equity Shares of ₹ 10/- each	50,00,00,000	50,00,00,000
Issued, Subscribed and Paid up		
1,04,69,400 (1,04,69,400) Equity shares of ₹ 10/- each fully paid up	10,46,94,000	10,46,94,000
Total issued, subscribed and fully paid up share capital	10,46,94,000	10,46,94,000

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

a Reconciliation of the equity shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2021		As at March 31, 2020	
	Number	Amount in ₹	Number	Amount in ₹
Shares outstanding at the beginning of the year	1,04,69,400	10,46,94,000	1,04,69,400	10,46,94,000
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	1,04,69,400	10,46,94,000	1,04,69,400	10,46,94,000

b Terms/rights attached to the equity shares

Details of the rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital.

Equity Shares : The Company has only one class of Equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share. Dividend is payable in the proportion to the Capital Paid up. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c Details of the shareholders holding more than 5% shares in the Company

Name of Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Silver Eagle Inc	30,40,000	29	30,40,000	29
Libra Mercantile Pvt Ltd	14,04,401	13	14,04,401	13
Rainbow Agri Industries Ltd	5,24,126	5	-	-
Jupiter Corporate Services Pvt. Ltd.	-	-	6,34,330	6

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
11 Other Equity		
Capital Reserve		
Opening balance	60,30,000	60,30,000
Addition during the year	-	-
Closing balance	60,30,000	60,30,000
Retained Earnings		
Opening balance	(61,86,35,539)	(59,00,80,934)
Profit / (Loss) for the year	(1,79,49,976)	(2,85,54,605)
Closing Balance	(63,65,85,515)	(61,86,35,539)
FVTOCI (Others)		
Opening balance	(1,11,861)	54,841
Remeasurement of defined benefit obligation (net of tax)	(25,786)	(1,66,702)
Closing Balance	(1,37,647)	(1,11,861)
Total Other Equity	(63,06,93,162)	(61,27,17,400)

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
12 Borrowings		
Borrowings (Non Current)		
Secured Loans		
From Others	1,15,00,000	10,00,000
	<u>1,15,00,000</u>	<u>10,00,000</u>
Unsecured Loans		
From related parties	17,42,50,000	20,15,50,000
From others	51,00,000	51,00,000
	<u>17,93,50,000</u>	<u>20,66,50,000</u>
Total	<u>19,08,50,000</u>	<u>20,76,50,000</u>

- 12.1 **Terms and Condition of Secured Borrowings :** Loan from Others is repayable in single installment on 26/03/2024 and carries interest @ 10% p.a. Loan is to be secured by mortgage of the land.

13 Other Financial Liabilities

Other financial liabilities (Non Current)

Interest Free sales tax deferral	31,03,44,140	31,03,44,140
Total	<u>31,03,44,140</u>	<u>31,03,44,140</u>

- 13.1 The company had a liability of ₹ 31,23,33,405/- payable from 30th April 2001 to 30th April 2014 to sales tax department of Government of Maharashtra in respect of sales tax deferral scheme. The company had paid ₹ 19,89,265/- against the same.

14 Provisions

Provisions (Non Current)

For employee benefits - (refer note 29)

Gratuity	4,88,771	4,56,603
Leave benefits	1,41,496	1,15,966
Total	<u>6,30,267</u>	<u>5,72,569</u>

15 Trade payables

Amount Due to MSME	14,33,622	14,33,622
Others	4,23,154	42,970
Total	<u>18,56,776</u>	<u>14,76,592</u>

- 15.1 Based on the information available with the company, one party has been identified as MSME as defined under "Micro, Small and medium Enterprise Development Act, 2006" which has claimed ₹ 14,33,622/- (Previous Year ₹ 14,33,622/-) towards supply. This liability has been disputed by the company. The party has filed a complaint against the company, with Micro and Small Enterprises Facilitation Council. Under these circumstances interest, if any, will be accounted as and when becomes payable.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
16 Other Financial Liabilities		
Other financial liabilities (Current)		
Others	3,79,93,318	3,48,58,576
Total	3,79,93,318	3,48,58,576
17 Other Current Liabilities		
Statutory dues	61,17,021	62,18,352
Other liabilities	1,82,734	4,48,872
Total	62,99,755	66,67,224
18 Provisions		
Provisions (Current)		
For employee benefits - (refer note 29)		
Gratuity	9,589	4,25,451
Leave benefits	13,548	1,39,368
Total	23,137	5,64,819
Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
19 Revenue from Operations		
Sale of Traded Goods	40,55,451	37,56,452
Total	40,55,451	37,56,452
20 Other Income		
Interest income	1,49,160	10,19,223
Dividends	6,513	2,276
Prior Period Income	1,470	-
Sale of Scrap	-	73,86,404
Miscellaneous Income	1,78,108	19,680
Total	3,35,251	84,27,583
21 Purchase of Stock in Trade		
Cost of Traded Goods	25,59,770	36,39,425
Total	25,59,770	36,39,425

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
22 Employee Benefit Expenses		
Salaries and wages	92,34,999	1,09,67,554
Contribution to provident and other funds	3,19,536	1,63,227
Staff welfare expenses	38,861	1,34,005
Total	95,93,396	1,12,64,786
23 Finance Cost		
Interest expenses	16,57,939	18,22,227
Total	16,57,939	18,22,227
24 Other Expenses		
Power & Fuel	5,50,393	6,52,097
Repairs to		
Buildings	1,65,650	12,71,713
Machinery	-	2,11,100
Others	1,09,721	5,40,130
Stores & Spares - Consumed	-	14,278
Loss on sale of Scrapped - CWIP	-	1,00,19,841
Insurance	4,31,193	3,55,981
Rates and taxes	16,64,634	7,28,129
Travelling and conveyance expenses	3,26,200	5,32,714
Legal and professional fees	2,63,750	14,59,410
Printing, stationery and communication expenses	1,91,931	6,08,053
Bank charges	3,477	5,134
Security charges	24,31,873	25,13,823
Sundry balances written off	14,087	9,17,416
Sundry expenses	17,25,821	36,97,240
Directors' sitting fees	62,000	64,000
Auditors' remuneration		
Audit fees	1,29,000	1,29,000
Taxation matters	71,000	81,000
Reimbursement of expenses	2,177	3,413
Total	81,42,907	2,38,04,472

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

Particulars	For the year ended March 31, 2021	For the year ended March 31, 2020
25 Profit/(Loss) from Discontinued operations		
Sale of Scrap	2,81,31,788	-
Less :		
Stores and Spares - Scrapped	1,80,93,447	-
CWIP - Scrapped	95,75,565	-
Dismantling Expenses	3,62,444	-
Repairs & Maintenance - Plant and Machinery	2,79,786	-
Depreciation on Building	1,86,259	-
	2,84,97,501	-
Total	(3,65,713)	-

Note 26

Earning Per Share (EPS)

Sr. No.	Particulars	For the Year Ended 31st March, 2021	For the Year Ended 31st March, 2020
i	Total Comprehensive Income/(Expenses) for the year (Amount in ₹)	(1,79,75,762)	(2,87,21,307)
ii	Weighted Average number of Equity Shares outstanding	1,04,69,400	1,04,69,400
iii	Weighted Average number of Equity Shares including diluted potential equity shares outstanding during the year	1,04,69,400	1,04,69,400
iv	Face Value of Equity Shares in ₹	10.00	10.00
v	Basic Earning per Equity Share (Before Extraordinary item)	(1.72)	(2.74)
vi	Diluted Earning per Equity Share (Before Extraordinary item)	(1.72)	(2.74)
vii	Basic Earning per Equity Share (After Extraordinary item)	(1.72)	(2.74)
viii	Diluted Earning per Equity Share (After Extraordinary item)	(1.72)	(2.74)

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Note 27

Contingent Liabilities :

a. Claims against the company not acknowledged are as follows :

(Amount in ₹)

Name of the Statute	As at March 31, 2021	As at March 31, 2020
Income Tax	NIL	2,44,91,973
Irrigation Department	25,92,05,087	25,92,05,087
MSME Interest	66,19,130	47,38,474
Employee Compensation	4,00,000	27,60,000

The Company is in appeal for these claims.

b. Guarantees / Counter Guarantees given to Banks, Financial Institutions and other Body Corporate ₹ 27,05,00,000/- (Previous Year ₹ 27,05,00,000/-)

Note 28

As approved in AGM, the company has scrapped and disposed off all its Plant and Machinery except transformer and braker. Therefore, company has decided to discontinue its methanol manufacturing activities and will take up its trading activities as the major business operation. Accordingly the company continues to prepare accounts on the basis of "Going Concern Concept".

Note 29

Employee Benefits

Defined Contribution Plan

Provident Fund

Superannuation fund and Pension scheme, 1995

The company has recognized the following amounts in the statement of Profit and Loss which are included under Contribution to Provident and other funds :

(Amount in ₹)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Contribution to : Provident Fund	82,377	93,867

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Disclosure for Defined Benefit Plans based on actuarial valuation report :

(Amount in ₹)

	For the year ended March 31, 2021	For the year ended March 31, 2020
Gratuity		
Changes in defined benefit obligations		
Present value of defined benefit obligation as at the beginning of the year	8,82,054	6,55,580
Interest Cost	50,806	43,662
Current Service Cost	1,77,326	16,110
Liability transferred out	-	-
Past service cost-vested benefits	-	-
Benefit paid	(6,37,612)	-
Actuarial (gain)/loss due to changes in financial assumptions	(12,644)	22,731
Actuarial (gain)/loss due to changes in experience adjustments	38,430	1,43,971
Present value of defined benefit obligation as at end of the year	4,98,360	8,82,054
Changes in Fair Value of Plan Assets		
Fair value of Plan Assets at the beginning of the year	-	-
Interest Income	-	-
Employer Contribution	-	-
Benefits paid	-	-
Return on Plan Assets (excluding interest income)	-	-
Fair value of Plan Assets at end of the year	-	-
Amount recognized in the Balance Sheet		
Present value of defined benefit obligation at end of the year	(4,98,360)	(8,82,054)
Fair value of Plan Assets at end of the year	-	-
Net liability recognize in the Balance Sheet	(4,98,360)	(8,82,054)
Current Provision	9,589	4,25,451
Non Current provision	4,88,771	4,56,603

(Amount in ₹)

	31.03.2021	31.03.2020
Expenses recognized in the Statement of Profit and Loss		
Interest Cost /(Income)	50,806	43,662
Current Service Cost	1,77,326	16,110
Actuarial (Gain) / Losses	-	-
Past Service Cost – vested benefits	-	-
Expenses recognized in the Statement of Profit and Loss	2,28,132	59,772

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

	31.03.2021	31.03.2020
Expenses recognized in the Other Comprehensive Income (OCI)		
Remeasurement (gain) / loss	25,786	1,66,702
Actuarial (gain)/loss due to change in financial assumptions	-	-
Actuarial (gain)/loss due to change in experience adjustment	-	-
Net (Income)/Expenses recognized in OCI	25,786	1,66,702
Movement in the present value of net defined benefit obligations are as follows		
Opening net liability	8,82,054	6,55,580
Liability transferred out	-	-
Expenses recognized in the Statement of Profit and Loss	2,28,132	59,772
Expenses recognized in OCI	25,786	1,66,702
Benefits paid	(6,37,612)	-
Closing net liability	4,98,360	8,82,054
Actuarial Assumptions		
Retirement age - years	58	58
Discount rate and expected Return on Plan Assets	6.26% p.a.	5.76% p.a.
Mortality	Indian Assured Lives Mortality (2006-2008) Ultimate	Indian Assured Lives Mortality (2006-2008) Ultimate
Rate of Employee turnover	2% p.a.	2% p.a.
Salary escalation	5% p.a.	5% p.a.
Other details		
No of Active Members	4	7
Per month salary for Active Members	3,77,750	4,27,267
Weighted Average duration of the Projected Benefit Obligation	6	4
Average Expected Future Service - years	6	4
Projected Benefit obligation	4,98,360	8,82,054
Prescribed Contribution for next year (12 months)	-	-
Maturity analysis of defined benefit obligation from the employer	Estimated for the year ended March 31, 2021	Estimated for the year ended March 31, 2020
1 st following year	9,589	4,25,451
2 nd following year	11,067	11,685
3 rd following year	11,841	12,927
4 th following year	20,596	13,633
5 th following year	52,169	18,100
Sum of years 6 to 10	5,85,225	5,85,897
Sum of years 11 and above	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

	Estimated for the year ended March 31, 2021	Estimated for the year ended March 31, 2020
Sensitivity analysis		
Delta impact of +1% change in discount rate	(24,123)	(25,170)
Delta impact of -1% change in discount rate	25,697	26,990
Delta impact of +1% change in salary escalation rate	25,762	26,927
Delta impact of -1% change in salary escalation rate	(24,630)	(25,581)
Delta impact of +1% change in rate of employee turnover	(9,785)	(6,048)
Delta impact of -1% change in rate of employee turnover	9,964	6,217

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (unfunded).

Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the government security rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Company has to manage pay-out based on pay as you go basis from own funds.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Characteristics of defined benefit plans

The Company has considered the ceiling limit for payment of gratuity as per the provision of payment of Gratuity Act, 1972.

In case of subsidiary company, provision for leave encashment and gratuity is not required as the company does not have any employee as on 31st March, 2021.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Note 30

Segment Reporting IND AS-108 :

The company has the following primary segments during the year :

- 1 Methanol
- 2 Trading Goods

Information about Primary Business Segment :

(Amount in ₹)

Particulars	Methanol		Trading		Total	
	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
Segment Revenue	-	-	40,55,451	37,56,452	40,55,451	37,56,452
Segment Results before interest, exceptional / extraordinary items and tax	(3,65,713)	(2,23,75,499)	14,95,681	1,17,027	11,29,968	(2,22,58,472)
Net Unallocable (Income)/Expenses					1,74,22,005	44,73,906
Finance Cost					16,57,939	18,22,227
Profit/(Loss) for the year before Tax					(1,79,49,976)	(2,85,54,605)
Tax Expenses					-	-
Profit/(Loss) for the year					(1,79,49,976)	(2,85,54,605)
Other Comprehensive Income/(Expenses)					(25,786)	(1,66,702)
Total Comprehensive Income/(Expenses) for the year					(1,79,75,762)	(2,87,21,307)

Other Information

(Amount in ₹)

Particulars	Methanol		Trading		Unallocable		Total	
	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
Segment Assets	-	5,13,65,722	60,34,664	4,08,105	1,59,63,567	23,36,693	2,19,98,231	5,41,10,520
Segment Liabilities	-	5,62,082,054	-	-	54,79,97,393	51,866	54,79,97,393	56,21,33,920
Depreciation	-	1,89,082	-	-	20,953	18,648	20,953	2,07,730
Non cash expenses other than depreciation	-	-	-	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Note 31

Related Party Disclosure

A. List of related parties as required by Ind AS-24 “Related Party Disclosure” are given below :

i	Associates	Silver Eagle Inc
ii	Key Management personnel (KMP) & their relatives	Mr. H D Ramsinghani – Managing Director & CFO Mr. R D Jog – Company Secretary Mr. C M Divakaran Nair – Director
iii	Non Executive Directors	Mrs. N H Ramsinghani Mr. R G Kulkarni Mr. D N Singh Mr. B L Khanna Mr. P K Banerjee
iv	Where persons mentioned in (ii) exercise significant influence	Rainbow Denim Ltd. Rama Phosphates Ltd. Rama Industries Ltd. Rainbow Agri Industries Ltd. Bluelagoon Investments Pvt. Ltd. Nova Gelicon Pvt. Ltd.

B. Transactions with related parties :

(Amount in ₹)

	Type of related party	Description of nature of transaction (Excluding Reimbursement)	Volume of transaction during 2020-21	Volume of transaction during 2019-20	Balance as on 31.03.2021 Receivable / (Payable)	Balance as on 31.03.2020 Receivable / (Payable)
i	Key management personnel					
	Mr. H D Ramsinghani	Remuneration paid	36,00,000	36,00,000	-	-
		Loans / Advances given	40,00,000	-	-	-
		Loans / Advances recovered	40,00,000	-	-	-
	Mr. R D Jog	Remuneration paid	6,60,000	6,60,000	-	-
ii	Non Executive Director					
	Mrs. N H Ramsinghani	Sitting fees paid	10,000	4,000	-	-
	Mr. R G Kulkarni	Sitting fees paid	22,000	24,000	-	-
	Mr. P K Banerjee	Sitting fees paid	6,000	-	-	-
	Mr. D N Singh	Sitting fees paid	4,000	10,000	-	-
	Mr. S S Arora	Sitting fees paid	-	10,000	-	-
	Mr. B L Khanna	Sitting fees paid	20,000	16,000	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

	Type of related party	Description of nature of transaction (Excluding Reimbursement)	Volume of transaction during 2020-21	Volume of transaction during 2019-20	Balance as on 31.03.2021 Receivable / (Payable)	Balance as on 31.03.2020 Receivable / (Payable)
iii	Where KMP and their relatives exercise significant influence					
	Rama Krishi Rasayan (A Div. of Rama Phosphates Ltd.)	Sale of goods – excluding tax	40,24,885	37,16,244	21,36,019	4,08,105
	Rama Phosphates Ltd.	Premises pledged with bank	This transaction is of non monetary consideration	This transaction is of non monetary consideration	-	-
	Rainbow Agri Industries Ltd.	Loans / Advances taken	2,11,00,000	1,77,00,000	-	-
		Loans / Advances repaid	2,11,00,000	19,27,00,000		
		Interest Paid	3,10,750	-		
		Interest Received	-	7,69,253	-	-
	Bluelagoon Investments Pvt. Ltd	Loans / Advances taken	80,00,000	15,69,00,000	(17,42,50,000)	(20,15,50,000)
		Loans / Advances repaid	3,53,00,000	5,75,00,000	-	-
	Nova Gelicon Pvt. Ltd.	Securities pledged for loan taken by others	This transaction is of non monetary consideration	This transaction is of non monetary consideration	-	-

Terms and conditions of transaction with related parties :

The sale to related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and settlement occurs in cash.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Note 32

Deferred Taxation

(Amount in ₹)

Particular	As At March 31, 2021	As At March 31, 2020
Deferred Tax Liability		
Property, Plant and Equipment	(1,21,951)	6,17,696
Deferred Tax Assets		
Provision for doubtful receivables	1,06,17,489	1,09,68,481
Unused Tax Credit / losses	4,02,74,735	4,18,12,433
Expenses that are allowed on payment basis	21,69,617	19,59,636
Total Deferred Tax Asset	5,30,61,841	5,47,40,550
Net Deferred (Asset) / Liability	(5,31,83,792)	(5,41,22,854)

Movement in deferred tax balances

Movement in deferred tax during the year ended March 31, 2021

(Amount in ₹)

Particular	Opening balance as at April 01, 2020	Changes during the year *	Closing balance as at March 31, 2021
Property, Plant and Equipment	6,17,696	-	(1,21,951)
Provision for doubtful receivables	1,09,68,481	-	1,06,17,489
Unused Tax Credit / losses	4,18,12,433	-	4,02,74,735
Expenses that are allowed on payment basis	19,59,636	-	21,69,617

Movement in deferred tax during the year ended March 31, 2020

(Amount in ₹)

Particular	Opening balance as at April 01, 2019	Changes during the year *	Closing balance as at March 31, 2020
Property, Plant and Equipment	6,32,926	-	6,17,696
Provision for doubtful receivables	1,09,68,481	-	1,09,68,481
Unused Tax Credit / losses	2,57,02,808	-	4,18,12,433
Expenses that are allowed on payment basis	18,34,686	-	19,59,636

* In view of the company not expecting any taxable profits in near future, no deferred tax asset is recognized.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Note 33

Financial Instruments - Fair Value and Risk Management

a. Accounting Classification

The carrying value of financial instruments by categories are as follows:

(Amount in ₹)

Particulars	March 31, 2021	March 31, 2020
	Amortise Cost	Amortise Cost
Financial Assets		
Investment in equity instruments	-	-
Loans	2,05,056	2,06,492
Trade receivable	21,36,019	4,08,105
Cash and cash equivalents	11,11,288	29,04,925
Other financial assets	94,92,440	78,79,795
Total	1,29,44,803	1,13,99,317
Financial Liabilities		
Borrowings	19,08,50,000	20,76,50,000
Trade payable	18,56,776	14,76,592
Other financial liabilities	34,83,37,458	34,52,02,716
Total	54,10,44,234	55,43,29,308

b. Fair value hierarchy and Method of valuation

Since there is no investments hierarchy table not given.

c. Risk management framework

The Company's principal financial liabilities include borrowing, trade and other payables. The Company's principal financial assets include loans, trade receivable, cash and cash equivalents and others. The Company also holds FVTOCI investments. The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of these risks. The Company's senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

d. Financial Risk Management

The Company has exposure to the following risks arising from financial instruments :

- i) Credit Risk
- ii) Liquidity Risk
- iii) Market Risk

i) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, investment in inter corporate deposit and loans given.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

The carrying amount of following financial assets represents the maximum credit exposure :

Trade receivable

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. No impairment is observed on the carrying value of trade receivables.

Other financial assets

Credit risk from balances with banks, loans, investments is managed by Company's finance department. Investments of surplus funds are made only with approved counterparties. No impairment on such investment has been recognised as on the reporting date.

ii) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed condition, without incurring unacceptable losses or risking damage to the Company's reputation.

The Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cashflows. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of surplus funds, bank loans and inter-corporate loans.

Exposure to Liquidity Risk

The following are the remaining contractual maturities of financial liabilities at the reporting date.

(Amount in ₹)

March 31, 2021	Carrying Amount	Contractual Cashflows				
		Total	Within 1 year	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Borrowings	19,08,50,000	19,08,50,000	-	-	1,15,00,000	17,93,50,000
Trade payable	18,56,776	18,56,776	18,56,776	-	-	-
Other Financial Liabilities	34,83,37,458	34,83,37,458	11,60,080	-	-	34,71,77,378

(Amount in ₹)

March 31, 2020	Carrying Amount	Contractual Cashflows				
		Total	Within 1 year	1-2 years	2-5 years	More than 5 years
Financial Liabilities						
Borrowings	20,76,50,000	20,76,50,000	10,00,000	-	-	20,66,50,000
Trade payable	14,76,592	14,76,592	14,76,592	-	-	-
Other Financial Liabilities	34,52,02,716	34,52,02,716	8,60,166	-	-	34,43,42,550

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

(Amount in ₹)

iii) Market Risk

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

Currency Risk

Currency risk is not material, as the Company's primary business activities are within India and does not have any exposure in foreign currency.

Interest rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to risk of changes in market interest rate is not material as the Company is having fixed rate borrowings.

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rate at the reporting date would not affect profit or loss.

Commodity price Risk

The Company has discontinued its methanol manufacturing activities and taken up trading activity as its major business operation. The Trading activity is being done with sole objective of sourcing its material at cheaper rate and selling the same with margin. In view thereof, the Management do not foresee any risk in this trading activity since our sale price is adequately insulated with profit margin at decent level. The sourcing price may vary depending on the prevailing market price though the same formula is applicable to the company while selling of the said product. Hence Company's exposure to risk of changes in market value of the commodity is not material.

Note 34**Capital Management**

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt and the total equity of the Company. For this purpose, net debt is defined as total borrowings less cash and cash equivalents.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The funding requirements are met through short-term/long-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

NOTES TO CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

The company's net debt to equity ratio is as follows :

(Amount in ₹)

	As at March 31, 2021	As at March 31, 2020
Borrowings	19,08,50,000	20,76,50,000
Less : Cash and Cash Equivalents	11,11,288	29,04,925
Net Debt	18,97,38,712	20,47,45,075
Total Equity	(52,59,99,162)	(50,80,23,400)
Debt / Equity ratio	(0.36)	(0.40)

Note 35

Previous year figures have been regrouped / rearranged wherever necessary to make them comparable.

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S.I. Khandelwal

Partner

M No. 101388

D. N. Singh

Director

DIN : 00021741

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

Place : Mumbai

Date : June 28, 2021

Place : Mumbai

Date : June 28, 2021

for Consolidated Financial Statements**Form AOC – 1**

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

Statement containing salient features of the financial statement of Subsidiary

Name of the Subsidiary	:	Rama Capital & Fiscal Services Pvt. Ltd.
The date since when subsidiary was acquired	:	15/11/1995
Reporting period for the subsidiary concerned	:	31.03.2021
Reporting currency	:	₹
Share Capital	:	₹ 3,00,03,000
Reserves and Surplus	:	₹ (26,63,74,301)
Total Assets	:	₹ 12,02,579
Total Liabilities	:	₹ 23,75,73,880
Investments	:	Nil
Turnover	:	₹ 31,843
Profit/(Loss) before taxation	:	₹ (1,62,373)
Provision for taxation	:	Nil
Profit/(Loss) after taxation	:	₹ (1,62,373)
Other Comprehensive Income	:	Nil
Total Comprehensive Profit/(Loss) for the year	:	₹ (1,62,373)
Proposed dividend	:	Nil
% of share holding	:	100%

As per our report of even date attached

For and on behalf of the Board of Directors

For Khandelwal & Mehta LLP

Chartered Accountants

(Firm Registration No. W100084)

S.I. Khandelwal

Partner

M No. 101388

D. N. Singh

Director

DIN : 00021741

H.D. Ramsinghani

Managing Director & CFO

DIN : 00035416

R. D. Jog

Company Secretary

Place : Mumbai

Date : June 28, 2021

Place : Mumbai

Date : June 28, 2021

This image shows a single sheet of white paper with horizontal blue or grey ruling lines. The lines are evenly spaced and run across the width of the page. There are approximately 20 lines visible. The paper has a slight shadow on the right side, suggesting it's resting on a surface. There is no handwriting or other markings on the paper.

This image shows a single sheet of white paper with horizontal blue or grey ruling lines. The lines are evenly spaced and run across the width of the page. There are approximately 20 lines visible. The paper has a slight shadow on its right side, suggesting it's resting on a surface.

