

MANOR ESTATES AND INDUSTRIES LIMITED

Regd. Office: S No. 321, Kallakal Village, Gajwel TQ, Medak District, Telangana 502336
CIN: L45400TG1992PLC014389 Phone: 8897642711 E-mail: meilmedak@gmail.com
Website: www.meilmedak.in GSTIN: 36AABCK2979A1ZO

Medak, 5th September 2022

To
The General Manager - Operations,
BSE Limited,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 290 001

Dear Sir,

Subject: Submission of the 30th Annual Report of Manor Estates and Industries Limited for the financial year 2021-22

Ref: Regulation 34 (1) of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation, 2015

We submit herewith the 30th Annual report of the company for the financial year 2021-22 along with the Notice of the Annual General Meeting which is scheduled on Friday, the 30th September, 2022 at 11:00 A.M. at the registered office of the company situated at Survey No. 321, Kallakal Village, Medak District, Telangana - 502 336

Kindly take the above information on record.



Krati Garg
Company Secretary & Compliance Officer

MANOR ESTATES AND INDUSTRIES LIMITED

**30TH ANNUAL REPORT
2021-2022**

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MANOR ESTATES AND INDUSTRIES LIMITED

Board of Directors:

- | | | |
|----|------------------------------|---|
| 1. | Mr. Anil Agarwal | : Director, C.F.O, Promoter |
| 2. | Mr. Rishabh Agarwal | : Whole-time Director, Promoter |
| 3. | Ms. Nalini Agarwal | : Director (Non-Executive) |
| 4. | Prof. Meenakshi Reddy | : Director, (Non-Executive) |
| 5. | Mr. Siddharth Sanghi | : Director, Independent, Non-Executive |
| 6. | Mr. Raghavendra Rahul Korlam | : Additional Director, Independent, Non-Executive |

Key Managerial Personnel (KMP):

- | | | |
|----|---------------------|--|
| 1. | Mr. Rishabh Agarwal | : Whole-time Director |
| 2. | Mr. Anil Agarwal | : Chief Financial Officer |
| 3. | Ms. Krati Garg | : Company Secretary & Compliance Officer |

Corporate Identification Number:

L45400TG1992PLCO14389

Registered Office:

Survey No. 321, Kallakal Village,
Medak District, Telangana - 502 336

Statutory Auditors:

M/s. Nataraja Iyer & Co.
Chartered Accountants
1-10-126, Ashok Nagar,
Hyderabad – 500 020, Telangana

Secretarial Auditor:

M/s Arpita & Associates
Practicing Company Secretary
D1/1, Akshat Elegance Apts.,
F. No. 306, Behari Marg, Bani Park,
Jaipur – 302016

Internal Auditor:

M/s. Sattiraju Sathyanarayan Murthy,
Chartered Accountant
506, 5th Floor, Swapnalok Complex
S.D. Road, Secunderabad – 500003

Registrar and Share Transfer Agent:

Bigshare Services Private Limited
306, Right Wing, 3rd Floor, Amritha Ville,
Opp. Yashoda Hospital, Somajiguda, Raj Bhawan Road,
Hyderabad – 500082, Telangana
Ph: 040-23374967
Email: bsshyd@bigshareonline.com

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 30th Annual General Meeting of the members of MANOR ESTATES AND INDUSTRIES LIMITED will be held on Friday, the 30th day of September 2022 at 11 A.M. at the registered office of the company Situated at Survey No. 321, Kallakal Village, Medak District, Telangana 502 336 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the company for the year ended 31st March 2022, the Auditor's report thereon and the report of the Board of Directors.
2. To appoint a director in place of Ms. Nalini Agarwal (DIN: 07164298), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To regularise the appoint of Mr. Raghavendra Rahul Korlam, as a Non-Executive Independent director of the company for a period of five years.

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and any other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, as recommended by the Nomination and Remuneration Committee and the Board of Directors, consent of the members of the company be and is hereby accorded to regularise the appointment of Mr. Raghavendra Rahul Korlam (DIN: 08925952), as a non-executive independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, who shall hold office for five (5) consecutive years commencing from 25th February, 2022 and not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Date: 13.08.2022

Place: Medak

Registered Office:

Survey No. 321, Kallakal Village,
Medak District, Telangana – 502336

By order of the Board
for Manor Estates and Industries Limited

Sd/-
Krati Garg
Company Secretary

NOTES:

1. A statement giving the relevant details of the directors seeking appointment and re-appointment under the accompanying Notice, as required by Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is annexed herewith. The directors furnished the requisite declarations for re-appointment.
2. A member entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty-eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable.
A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days' notice in writing is given to the Company.
4. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/Folio No., which is enclosed herewith, and hand over the same at the entrance of AGM venue.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
6. Relevant documents referred to in the accompanying notice and in the explanatory statements are open for inspection by the members at the company's registered office on all working days of the company, during business hours up to the date of the meeting.
7. Corporate members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the company, a certified copy of the relevant board resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the meeting.
8. Members seeking any information with regard to the accounts are requested to write to the company at an early date, at least 10 days prior to the meeting so as to enable the management to keep the information ready at the meeting.
9. Any director himself/herself or any member intending to propose any person as a director other than a retiring director, has to give a notice as to his intention to propose him/her as a candidate for that office not less 14 (fourteen) days before the meeting along with deposit of Rs.1,00,000 (Rupees One Lakh only).
10. Members holding shares in dematerialized form (electronic form) are requested to intimate any changes in their respective addresses, bank mandates etc., directly to their respective Depository Participants.

11. The Notice of the AGM along with the Annual Report 2021-22 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories.
12. Members may also note that the notice of the 30th AGM and the Annual Report for 2021-2022 will also be available on the company's website www.meilmedak.in for download.
13. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the company's Registrar and Transfer Agent.
14. Members holding shares in the company and who have not registered their e-mail id with the company or the depository and wish to avail e-voting may write to the registrar or the company quoting their client id/folio no. and DP id so as to send the password for e-voting. Hard copy of the ballot paper will be provided at the venue of the AGM for those members who have not exercised their e-voting.
15. Pursuant to prohibition imposed vide Secretarial Standards on General Meetings (SS-2) issued by ICSI and the MCA Circular, no gifts shall be distributed at the meeting.
16. Voting through electronic means:
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide facility to the members to exercise their right to vote at the 30th Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting platform provided by CDSL.
 - The Company is also providing the facility for voting by way of physical ballot at the Annual General Meeting, for members attending the meeting and who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through the ballot paper. Mr. N.V.S.S. Suryanaryana, practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the ballot process at the Annual General Meeting in a fair and transparent manner.
 - Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - A person whose name is recorded in the registrar of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 22nd September 2022 only shall be entitled to avail the facility of remote e-voting.

The instructions for Remote E-Voting are as under:

- i. The voting period begins on 27th September, 2022 at 9.00 A.M. and ends on 29th September, 2022 at 5.00 P.M. During this period any shareholder of the company holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., 22nd September, 2022 at 5.00 P.M. cast his/her vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account**

holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- ii. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for e-Voting:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 27th September, 2022 at 9.00 A.M. and ends on 29th September, 2022 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2022 at 5.00 P.M. may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit 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 option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/ LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available in www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you

	<p>will be re-directed 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> <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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<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 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 Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 toll free no. 1800 22 55 33
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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 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 Physical shareholders and other than individual shareholders holding shares in Demat.
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.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - 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 will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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 mandatory 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; meilmedak@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- II. The Scrutinizers shall within a period not exceeding three (3) working days from the conclusion of the Remote E-Voting period unblock the votes in the presence of at least two witnesses not in the employment of the company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the chairman of the company.
- III. The results shall be declared on or before the AGM of the Company. The results along with the Scrutinizer's Report shall be placed on the Company's website www.meilmedak.in and on the website of Bigshare Services Private Limited within two (2) days of passing of the resolutions at the AGM of the Company and be communicated to the Stock Exchanges.
17. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.

EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102(1) OF THE COMPANIES ACT, 2013.

Item No. 3

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 25th February, 2022 appointed Mr. Raghavendra Rahul Korlam (DIN: 08925952), as a Non-Executive Independent Director of the Company for a period of 5 year commencing from 25.02.2022 subject to the approval of members. In terms of Section 149 and other applicable provisions of Companies Act, 2013, an independent director shall be appointed by the members of the Company and shall not hold the office of Independent Directorship for more than two terms of five years each and shall not be liable to retire by rotation at every AGM.

Mr. Raghavendra Rahul Korlam (DIN: 08925952), have given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board, Mr. Raghavendra Rahul Korlam (DIN: 08925952), fulfils the conditions specified in the Act and the Rules framed thereunder for appointment as an Independent Director and is independent of the management.

The Committee and the Board are of the opinion that the knowledge and experience of Mr. Raghavendra Rahul Korlam can contribute for better management and growth of the Company.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment Mr. Raghavendra Rahul Korlam (DIN: 08925952), as Independent Director is now being placed before the members for their approval. Mr. Raghavendra Rahul Korlam, being eligible and offering himself for appointment as Independent Director, is proposed to be appointed as Independent Director for five (5) consecutive years commencing from 25.02.2022.

A brief profile of the Independent Director to be appointed is given in Annexure 'A'. Your Board recommends the resolution at set out in Item No. 3 for approval of the members as an Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives, are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

By order of the Board,
for Manor Estates and Industries Limited

Date: 13.08.2022
Place: Medak

Sd/-
Krati Garg
Company Secretary

Registered Office:
Survey No. 321, Kallakal Village,
Medak District, Telangana – 502336

Annexure A

Details of the Directors seeking Appointment/Re-appointment at the forthcoming
Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015]

Name of Director	Nalini Agarwal
Date of Birth	14.04.1979
Date of Appointment	30.03.2015
Expertise in specific functional areas	Legal & commercial matters
Qualification	LLB
List of other companies in which directorship is held as on March 31, 2022*	NONE
Chairman / Member of the Committees of the Board of the other Companies in which he/she is a director as on March 31, 2022*	NONE
Equity Shares held in the Company as on 31.03.2022	NONE
Relationship between Directors inter-se	Spouse of Mr. Rishabh Agarwal Daughter-in-law of Mr. Anil Agarwal

* Directorships and Committee memberships in Manor Estates and Industries Limited are not included in the aforesaid disclosure. Also, directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees, Nomination & Remuneration committee and Stake holders' relationship Committees of only public Companies have been included in the aforesaid table.

Name of Director	Raghavendra Rahul Korlam
Date of Birth	01.11.1991
Date of Appointment	25.02.2022
Expertise in specific functional areas	Financial analysis
Qualification	Chartered Accountant
List of other companies in which directorship is held as on March 31, 2022*	NONE
Chairman / Member of the Committees of the Board of the other Companies in which he/she is a director as on March 31, 2022*	NONE
Equity Shares held in the Company as on 31.03.2022	NONE
Relationship between Directors inter-se	NONE

* Directorships and Committee memberships in manor Estates and Industries Limited are not included in the aforesaid disclosure. Also, directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees, Nomination & Remuneration committee and Stake holders' relationship Committees of only public Companies have been included in the aforesaid table.

**FORM FOR REGISTRATION OF EMAIL ADDRESS FOR RECEIVING DOCUMENTS / NOTICES BY
ELECTRONIC MODE**

To

M/s. Bigshare Services Private Limited,
306, Right Wing, 3rd Floor, Amritha Ville,
Opp. Yashoda Hospital, Somajiguda,
Raj Bhawan Road, Hyderabad - 500082
Telangana
Email: bsshyd@bigshareonline.com

Company: Manor Estates & Industries Limited

I agree to receive all documents / notices including the Annual Report from the Company in electronic mode. Please register my email address given below in your records for sending communication through email.

Name of Sole / First Holder : _____

DP ID / Client ID / Regd. Folio No : _____

PAN No. : _____

E-Mail Address : _____

Date:

Place:

(Signature of the member)

DIRECTORS' REPORT

Dear Members,

Your directors present their 30th Annual Report on the business and operations of the Company and the accounts for the financial year ended March 31, 2022.

1. Financial summary or highlights/Performance of the Company

The performance of the Company during the year ended 31st March 2022 has been as under:

(Amounts in Rupees)

Particulars	2021-22	2020-21
Gross Income	16,112	2,80,000
Expenses	1,75,27,778	40,85,506
Profit Before Interest and Depreciation	(1,75,75,541)	(38,05,506)
Provision for Depreciation	6,126	0
Exceptional Items	NIL	NIL
Net Profit Before Tax	(1,75,81,667)	(38,05,506)
Provision for Tax	0	0
Net Profit After Tax	(1,75,81,667)	(38,05,506)
Paid up Equity Share Capital	8,23,50,000	8,23,50,000
Basic Earnings per share	(2.13)	(0.46)
Diluted Earnings per share	(2.13)	(0.46)

2. Brief description of the company's working during the year/state of company's affairs

The company has received necessary permission from the concerned local authorities for residential layout development on the land parcel belonging to the company. The company's real-estate operations have commenced. Architects, landscaping consultants and contractors have been appointed and a brand building exercise has also begun. Your directors are working to ensure that sales begin during the financial year 2023-24.

3. Material changes and commitments

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

4. Dividend

The board of directors has not recommended any dividend for the current financial year.

5. Transfer to reserve

The Company does not propose to transfer any amount to the general reserve for the financial year ended 31st March 2022.

6. Share Capital

During the year the Company has not allotted any shares. The authorized share capital of the Company is Rs. 11,00,00,000 divided into 1,10,00,000 equity shares of Rs. 10/- each. The paid-up share capital is Rs. 8,23,50,000 divided into 82,35,000 equity shares of Rs.10/- each.

7. Directors and Key Managerial Personnel as on 31st March, 2022 and details of change in Directors and Key Managerial Personnel

Your Directors believe that the Board must consciously create a culture of leadership, provide a long-term vision and policy approach to improve the quality of governance. The Board's actions and decisions are aligned with the Company's best interests.

The company has maintained an optimum combination of Executive and Non-Executive Directors.

The composition of the Board, Category, DIN and shareholding of Directors are as follows:

Sl No.	Name of the Director	Designation	DIN	No. of shares held
1.	Mr. Anil Agarwal	Director (CFO), Promoter	00040449	35,70,849
2.	Ms. Nalini Agarwal	Director (Non-Executive)	07164298	-
3.	Mr. Rishabh Agarwal	Whole-time Director, Promoter	06963740	16,647
4.	Prof. Meenakshi Reddy	Director, Independent, Non-Executive	08682434	-
5.	Mr. Raghavendra Rahul Korlam	Additional Independent Director, Non-Executive	07461756	-
6.	Mr. Siddarth Sanghi	Director, Independent, Non-Executive	00033401	-

The Key Managerial personnel of the Company as on 31st March, 2022 were as follows:

Key Managerial Personnel (KMP)

1.	Mr. Rishabh Agarwal	: Whole-time Director
2.	Mr. Anil Agarwal	: Chief Financial Officer
3.	Ms. Krati Garg	: Company Secretary

Ms. Mansi Anand resigned from the post of Company Secretary on 14th April, 2021 and Ms. Krati Garg was appointed in her place with effect from 10th June, 2021.

The office of Mr. Sanjeev Jolly was vacated with effect from 22nd July, 2021 for not attending any meeting of the Board of Directors held during a period of 12 months commencing from 27th June, 2020 pursuant to the provisions of Section 167(1)(b) of the Companies Act, 2013.

Mr. Raghavendra Rahul Korlam was appointed as the Additional Non-Executive Independent Director, of the Company with effect from 25th February, 2022.

The Board of Directors had designated Prof. Meenakshi Reddy (DIN: 08682434), Independent Director as Non-executive Director of the Company with effect from 25th February, 2022 and subsequently Prof. Meenakshi Reddy (DIN: 08682434) Director has resigned from the Board on 13th August, 2022.

During the period under review, the Board of Directors had upon the recommendation of Nomination and Remuneration Committee resolved to pay remuneration of Rs. 30,00,000/- per annum to Mr. Rishabh Agarwal, Whole-time Director and also resolved to pay remuneration of Rs. 24,00,000/- per annum to Mr. Anil Agarwal, Director and Chief Financial Officer of the Company with effect from 1st December 2021.

PROPOSED APPOINTMENTS / RE-APPOINTMENTS IN THE 30TH ANNUAL GENERAL MEETING

Approval of the shareholders is being sought for the appointment of Ms. Nalini Agarwal, (DIN 07164298) as Director (Non- Executive) of the Company, who retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment in accordance with the provisions of the Companies Act and pursuant to the Articles of Association of the Company. Your Board recommends the resolution.

Approval of the shareholders is being sought for the appointment of Mr. Raghavendra Rahul Korlam, as Non-Executive Independent Director of the Company for a period of 5 years commencing from 25.02.2022 in accordance with the provisions of the Companies Act and pursuant to Articles of Association of the Company.

8. Directors' Responsibility Statement

Pursuant to the requirement of Section 134, in the Companies Act, 2013, the Board of Directors of the company make the following statements, to the best of their knowledge and belief and according to the information and explanations obtained by them:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit/loss of the company for that period;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. they have prepared the annual accounts on a going concern basis;
- v. they have laid down internal financial controls to be followed by the company and such internal financial controls are adequate and operating effectively;
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. Selection of Independent Directors

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as an Independent Director on the Board. The Committee inter alia considers qualification, positive attributes, area of expertise and number of Directorship(s) and Membership(s) held in various committees of other companies by such persons in accordance with the Company's policy for selection of directors and determining directors' independence. The Board considers the Committee's recommendation and takes appropriate decision.

In the opinion of the Board the Independent Directors possess the required integrity, expertise and experience.

10. Declaration given by independent directors

The company has received necessary declarations from each Independent Director of the company under Section 149(7) of the Companies Act, 2013.

11. Particulars of Employees

The company had no employees during the year 2021-2022 other than the three key managerial personnel.

12. Meetings of Board of Directors

The Board of directors duly met 6 (Six) times on 09.06.2021, 29.06.2021, 22.07.2021, 13.08.2021, 09.11.2021 and 11.02.2022 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

The intervening gap between the meetings was not more than 120 days as prescribed under the Companies Act, 2013.

13. Policy on Director's appointment and remuneration

The company has framed policy on directors' appointment and remuneration and other matters as provided in section 178(3) of the Act and is referred to while taking decisions under its purview.

14. Formal Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc

The board and the Nomination and Remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

The overall performance of the non-executive directors of the company is satisfactory. The review of performance was based on the criteria of performance, knowledge, analysis, quality of decision making etc.

15. Audit Committee

The Audit Committee of the company is duly constituted as per Section 177 of the Companies Act, 2013.

Audit Committee has acted in accordance with the terms of Section 177 of the Companies Act, 2013

- (i) recommended for appointment, remuneration and terms of appointment of auditors of the company;
- (ii) reviewed and monitored the auditor's independence and performance, and effectiveness of audit process;
- (iii) examination of financial statements and the auditor's reports thereon;
- (iv) approval or any subsequent modification of transactions of the company with related parties;
- (v) valuation of undertakings or assets of the company, wherever it is necessary;
- (vi) evaluation of internal financial controls and risk management systems;

The Audit Committee consists of a combination of Non-Executive Director and Non-Executive Independent Directors and assists the Board in fulfilling its overall responsibilities.

The details of composition of Audit committee for the year ended 31.03.2022 is as follows.

Directors	Chairperson/Member	Category
Mr. Raghavendra Rahul Korlam	Chairperson	Independent Director
Mr. Siddarth Sanghi	Member	Independent Director
Mr. Anil Agarwal	Member	Non-Independent & Non-Executive Director, Chief Financial Officer
*Prof. Meenakshi Reddy	Member	Non-Independent & Non-Executive Director

Upon cessation of office of Mr. Sanjeev Jolly and appointment of Mr. Mr. Raghavendra Rahul Korlam, as Independent Director and change in designation of Prof. Meenakshi Reddy, Independent Director as Non-Executive Director of the Company, the Board of Director has reconstituted the Audit committee.

*Prof. Meenakshi Reddy (DIN: 08682434) Director has resigned from the Board and committee on 13th August, 2022.

Meetings and attendance of Audit Committee Meetings during the year 2021– 2022

Sl. No.	Date of meeting	Total No of Members as on the date of meeting	Number of Members attended
1.	29.06.2021	04	02
2.	13.08.2021	03	03
3.	09.11.2021	03	03
4.	11.02.2022	03	03

16. Nomination and Remuneration Committee

The company had constituted the Nomination and Remuneration Committee under section 178 of the Companies Act, 2013.

The Nomination and Remuneration Committee consists of a combination of Non-Executive Director and Non-Executive Independent Directors and assists the Board in fulfilling its overall responsibilities.

The details of composition of Nomination and Remuneration committee for the year ended 31.03.2022 is as follows.

Directors	Chairperson/ Member	Category
Mr. Siddarth Sanghi	Chairperson	Independent Director
Mr. Raghavendra Rahul Korlam	Member	Independent Director
Ms. Nalini Agarwal	Member	Non-Independent & Non-Executive Director
*Prof. Meenakshi Reddy	Member	Non-Independent & Non-Executive Director

Upon cessation of office of Mr. Sanjeev Jolly and appointment of Mr. Mr. Raghavendra Rahul Korlam, as Independent Director and change in designation of Prof. Meenakshi Reddy, Independent Director as Non-Executive Director of the Company, the Board of Director has reconstituted the Audit committee.

*Prof. Meenakshi Reddy (DIN: 08682434) Director has resigned from the Board and committee on 13th August, 2022.

Meetings and attendance of Nomination and Remuneration Committee Meetings during the year 2021– 2022

Sl. No.	Date of meeting	Total No of Members as on the date of meeting	Number of Members attended
1.	09.06.2021	04	02
2.	22.07.2021	03	02
3.	13.08.2021	03	02
4.	09.11.2021	03	03
5.	11.02.2022	03	03

The Nomination and Remuneration policy of the company is provided below:

a) Selection and evaluation of directors:

The board has based on the recommendations of the Nomination and Remuneration Committee, laid down following policies.

1. Policy for determining qualifications, positive attributes and independence of a director.
2. Policy for board & independent directors' evaluation.

b) Performance evaluation of board, committees and directors.

The company believes in a formal evaluation of the board and of the individual directors, on an annual basis, is a potentially effective way to respond to the demand for greater board accountability and effectiveness. For the company, evaluation provides an ongoing means for directors to assess their individual and collective performance and effectiveness. In addition to greater board accountability, evaluation of Board members helps in:

- a) More effective board processes.
- b) Better collaboration and communication.
- c) Greater clarity with regard to members roles and responsibilities.

The evaluation process covers the following aspects:

- Self-evaluation of directors.
- Evaluation of the performance and effectiveness of the board.
- Evaluation of the performance and effectiveness of the committees.
- Feedback from the non-executive directors to the Chairperson.
- Feedback on management support to the board.

17. Risk management policy

The Risk Management Policy in place in the company enables the company to proactively take care of the internal and external risks of the company and ensures smooth business operations.

The company's risk management policy ensures that all its material risk exposures are properly covered, all compliance risks are covered, and the company's business growth and financial stability are assured. The board of directors decide the policies and ensure their implementation to ensure protection of company from any type of risks.

18. Statutory Auditors

M/s, Nataraja Iyer & Co. Chartered Accountant were appointed as the Statutory auditors of the Company at the 29th Annual General Meeting of members held on 30.09.2021 for a period of four years commencing from financial year 2021-22 upto 2024-25.

19. Board's comment on the Auditors' Report

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory.

20. Secretarial Audit Report

In terms of Section 204 of the Act and Rules made there under, M/s. Arpita & Associates, Practicing Company Secretary has been appointed as Secretarial Auditor of the company for the financial year under review.

Secretarial Audit Report issued by M/s. Arpita & Associates, Practicing Company Secretary is enclosed as Annexure I to this report and the same is self-explanatory as the report is clean.

21. Cost Auditors

The provisions of Section 148 of the Companies Act, 2013 do not apply to the company. Hence, the company has not appointed Cost Auditors for Financial Year 2021-22.

22. Reporting of frauds by auditors

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the audit committee, under Section 143 (12) of the Companies Act, 2013, any instance of fraud committed against the company by its officers or employees, the details of which would need to be mentioned in the Directors' Report.

23. Vigil Mechanism

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism to report genuine concerns has been established. The mechanism provides for adequate safeguards.

24. Prevention of Insider Trading

The company has adopted a code of conduct for prevention of insider trading with a view to regulate trading in securities by the directors and designated employees of the company. The code requires pre-clearance for dealing in the company's shares and prohibits the purchase or sale of company shares by the directors and the designated employees while in possession of unpublished price sensitive information in relation to the company and during the period when the trading window is closed. The Company Secretary is responsible for implementation of the code along with the management of the Company.

Members of the board have confirmed compliance with the code.

25. Internal Financial Controls

Internal Financial Controls are an integral part of the Risk Management framework and processes that address financial as well as financial reporting provisions of the Act and the Listing Regulations.

The company has adequate Internal Financial Controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis. However, Company has not carried out any business operation during the year.

26. Annual Return

The Annual Return of the Company as on 31st March 2021 is available on the company's website and can be accessed at www.meilmedak.in.

27. Secretarial standards

The company complies with all applicable secretarial standards.

28. Particulars of loans, guarantees or investments under section 186

There were no transactions carried out during the year under section 186 with respect to loans, guarantees and investments.

29. Significant and Material Orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the company and its future operations.

30. Particulars of contracts or arrangements with related parties

No contracts or arrangements have been entered into by the company with related parties as referred to in sub-section (1) of section 188 of the Companies Act, 2013 except payment of remuneration to CFO – Mr. Anil Agarwal which was done in routine course at arms length.

Mr. Anil Agarwal – Director was appointed as CFO on 17.04.2019 and has been working without remuneration. After the commencement of the real-estate activities, on the advice of nomination and remuneration and audit committees, the Board approved the payment of Rs. 2 lakhs per month as remuneration with effect from 1st December 2021.

31. Subsidiary & associates/joint ventures

Company does not have any subsidiary/ associate company and joint ventures.

32. Corporate Governance Report and Management Discussion & Analysis

As per Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements), 2015, provisions relating to corporate governance are not applicable to your company and therefore there is no separate report on corporate governance.

However, in pursuance of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a certificate from M/s. Arpita & Associates, practicing Company Secretary, in compliance with (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as Annexure-III and forms part of this Report.

Management Discussion and Analysis Report, pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this report and same is attached as Annexure II.

33. Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013

At present the company has no women employees, hence the requirement of having Anti Sexual Harassment Policy and constitution of Internal Complaints Committee is not applicable.

34. Conservation of energy, technology absorption and foreign exchange earnings and outgo

At present the company has no consumption of energy nor has any production or sales hence no report on consumption of energy, technology absorption, foreign exchange earnings etc. is provided.

35. Corporate Social Responsibility (CSR)

The provisions of Section 135 of the Companies Act, 2013, relating to Corporate Social Responsibility are not applicable to the company for the time being.

36. Deposits

The company has neither accepted nor renewed any deposits during the year under review. As such no amount of principal or interest was outstanding on the date of the Balance Sheet.

37. Transfer of Amounts to Investor Education and Protection Fund

Your company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

38. Listing with stock exchanges

The shares of the company are listed on The Bombay Stock Exchange. All dues to the exchange have been paid in full.

39. The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016

During the period under review, there was no application made nor any proceeding initiated or pending under the Insolvency and Bankruptcy code, 2016.

40. The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof

During the period under review, there was no one time settlement with any bank.

41. General

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the company under any scheme save and except Employees' Stock Options Schemes referred to in this report.
- There has been no change in the nature of business of the company.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any bank or financial institution.

42. Acknowledgements

Your directors wish to place on record their appreciation of the contribution made by the stakeholders, of the company and for their continued support.

Date: 13.08.2022

Place: Medak

By the order of the Board of Directors
for **Manor Estates and Industries Limited**

Sd/-
Anil Agarwal
Director
DIN: 00040449

Sd/-
Rishabh Agarwal
Whole-time Director
DIN: 06963740

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

for the Financial Year ended 31st March 2022

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

To,
 The Members,
 MANOR ESTATES AND INDUSTRIES LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by MANOR ESTATES AND INDUSTRIES 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 Company's books, papers, minute books, forms and returns filed and other records maintained 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 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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 2022, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; - Not Applicable to the Company during the Audit Period
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; -Not Applicable to the Company during the Audit Period
- 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; -
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - Not Applicable to the Company during the Audit Period;
 - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and

- the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;- Not Applicable to the Company during the Audit Period;
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable to the Company during the Audit Period;
 - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not Applicable to the Company during the Audit Period and
 - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;- - Not Applicable to the Company during the Audit Period

I have relied on the representations made by the Company and its officers for the systems and mechanism formed by the Company for compliances of other specific applicable Acts, Laws and Regulations to the Company.

I have also examined compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards etc. mentioned above.

I further report that:

- i. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive 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.
- ii. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent, 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.
- iii. As per the minutes of the meetings made available to me, are duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

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

I further report that during the audit period the company has no instance issue of securities, redemption of shares/ buy back of shares, mergers/amalgamations or foreign technical collaborations.

Place: Jaipur
Date: 05.08. 2022
UDIN: F011637D000746613

For ARPITA & ASSOCIATES
Firm Unique Code: S2020RJ762500

Sd/-
CS Arpita
Practicing Company Secretary
M.No.: F11637 CP. No.: 23030

Note:

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

To,
The Members,
MANOR ESTATES AND INDUSTRIES LIMITED

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

Maintenance of secretarial records is the responsibility of the management of M/s. Manor Estates & Industries Limited ("the Company"). Our responsibility is to express an opinion on these secretarial records based on our audit.

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

Place: Jaipur
Date: 5th August 2022
UDIN: F011637D000746613

For ARPITA & ASSOCIATES
Firm Unique Code: S2020RJ762500

Sd/-
CS Arpita
Practicing Company Secretary
M.No.: F11637 CP. No.: 23030

CERTIFICATE OF THE CFO

To,
The Board of Directors
Manor Estates and Industries Limited

Compliance certificate required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I hereby certify that:

- A. I have reviewed financial statements and the cash flow statement for the financial year 2021-22 and that to the best of my knowledge and belief:
 - a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b. 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.
- B. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or which violate the company's code of conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and I have not come across any reportable deficiencies in the design or operation of such internal controls.
- D. I have indicated to the auditors and to the Audit committee that:
 - a. There are no significant changes in internal controls over financial reporting during the year.
 - b. There are no significant changes in accounting policies during the year.
 - c. There are no instances of significant fraud of which I have become aware of.

Place : Medak
Date : 13.08.2022

Sd/-
Anil Agarwal
CFO & Director
DIN: 00040449

MANAGEMENT DISCUSSION & ANALYSIS REPORT**1. FORWARD-LOOKING STATEMENTS**

The company has received necessary permissions from the concerned local authorities for residential layout development on the land parcel belonging to the company. The company's real-estate operations have commenced. Architects, landscaping consultants and contractors have been appointed and a brand building exercise has also begun. Your directors are working to ensure that sales begin during the financial year 2023-24.

2. OPPORTUNITIES & THREATS:

The demand for luxury real estate products continues to be high in and around Hyderabad and this sector continues to witness robust growth. Your directors will strive to ensure that your company participates in this growth. However, consumer preferences can change.

3. OUTLOOK:

Your company has been following the philosophy of providing the highest quality products and services at the lowest possible prices. Your Company's philosophy to provide high class quality products i.e. full value for money, to consumers would greatly benefit in the long run. Your company will continue to follow this philosophy in the new operations too.

4. RISKS AND CONCERNS:

The company has no secured or unsecured loans. The company does not foresee any area of risk or concern. However, the outcome of the real estate activities depends on the continued robust growth of this sector.

5. INTERNAL CONTROL SYSTEMS:

The company has proper and adequate systems of internal controls in order to ensure that all assets are safeguarded against loss from unauthorized use or disposition and that all transactions are authorized, recorded and reported correctly. An Audit committee headed by a non-executive independent director is in place to review various areas of the control systems.

6. DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The details of the financial performance of the Company are appearing in the Balance Sheet, Profit & Loss Account and other financial statements etc. appearing separately. Highlights for the year 2021 - 22 are as under:

Particulars	Amount (Rs.)
Gross income for the year 2021 – 2022	16,112
Provision for taxation	NIL
Profit after tax/ (Loss)	(1,75,81,667)
Paid up equity share capital as on 31st March, 2022	8,23,50,000

The financial performance of the Company has been explained in the Directors' Report appearing separately.

7. HUMAN RESOURCES:

At present the company has no employees other than the three key managerial personnel.

8. CAUTIONARY STATEMENT:

Certain statements in the Management Discussion and Analysis describing the company's views about the industry, expectations/predictions, objectives etc, may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Company's operations may inter-alia be affected with the supply and demand situations, input prices and their availability, changes in Government regulations, tax laws and other factors such as Industrial relations and economic developments etc. Investors should bear the above in mind.

9. INDUSTRY STRUCTURE AND DEVELOPMENTS:

The real estate sector is the most recognised sector, globally. It comprises: housing, hospitality, commercial and retail. The growth of this sector is complemented by the change in the corporate environment and the demand for office spaces as well as urban and semi-urban accommodations. The real estate sector is dominated by the housing segment which makes approximately 80% of the real estate sector.

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

[Pursuant to clause (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I have examined the following documents:

- i. Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
- ii. Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents'),

As submitted by the Directors of Manor Estates and Industries Limited ('the Company') bearing CIN: L45400TG1992PLC014389 and having its registered office at 'Survey No.321, Kallakal Village, GajwelTq, Medak District - 500001, Telangana to the Board of Directors of the Company ('the Board') for the Financial Year 2021-22. I have considered non-disqualification to include non-debarment by Regulatory / Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Based on our examination of relevant documents made available to me by the Company and such other verifications carried out by us as deemed necessary and to the extent possible, in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we certify that as on date of this Certificate, none of the Directors on the Board of the Company, as listed hereunder, have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Sr. No	Name of Director	Director Identification Number (DIN)
1.	ANIL AGARWAL	00040449
2.	RISHABH AGARWAL	06963740
3.	NALINI AGARWAL	07164298
4.	MEENAKSHI REDDY	08682434
5.	SIDDHARTH SANGHI	00033401
6.	RAGHAVENDRA RAHUL KORLAM	08925952

This Certificate has been issued at the request of the Company to make disclosure in its Boards' Report of the Financial Year ended 31st March, 2022.

Place: Jaipur
Date: 09.08.2022
UDIN: F011637D000770043

For ARPITA & ASSOCIATES
Firm Unique Code: S2020RJ762500
Sd/-
CS Arpita
Practicing Company Secretary
M.No.: F11637 CP. No.: 23030

Independent Auditors' Report

To the Members of
Manor Estates and Industries Limited
Report on the Audit of the Standalone Financial Statements

1. Opinion

We have audited the accompanying standalone financial statements of Manor Estates and Industries Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its Loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

3. Key Audit Matters

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

We have to identify the matters depending on the facts and circumstances of the entity. Based on the audit performed there are no key audit matters to communicate as there are no significant audit judgements relating to areas in the Standalone Financial Statements that involved significant management judgement

including accounting estimates that have been identified as having high estimation and uncertainty.

4. Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

5. Management's Responsibilities 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, including other comprehensive income, 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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 responsible for overseeing the Company's financial reporting process.

6. 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 standalone 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 the 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

7. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, remuneration paid/payable by the Company to its directors is in accordance with the provisions of the Act.

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, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has no pending litigations which have an impact on its standalone financial statements.
 - ii. The Company has no long term contract including derivative contracts requiring disclosure of material foreseeable losses.
 - iii. There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For NATARAJA IYER & CO.
CHARTERED ACCOUNTANTS
Firm's Registration No. 002413S

HYDERABAD
DATE: 24.05.2022

Sd/-
E.S.RANGANATH
PARTNER
Membership No. 013924
UDIN: 22019324AGMUGM5747

ANNEXURE - "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Refer to paragraph 1(f) under Report on Other Legal and Regulatory requirements section of our report even date)

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

We have audited the internal financial controls over financial reporting of **MANOR ESTATES AND INDUSTRIES LIMITED** ("the company"), as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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 (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance 168 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note

Place: Hyderabad,
Date: 24.05.2022

For Nataraja Iyer & Co
Chartered Accountants
FRN : 002413S
Sd/-
E.S. RANGANATH
Partner
M No:013924

Annexure “B” to the Independent Auditor’s Report of even date to the members of Manor Estates and Industries Limited on the standalone financial statements for the year ended 31st March 2022

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the information examined by us in the course of audit, and to the best of our knowledge and belief we report that:

- (i) a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of property, Plant and Equipment.
B. The company does not have intangible assets hence records are not maintained.
- b) The Company carried out physical verification of its Property, Plant and Equipment and no discrepancies were noticed on such verification.
- c) The company does not hold any immovable properties under Property Plant & Equipment.
- d) The company has not revalued its Property Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- e) As informed there are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- (ii) a) As informed, no inventory was held by the company during the year or at the end of the year except for land held under Property, Plant & Equipment in earlier period was converted into stock in trade during the year and held as such at the end of the year.
- b) According to the information and explanation given to us the company during the year does not have sanctioned working capital limits from banks or financial institutions.
- (iii) According to the information and explanation given to us, during the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence sub clauses (a) to (f) of clause (iii) of the order are not applicable to the company for the year.
- (iv) According to the information and explanation given to us, the company has not given any loans, investments, guarantees, and security, in terms of provisions of section 185 and 186 of the Companies Act, 2013, and hence sub-clause (iv) is not applicable to the company for the year.
- (v) The Company has not accepted any deposits during the year as per section 73 to 76 of the Act. hence sub-clause (v) is not applicable to the company for the year.
- (vi) As informed, maintenance of cost records as per the provisions under Section 148 of the Companies Act, 2013 are not applicable to the Company.

- (vii) (a) The company is generally regular in depositing the undisputed statutory dues such as income-tax and goods and services tax, with the appropriate authorities; According to the information and explanation given to us, no undisputed amounts payable in respect of Income-tax, and Goods and Service Tax, and other material statutory dues, were in arrears as at 31st March, 2022, for a period of more than six months from the date they became payable.
(b) There are no disputed statutory dues remaining unpaid due to pending litigations.
- (viii) As per the information and explanations given to us there are no transactions which are not recorded in the books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) As per the information and explanation given to us the company has not borrowed loans or other borrowings from banks, financial institutions or government. Hence default on repayment of loans does not arise.
(b) As informed the company was not declared as willful defaulter by any bank or financial institution or other lender during the year.
(c) During the year the company has not availed any term loans hence reporting under the clause about diversion of funds is not applicable.
(d) During the year the company has not raised funds on short term basis hence reporting under the clause is not applicable.
(e) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.
(f) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.
- (x) The company has not raised moneys by way of Initial public offer or further public offer including debt instruments and also has not made preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible).
- (xi) (a) To the best of our knowledge and according to the information and explanation given to us, no material fraud by the Company or on the Company has been noticed or reported during the year.
(b) During the year no report under sub-section (12) of section 143 of the Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
(c) As per the information and explanations given to us there are no whistle-blower complaints received by the company during the year.
- (xii) The Company is not a Nidhi Company as per section 406 of the Act, and hence the sub-clauses (a) to (c) of 3(xii) is not applicable to the company.
- (xiii) According to the information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and details have been disclosed in the standalone Financial Statements to the extent applicable.
- (xiv) As per the information and explanation given to us the company has internal audit system commensurate to the size and nature of its business and we have considered the report of internal audit for the period under audit.

- (xv) The company has not entered into any non-cash transactions with directors or persons connected with them with regard to the provisions of section 192.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (xvii) The company has incurred cash losses in the financial year and in the immediately preceding financial year to the tune of Rs. 175.06 and Rs. 19.99 lakhs respectively.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- (xx) As per the information and explanations given to us provisions of section 135 of the act are not applicable to the company and hence sub-clauses (a) and (b) of (xx) are not applicable for the year.

For NATARAJA IYER & CO.,
Chartered Accountants
FRN:002413S

Sd/-
E.S RANGANATH
Partner
MNo. 013924
UDIN : 22019324AGMUGM574

Place: Hyderabad
Date: 24.05.2022

MANOR ESTATES AND INDUSTRIES LIMITED
Balance Sheet as at 31-03-2022

		(Rs. In Lakhs)	
Particulars	Notes	As at 31-03-2022	As at 31-03-2021
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2.1	0.76	157.06
Current assets			
(a) Inventories	2.2	13.10	13.74
(b) Financial Assets			
(i) Cash and cash equivalents	2.3	3.00	4.38
(c) Other current assets	2.4	0.90	1.52
		17.00	19.65
Total Assets		17.75	176.71
Equity and Liabilities			
Equity			
(a) Equity Share capital	2.5	823.50	823.50
(b) Other Equity	2.6	(990.01)	(814.19)
		166.51)	9.31
Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	2.7	65.51	67.26
(ii) Other financial liabilities	2.8	100.00	100.00
		165.51	167.26
Current liabilities			
(a) Financial Liabilities			
(i) Trade Payables (refer note no 2.18)			
(A) total outstanding dues of micro enterprises and small enterprises; and	2.9	-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		-	0.14
(b) Provisions	2.10	18.75	-
		18.75	0.14
Total Equity and Liabilities		17.75	176.71
Significant Accounting policies	1		
Notes to Accounts	2		

As per our report of even date
For NATARAJA IYER & CO
Chartered Accountants

Sd/-
E S Ranganath

Partner
Place: Hyderabad
Date: 24.05.2022

For and on behalf of the Board

Sd/-
Anil Agarwal
Director
00040449

Place: Medak
Date: 24.05.2022

Sd/-
Rishabh Agarwal
Whole Time Director
06963740

Sd/-
Krati Garg
Company Secretary

MANOR ESTATES AND INDUSTRIES LIMITED
Statement of Profit and Loss for the year ended 31-03-2022

(Rs. In Lakhs)

	Particulars	Note no	For the year ended	
			31-03-2022	31-03-2021
I	Revenue from Operations		-	-
II	Other Income	2.11	0.16	2.80
III	Total Income (I+II)		0.16	2.80
IV	Expenses			
	(a) Employee benefits expense	2.12	18.00	
	(b) Finance Costs		0.00	0.00
	(c) Depreciation and amortization expenses	2.1	0.06	-
	(d) Other Expenses	2.13	157.21	5.50
	(e) Provision for Obsolete Stock		-	18.07
	(f) Capital Work in progress written off		-	17.28
	Total Expenses		175.28	40.86
V	Profit/(loss) before exceptional items and tax (I-IV)		(175.12)	(38.06)
VI	Exceptional Items		-	-
VII	Profit/ (loss) before exceptions items and tax(V-VI)		(175.12)	(38.06)
VIII	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
	(3) Tax of earlier years		0.70	-
			0.70	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		(175.82)	(38.06)
X	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XI	Profit/(loss) for the period (IX+XII)		(175.82)	(38.06)
XII	Other Comprehensive Income		-	-
XIII	Total Comprehensive Income for the period		(175.82)	(38.06)
XI V	Earnings per equity share (for discontinued operation):			
	(1) Basic		(2.13)	(0.46)
	(2) Diluted		(2.13)	(0.46)
	Significant Accounting policies	1		
	Notes to Accounts	2		

As per our report of even date
For NATARAJA IYER & CO

Chartered Accountants
Sd/-
E S Ranganath

Partner
Place: Hyderabad
Date: 24.05.2022

For and on behalf of the Board

Sd/-
Anil Agarwal
Director
00040449

Place: Medak
Date: 24.05.2022

Sd/-
Rishabh Agarwal
Whole Time Director
06963740

Sd/-
Krati Garg
Company Secretary

A. Changes in Equity Share Capital

Equity share Capital		(Rs. in Lakhs)			
Particulars		No of Shares	Value		
Balance as at 31st March 2020		82.35	823.50		
Changes in equity share capital		-	-		
Balance as at 31st March 2021		82.35	823.50		
Changes in equity share capital		-	-		
Balance as at 31st March 2022		82.35	823.50		

B. Changes in Other Equity**- Current Reporting Period**

Sl. no	Particulars	Capital Reserve	Retained Earning	Total	Others	Total Other Equity
1	Balance at the beginning of the current reporting period	22.48	(836.67)	(814.19)	-	(814.19)
2	Changes in accounting policy or prior period errors	-	-	-	-	-
3	Restated balance at the beginning of the current reporting period	-	-	-	-	-
4	Total Comprehensive Income for the current year	-	(175.82)	(175.82)	-	(175.82)
5	Dividends	-	-	-	-	-
6	Transfer to retained earnings	-	-	-	-	-
7	Any other change (to be specified)	-	-	-	-	-
8	Balance at the end of the current reporting period	22.48	(1,012.48)	(990.27)	-	(990.01)

- Previous Reporting Period

Sl. no	Particulars	Capital Reserve	Retained Earning	Total	Others	Total Other Equity
1	Balance at the beginning of the current reporting period	22.48	(798.61)	(776.13)	-	(776.13)
2	Changes in accounting policy or prior period errors	-	-	-	-	-
3	Restated balance at the beginning of the current reporting period	-	-	-	-	-
4	Total Comprehensive Income for the current year	-	(38.06)	(38.06)	-	(38.06)
5	Dividends	-	-	-	-	-
6	Transfer to retained earnings	-	-	-	-	-
7	Any other change (to be specified)	-	-	-	-	-
8	Balance at the end of the current reporting period	22.48	(836.67)	(814.36)	-	(814.19)

**As per our report of even date
For NATARAJA IYER & CO
Chartered Accountants**

**Sd/-
E S Ranganath
Partner**

Place: Hyderabad

Date: 24.05.2022

For and on behalf of the Board

**Sd/-
Anil Agarwal
Director
00040449**

**Place: Medak
Date: 24.05.2022**

**Sd/-
Rishabh Agarwal
Whole Time Director
06963740**

**Sd/-
Krati Garg
Company Secretary**

Manor Estates and Industries Limited
Cash Flow Statement for the year ended 31-03-2022

		(Rs. in Lakhs)	
		For the year ended	
	Particulars	31.03.2022	31.03.2021
A	<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
1	Net profit /Loss before tax and extra-ordinary items	(175.12)	(38.06)
	Adjustments For :		
2	Depreciation	0.06	17.28
3	Loss on Sale of Asset/Inventories written off	136.96	-
4	Excess provision written back	-	(2.80)
5	Provision for obsolency of Inventory	13.74	18.07
	Operating Profit /Loss Before working Capital Changes	(24.35)	(5.51)
	Adjustments For :		
6	Trade Payables	(0.14)	0.14
7	Other Current Assets	(0.08)	0.88
8	Other current liabilities	18.75	-
	Cash Generated from operations	18.53	1.02
9	Direct Taxes	-	-
	Cash Flow before Extra-ordinary Items	18.53	1.02
10	Extra-ordinary / Prior period Items		-
	Net Cash Flow from operating Activities	(5.82)	(4.49)
B	<u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
11	Loans to Companies	-	-
12	Purchase of Fixed Assets	(0.82)	-
13	Sale of Fixed Assets (Gross Value)	7.00	8.35
14	Interest Income	-	-
	Net Cash Flow for Investing Activities	6.18	8.35
C	<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
15	Proceeds from Issue of share capital	-	-
	(net of Share Issue Expenses)		
16	Proceeds from/repayment of Long Term Borrowings	(1.75)	(85.63)
	Net Cash Flows from Financing Activities	(1.75)	(85.63)
	Net Increase / Decrease in Cash + Cash equivalents	(1.39)	(81.77)
	Opening Balance	4.38	86.16
	Closing Balance	3.00	4.38

As per our report of even date
For NATARAJA IYER & CO
Chartered Accountants

Sd/-
E S Ranganath
Partner

Place: Hyderabad
Date: 24.05.2022

For and on behalf of the Board

Sd/-
Anil Agarwal
Director
00040449

Place: Medak
Date: 24.05.2022

Sd/-
Rishabh Agarwal
Whole Time Director
06963740

Sd/-
Krati Garg
Company Secretary

MANOR ESTATES AND INDUSTRIES LIMITED
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS
NOTE [1] – SIGNIFICANT ACCOUNTING POLICIES

1 .CORPORATE INFORMATION

a. The company was originally incorporated as Karan Woo-Sin Limited at Hyderabad as a public limited company under the Companies Act 1956 pursuant to a certificate of incorporation dated 18th June 1992 issued by the Registrar for Companies Andhra Pradesh Hyderabad. The name of the company was changed to Manor Estates and Industries Limited and a fresh certificate of incorporation dated 31st October 2014 consequent upon change of name was issued by the Registrar of Companies, Telangana at Hyderabad. The Company has its registered office at Survey No.321 Kallakal Village, Medak Dist, Telangana – 502336. The equity shares of the company are listed on BSE Limited. The company presently engaged in real estate and construction activity

b. These financial statements were authorized for issue in accordance with a resolution of the Board of Directors passed in its meeting held on 24th May 2022.

2 .BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

a. These Financial Statements have been prepared under the historical cost basis in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("Act") – to the extent modified, read with Companies (Indian Accounting Standards) Rules, 2015 and the other relevant provisions of the Act and rules thereunder as well as the guidelines issued by the Securities and Exchange Board of India (SEBI).

b. The Company's presentation and functional currency is Indian Rupees. All figures appearing in the financial statements are rounded to the nearest Indian Rupee.

3. USE OF JUDGMENTS AND ESTIMATES

In the preparation of the Company's financial statements the management has—made judgements, estimates and assumptions that may affect the reported amounts of revenue, expenses, assets, liabilities and the accompanying disclosures along with contingent liabilities. In view of the uncertainty about these assumptions and estimates they may result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Company continuously evaluates these estimates and assumptions based on the most recently available information.

The following are the areas where estimates and judgments in applying accounting policies have been made which may have the most significant effect on the amounts recognized in the financial statements are as below:

- Estimates in the useful lives of Property, Plant & Equipment (PPE)
- Valuation of Inventories
- Provisions
- Evaluation of recoverability of Deferred Tax Assets
- Contingencies

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to the accounting estimate are recognised in the period in which the estimate is revised and in any future periods affected.

4. PROPERTY, PLANT AND EQUIPMENT

a. Property, Plant & Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, non-recoverable taxes, borrowing cost and other directly attributable cost, attributable to bring the asset to its working condition for its intended use.

b. Gain and losses on disposal/de-recognition of an item of property, plant and equipment are measured as a difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is disposed/de-recognized.

c. Depreciation on property, plant and equipment (except Land and Development Cost) has been provided on the cost less estimated residual value using Straight line method over the useful life of asset as stipulated in Schedule II to the Companies Act, 2013

d. The assets residual value, useful lives and methods of depreciation are reviewed at each financial year end, and adjustment if any, is made prospectively.

5. INVENTORIES

Inventories comprise of land. Inventories are valued at lower of cost or net realizable value.

6. REVENUE RECOGNITION

a. Revenue from contracts with customers is recognized as and when the company satisfies the performance obligation by transferring control of promised goods or services to a customer, which usually coincides with title passing to the customer and the customer taking physical possession.

b. When the performance obligation is satisfied, the company recognizes as revenue the transaction price that is allocated to that performance obligation in the contract based on the standalone selling price of the goods and services promised. The transaction price is the amount of consideration to which the company is entitled.

Interest Income

Interest income is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the deposits and the interest rate settled with the Bank.

7. TAXES ON INCOME

a. Tax comprises of Current tax and Deferred Tax. Current tax is the expected tax payable on the taxable income or Book profit for the current year. The amount of current tax reflects the best estimate of the tax amount to be paid after considering the uncertainty, if any, related to income taxes.

b. Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

c. 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 the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

8. PROVISIONS AND CONTINGENCIES

a. Provision is made in the books of account where there is a present obligation as a result of past event that probably requires an outflow of resources and reasonable estimate can be made.

b. A disclosure for contingent liability is made when there is a possible obligation or present obligation that arises from past event and the outflow of resources embodying economic benefit is not probable.

c. A contingent liability or a provision at the balance sheet date is not disclosed or recognized unless the possibility of any outflow of resources in settlement is remote

d. Contingent Assets are neither recognized nor disclosed in the financial statements.

9. FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity. Financial instruments are recognized as financial assets and financial liabilities are recognized when the company becomes a party to the contractual provisions of the instrument. Initially a financial instrument is recognized at its fair value. Transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit or loss are immediately recognized in the Statement of Profit and loss. Subsequently, financial instruments are measured according to the category in which they are classified.

Financial Assets

a. Financial assets other than equity instruments are classified into financial assets at fair value through profit or loss and at amortized cost using effective interest rate method.

b. The company measures the trade receivable at their transaction price, if they do not contain a significant financing component.

c. The company de-recognizes a financial asset only when the contractual rights to the cash flows from the financial asset expires or it transfers the financial assets and transfer qualifies for de-recognition under Ind AS 109.

Financial Liabilities

a. Financial liabilities are classified into financial liabilities at fair value through profit and loss and at amortized cost using effective interest rate method.

b. For trade and other payables maturing within one year from the balance sheet date, carrying amount is considered as fair value, as it approximates fair value due to the short-term maturity of these liabilities.

c. A financial liability is de-recognized when the obligation is discharged, cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amounts are presented in the financial statements, if there is a currently legally enforceable right to offset the recognized amount and the company intends to settle or realize on net basis.

10. IMPAIRMENT OF ASSETS

a. At each balance sheet date, the company assesses whether there is any indication that any asset may be impaired. If any indication exists, the recoverable amount of such assets is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of Cash Generating Unit to which the asset belongs.

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

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

11. LEASES

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

b. Assets taken on operating lease, lease payments made are recognized in the Statement of Profit and Loss on straight-line basis over the term of lease.

12. FAIR VALUE MEASUREMENT

a. Fair value is the price that is received / paid to buy / sell an asset or to transfer a liability, as the case may be, in an orderly transaction between market participants at the measurement date in the principal market or in its absence most advantageous market or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability also reflects its non-performance risk.

b. While measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:

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

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

e. Level 3: inputs for the assets or liability that are not based on observable market data (unobservable inputs)

13 Accounting policies not specifically referred above are consistent with generally accepted accounting practices.

MANOR ESTATES AND INDUSTRIES LIMITED Notes forming Part of the Financial Statements 2.1. Property Plant and Equipment (Rs. in Lakhs)									
DESCRIPTION	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As At 31.03.2021	Additions/Adj./Disposals During the Year	As At 31.03.2022	As At 31.03.2021	Depreciation for the Year	Deductions	As At 31.03.2022	As At 31.03.2022	As At 31.03.2021
Land freehold	13.10	-	-	-	-	-	-	-	13.10
Plant & Machinery	351.40	-	-	207.44	-	207.44	-	-	143.96
Office Equipment	8.16	0.82	0.82	8.16	0.06	8.16	0.06	0.76	0.00
Furniture & Fixture	5.14	-	-	5.14	-	5.14	-	-	0.00
Vehicle	0.38	-	-	0.38	-	0.38	-	-	0.00
Electrical Installation	17.35	-	-	17.35	-	17.35	-	-	0.00
TOTAL	395.52	0.82	0.82	238.46	0.06	238.46	0.06	0.76	157.06
Previous year	415.90	-	395.52	250.50	-	12.03	238.46	157.06	-

Manor Estates and Industries Limited
Notes forming part of the Financial Statements

(Rs. in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
2.2 Inventories		
Stock in trade at lower of cost or net realisable value as taken, valued and certified by Directors		
Stock in Trade - Land	13.10	-
Work-in-progress	-	4.18
Finished Goods	-	0.15
Tools & Spares	-	27.49
	13.10	31.81
Less: Provision for Obsolescence	-	18.07
Total	13.10	13.74
2.3 Cash and Cash equivalents		
Cash on hand	0.00	0.00
Balances with scheduled banks		
- On current accounts	3.00	4.38
Total	3.00	4.38
2.4 Other Current Assets		
(Unsecured and considered good)		
Tax deducted at source	-	0.70
Other deposits	0.76	0.76
Input CGST	0.13	0.00
Input SGST	0.01	0.00
Input IGST	-	0.05
Total	0.90	1.52

Manor Estates and Industries Limited
Notes forming part of the Financial Statements

Note no 2.5: Equity Share Capital**(Rs.in Lakhs)**

Particulars		AS AT 31.03.2022	AS AT 31.03.2021	
Share Capital				
Authorised				
11000000 Equity Shares of Rs.10/- each Issued		1,100.00	1,100.00	
8235000 Equity Shares of Rs.10/- each		823.50	823.50	
Subscribed and Paidup				
8235000 Equity Shares of Rs.10/- each		823.50	823.50	
	Total	823.50	823.50	
The Company has issued only one class of shares referred to as Equity Shares having par value of Rs.10/- each. Equity Shareholder is entitled to one vote per share.				
Equity shareholders holding more than 5% shares				
Name	As at 31.03.2022		As at 31.03.2021	
	No. of Shares	%	No. of Shares	%
Anil Agarwal	35.71	43.36	35.71	43.36
W.T Company	10.68	12.97	10.68	12.97
Note				
There is no change in the paid-up capital at the beginning and closing of the period.				
Current reporting Period				
Balance at the beginning of the current reporting period	changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
823.50	-	823.50	-	823.50
Previous reporting period				
Balance at the beginning of the previous reporting period	changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
823.50	-	823.50	-	823.50
Shares held by the promoters at the end of the year				
Sl no	Promoter Name	No of Shares	% of total Shares	% Change during the year
1	Chitrita Agarwal	0.36	0.43	
2	Anil Agarwal	35.71	43.36	
3	Rishabh Agarwal	0.17	0.20	
		36.23	43.99	

Note:			
There is no change in the Share holding pattern of the Promoters since 31-03-2021 to 31-03-2022			
Note No 2.6 - Other Equity			(Rs. in Lakhs)
Particulars		As at 31.03.2022	As at 31.03.2021
Capital Reserve			
As per last balance sheet		22.48	22.48
Add: Current year adjustments		-	-
		22.48	22.48
Statement of Profit and Loss			
Deficit as per last Balance sheet		(836.67)	(798.61)
Add:			
Surplus or deficit for the year		(175.82)	(38.06)
		(1,012.48)	(836.67)
		(990.01)	(814.19)

Manor Estates and Industries Limited

Notes forming part of the Financial Statements

(Rs. in Lakhs)

Particulars	As at 31.03.2022	As at 31.03.2021
2.7 Long-Term borrowings		
Unsecured Loans		
Loan from Directors	65.51	67.26
	65.51	67.26
2.8 Other Financial Liabilities		
Refundable Non-Interest bearing Security Deposit	100.00	100.00
	100.00	100.00
2.9 Trade Payables (refer note no 2.18)		
(A) total outstanding dues of micro enterprises and small enterprises; and	-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	-	0.14
	-	0.14
2.10 Provisions		
Audit Fee	0.75	-
Remuneration Payable	16.80	-
TDS payable	1.21	-
	18.75	-

Manor Estates and Industries Limited
Notes forming part of the Financial Statements

	(Rs. in Lakhs)	
	For the year ended	
Particulars	31.03.2022	31.03.2021
2.11 Other Income		
Miscellaneous Credits Written Off	0.16	2.8
	0.16	2.8
2.12 Employee benefits and expenses		
Remuneration to Directors	18.00	
	18.00	-
2.13 Other Expenses		
Advertisement Expenses	0.24	0.61
AGM Expenses	0.16	-
Asset Written off	0.00	-
Audit fees	0.75	-
Loss on Sale of Plant & Machinery	136.96	-
BSE Listing Fee	3.00	3.00
Custodial and Monitoring Fee	1.08	0.63
Office Maintenance	0.39	0.23
Printing & Stationary	0.21	0.01
Professional Charges	0.15	-
Registrar & Share Transfer Agent fees	0.20	0.32
Electricity Charges	0.20	0.05
ROC Filing Fees	0.07	0.11
Inventory written off	13.74	-
Miscellaneous/Other expenses	-	0.02
Rates and Taxes	0.03	0.02
Web Maintenance	0.03	0.50
	157.21	5.50

MANOR ESTATES AND INDUSTRIES LIMITED		
NOTES TO FINANCIAL STATEMENTS		
2.14 Earnings Per Share		
Particulars	As at 31-03-2022	As at 31-03-2021
Total Comprehensive Income	(175.82)	(38.06)
No of equity shares used in computing earnings per share	82.35	82.35
Basic earnings per share (FV of Rs.10/- each)	(2.13)	(0.46)
Diluted earnings per share	(2.13)	(0.46)

2.15 Financial Instruments**Capital Management**

Company's capital management objectives are to:

- ensure the company's ability to continue as a going concern
- provide an adequate return to shareholders by pricing products and services commensurately with the level of risk for the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves. Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of financial covenants.

		(Rs. in Lakhs)			
Particulars	As at 31st March 2022	As at 31st March 2021			
Equity Share Capital	823.50	823.50			
Other Equity Reserves	(990.01)	(814.19)			
Total	(166.51)	9.31			
Categories of Financial Assets and Financial Liabilities as at 31st March 2022					(Rs. in Lakhs)
Particulars	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Current Assets					
Trade Receivables	-	-	-	-	-
Cash & Cash Equivalents	-	-	-	3.00	-
Other Bank balances	-	-	-	-	-
Total Financial Assets	-	-	-	3.00	-
Current Liabilities	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Trade Payables	-	-	-	-	-
Other Financial liabilities	-	-	-	-	-
Total Financial Liabilities	-	-	-	-	-
As at 31st March, 2021					(Rs. in Lakhs)
Particulars	Amortised Cost	Fair Value through Profit or loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Current Assets					
Trade Receivables	-	-	-	-	-
Cash & Cash Equivalents	-	-	-	4.38	-

Other Bank balances	-	-	-	-	-
Total Financial Assets	-	-	-	4.38	-
Current Liabilities	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Trade Payables	-	-	-	0.14	-
Other Financial liabilities	-	-	-	-	-
Total Financial Liabilities	-	-	-	0.14	-
Financial Risk Management Framework					
Company's activities expose it to financial risks viz credit risk and liquidity risk.					
Credit Risk					
The Company has no outstanding receivables, hence no credit risk assessment required.					
Liquidity risk					
(i) Liquidity Risk management					
The Company manages liquidity risk by maintaining adequate borrowing facilities and by continuously monitoring and forecasting actual cash flow and by matching the liquidity requirement.					
(ii) Maturities of Financial Liabilities					
The following tables contains details of the Company's remaining contractual maturities for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the earliest date on which the Company can be required to pay. Financial Liabilities include Trade Payables, refundable deposits, Capital Purchases, Unpaid / Unclaimed Dividends etc., which are in the normal course of business having maturity plan of less than one year and non interest bearing.					
					(Rs. in Lakhs)
Particulars	Less than 1 Year	1-3 years	3 years to 5 years	5 years and above	
31st March, 2022					
Long Term Borrowings	-	65.51	-	-	
Short Term Borrowings	-	-	-	-	
Trade Payables	-	-	-	-	
Other Financial Liabilities	-	100.00	-	-	
Total	-	165.51	-	-	
31st March, 2021					
Long Term Borrowings	-	67.26	-	-	
Short Term Borrowings	-	-	-	-	
Trade Payables	-	-	-	-	

Other Financial Liabilities		-	-	-	100.00	
	Total	-	67.26	-	100.00	
As at 31st March, 2022, the Company had a working capital of Rs.17.70 lakhs Including cash and bank balance & bank deposits of Rs.3.00 lakhs						
As at 31st March, 2021, the Company had a working capital of Rs.19.65 lakhs Including cash and bank balance & bank deposits of Rs. 4.38 lakhs						
(iii) Financial arrangements						
The Company had access to the following undrawn borrowing facilities at the end of the reporting period:						
				(Rs. in Lakhs)		
Particulars		As at 31st March 2022	As at 31st March 2021			
Secured Bank Overdraft facility						
- Expiring within one year		-	-			
- Expiring beyond one year		-	-			
	Total	-	-			
2.16 RELATED PARTY TRANSACTIONS						
List of related parties						
i) Related Companies :						
Nil						
ii) Directors:						
a) Mr. Anil Agarwal						
b) Ms. Nalini Agarwal						
c) Dr. Meenakshi Reddy						
d) Mr. Sanjiv Jolly						
e) Mr. Siddarth Sanghi						
f) Mr. Rishabh Agarwal						
g) Ms. Krati Garg - Company Secretary						
Details of transactions between the Company and its related parties are disclosed below:						
			(Rs. in Lakhs)			
Particulars		As at 31st March 2022	As at 31st March 2021			
i) Related Companies		NIL	NIL			
ii) Unsecured Loan Outstanding as at 31 March 2022 from Directors						
Mr. Anil Agarwal		65.36	67.22			
Mr. Rishabh Agarwal		0.15	0.04			
		65.51	67.26			

Details of transactions between the Company and its related parties are disclosed below:						
			(Rs. in Lakhs)			
Particulars	As at 31st March 2022	As at 31st March 2021				
iii) Remuneration to Directors						
Mr. Anil Agarwal	8.00	-				
Mr. Rishabh Agarwal	10.00	-				
	18.00	-				
2.17 Trade Receivables as at 31-03-2022						
Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	Total
Undisputed Trade receivables — considered good	NIL					
Undisputed Trade Receivables — considered doubtful						
Disputed Trade Receivables considered good						
Disputed Trade Receivables considered doubtful						
2.18 Trade Payables as at 31-03-2022					(Rs. in Lakhs)	
Particulars	Outstanding for following periods from due date of payment					
	Less than one year	1-2 years	2-3 years	more than 3 years	Total	
MSME	NIL					
Others						

Disputed dues - MSME						
Disputed Dues – Others						
2.18 Trade Payables as at 31-03-2021					(Rs. in Lakhs)	
Particulars	Outstanding for following periods from due date of payment					
	Less than one year	1-2 years	2-3 years	more than 3 years	Total	
MSME	-	-	-	-	-	
Others	0.14				0.14	
Disputed dues - MSME	-	-	-	-	-	
Disputed Dues – Others	-	-	-	-	-	
The company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid / payable under this Act has not been given						
2.19 Contingent Liabilities and Commitments (To the extent not provided for)						(Rs. in Lakhs)
Particulars					As At	
					31st March, 2022	31st March, 2021
Contingent Liabilities						
Claims against the company not acknowledged as debts					NIL	NIL
Commitments						
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances and deposits)					NIL	NIL
Outstanding Bank Guarantees					NIL	NIL
.20 There are no dividends proposed to be distributed to equity shareholders for the period.						
2.21 During the year the company has not issued any securities for any specific purposes.						
2.22 All the title deeds of the property are in the name of the company and there are no such title deeds which are other than in the name of the company hence not reported.						
2.23 The company does not hold any property under Investment property category which may be required to be valued by a registered valuer hence not reported.						
2.24 During the year company has not carried out any revaluation of the assets and hence not reported.						
2.25 The company has not granted any Loans or advances in the nature of loans to promoters, Directors, KMPs and the related parties either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.						

2.26 Aging details of CWIP & Intangible assets

During the year or in earlier year the company has not undertaken any Capital works which are in progress neither there are any Intangible assets which are under progress hence not reported.

2.27 Details of Benami Property held.

There are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under hence not reported.

2.28 The Company does not have any borrowings from Banks or Financial Institutions on the basis of security of Current Assets.

2.29 Wilful Defaulter

The company does not have any exposures to the banks hence not reported

2.30 The company does not have any relation with the companies which are struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 hence not reported

2.31 Registration of charges or satisfaction with registrar of Companies (ROC)

There are no pending registration or satisfaction of charges with the Registrar of companies beyond the statutory period hence not reported.

2.32 The company has no subsidiaries, hence violation of provisions of clause (87) of Section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017 does not arise.

2.33 Compliance with approved Scheme(s) of Arrangements

The company has not applied for any approved scheme or arrangements in terms of sections 230 to 237 of the Companies Act, 2013. Hence there is nothing to be reported.

2.34 Utilisation of Borrowed funds and share premium

The company has neither advanced or loaned or invested (either share premium, borrowed funds or any sources or kind of funds) to any other person(s), entities including foreign entities nor received any fund from any person including foreign entities with the understanding that the intermediary shall

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

hence not reported

Further the company declares that relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and Companies Act has been complied with for such transactions and the transactions are not violative of the Prevention of Money-Laundering act, 2002 (15 of 2003). However, there are no such transactions entered by the company during the year.

2.35 The Company has not entered into any non-cancellable lease. Hence reporting of leases are not considered.

2.36 The company does not have any income which is not recorded in the books of accounts that has been surrendered or disclosed as income in any of the tax assessments under the Income Tax Act, 1961

2.37 Segment Information – Real estate and construction operations commenced from 15-10-2021 and no reportable transactions carried out

2.38 Previous year figures are regrouped wherever required and paise are rounded off to nearest Rupee.

2.39 Ratios						
Ratio	As at 31-03-2022	As at 31-03-2021				
Current	0.94	139.25				
Debt Equity	-0.99	7.22				
Debt Service Coverage	-	-				
Return on Equity	-	-				
Inventory TO	-	-				
Trade receivables TO	-	-				
Trade Payable TO	-	-				
Net Capital TO	-	-				
Net Profit ratio	-	-				
Return on Capital Employed	-	-				
Return on Investment	-	-				

**As per our report of even date
For NATARAJA IYER & CO
Chartered Accountants**

**Sd/-
E S Ranganath
Partner**

M. No 013924

Place: Hyderabad

Date: 24.05.2022

For and on behalf of the Board

**Sd/-
Anil Agarwal
Director
00040449**

**Place: Medak
Date: 24.05.2022**

**Sd/-
Rishabh Agarwal
Whole Time Director
06963740**

**Sd/-
Karti Garg
Company Secretary**

Form No. MGT-11
Proxy form

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

Name of Member(s):		
Registered Address:		
E-mail ID:	Folio No./*Client ID:	*DP ID:

I/We, being the member(s) of _____
Equity shares of the above-named company hereby appoint:

Name:	E-mail ID:
Address:	
Signature:	

Or failing him,

Name:	E-mail ID:
Address:	
Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the company, to be held on Friday, the 30th day of September, 2022 at 11:00 AM at the registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

1. Adoption of financial statements for the financial year ended 31st March 2022 along with the Auditor's report thereon and the report of the Directors.
2. Re-appointment of Mr. Nalini Agarwal as Director who retires by rotation.
3. To regularise the appoint of Mr. Raghavendra Rahul Korlam, as Independent director of the company for a period of five years.

* Applicable for investors holding shares in electronic form

Signed this ____ day of _____, 2022

Signature of Shareholder:

Affix Revenue
Stamp

Signature of Proxy holder(s):

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

MANOR ESTATES AND INDUSTRIES LIMITED

Regd. Office: S No. 321, Kallakal Village, Medak District, Telangana 502336
CIN: L45400TG1992PLC014389 Phone: 8897642711 E-mail: meilmedak@gmail.com
Website: www.meilmedak.in

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

30th Annual General Meeting

I hereby state that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 30th Annual General Meeting of the Company held on Friday, the 30th day of September, 2022 at 11 A.M. at the registered office of the Company, or/any adjournment thereof.

Full name of the Shareholder attending _____
(In block capitals)

Name of proxy _____

Ledger Folio No./Client ID No. _____ No. of shares held: _____

(Member's /Proxy's Signature)

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting

LOCATION MAP FOR VENUE OF AGM

