

# Euro Asia Exports Limited

**Date: 24.08.2022**

**To,**  
BSE Limited,  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, fort,  
Mumbai-400001

**Subject: Submission of Annual Report for the year ended 31.03.2022**

Dear Sir/Madam,

The Annual Report for the financial year 2021-22, including the Notice convening 41<sup>st</sup> Annual General Meeting of members of the Company scheduled to be held on Wednesday, September 14<sup>th</sup>, 2022 at 01:00 PM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) is enclosed.

The Company will provide to members the facility to cast their vote(s) on all resolutions set out in the Notice by electronic means ('e-voting'). The detailed process to join the meeting through VC/OAVM and e-voting are set out in Notice.

Kindly take the aforesaid information on record.

Thanking you,  
For Euro Asia Exports Limited

  
  
**Shruti Choudhary**  
**Company Secretary**

# EURO ASIA EXPORTS LIMITED

## 41ST ANNUAL REPORT

2021-22

2022

NEW DELHI

## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS:**

Mr. Rakesh Kumar Singal  
Managing Director

Ms. Shweta Gupta  
Non-Executive Independent Director

Mr. Mukund Murari  
Non-Executive Independent Director

Mrs. Navneet Kaur  
Non-Executive Independent Director

Mr. Gagan Goel  
Executive Director

### **CHIEF FINANCIAL OFFICER**

Mr. Ekansh Bansal

### **COMPANY SECRETARY**

Ms. Shruti Choudhary

### **AUDTIORS**

**A Sachdev & Co.**

Chartered Accountants

Address: 2<sup>nd</sup> Floor Plot no. 3 Shankar Vihar  
Vikas Marg, Delhi – 110092  
Tel. : +91-11 22435866

E-mail: asachdevdelhi@gmail.com

### **REGISTERED OFFICE:**

Plot No. 3-A, 1st Floor, Blk-X Loha Mandi,  
Naraina Industrial Area New Delhi - 110028  
Tel: +91 - 011 - 25894805

### **CORPORATE OFFICE:**

Second Floor, Plot No. B-103, South  
City- I, Gurugram, Haryana- 122001

**Telephone:** +91 - 0124- 4577733

**Website:** [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com)

**Email id:** [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com)

### **BANKERS:**

HDFC Bank Limited

### **REGISTRAR & SHARE TRANSFER AGENT**

**SKYLINE FINANCIAL SERVICES PRIVATE  
LIMITED**

Address: D-153, Ist Floor, Okhla  
Industrial Area, Phase-II, New Delhi-110020  
Phone No.: +91-011-011-6473268  
E-mail: [contact@skylinerta.com](mailto:contact@skylinerta.com)

## **COMMITTEES OF THE BOARD:**

### **1. AUDIT COMMITTEE:**

<b>S. No.</b>	<b>Name</b>	<b>Category</b>
<b>1.</b>	Shweta Gupta	Independent Director
<b>2.</b>	Mukund Murari	Independent Director
<b>3.</b>	Navneet Kaur	Independent Director

### **2. NOMINATION AND REMUNERATION COMMITTEE:**

<b>S. No.</b>	<b>Name</b>	<b>Category</b>
<b>1.</b>	Shweta Gupta	Independent Director
<b>2.</b>	Mukund Murari	Independent Director
<b>3.</b>	Navneet Kaur	Independent Director

### **3. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

<b>S. No.</b>	<b>Name</b>	<b>Category</b>
<b>1.</b>	Shweta Gupta	Independent Director
<b>2.</b>	Mukund Murari	Independent Director
<b>3.</b>	Navneet Kaur	Independent Director



## ANNUAL REPORT 2021-22

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## **BOARD REPORT**

To,

The Members,

Your Directors have pleasure in presenting their 41<sup>st</sup> Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2022.

### **1. FINANCIAL RESULTS:**

The Board's Report shall be prepared based on the standalone financial statements of the company. The Company's financial performance is given hereunder.

(Amount in Thousand)

Particulars	Financial Year ended 31.03.2022	Financial Year ended 31.03.2021
Revenue from Operations	3,626	17,667
Other Income	104	1,481
<b>Total Income</b>	<b>3,730</b>	<b>19,148</b>
Finance Cost	-	-
Employee benefits expense	837	661
Other Expenses	2,673	18,446
Total Expenses	3,510	19,107
<b>Profit/ (Loss) before Tax</b>	<b>220</b>	<b>42</b>
Current Tax	-	-
Tax for earlier year	-	-
Deferred Tax	-	-
<b>Profit/Loss after Tax</b>	<b>220</b>	<b>42</b>
Earning per Equity Share	0.09	0.03
Diluted	0.09	0.03

### **2. INFORMATION ON STATE OF COMPANY'S AFFAIRS AND RESULT OF OPERATIONS:**

The Total Income of the Company for the Financial Year ended on 31<sup>st</sup> March, 2022 is Rs. 3,730 (in thousand) which has been decreased by Rs. 15,418 (in thousand) as compared to last year total Income for an amount of Rs. 19,148 (in thousand). Moreover, the profit for the Financial Year ended on 31<sup>st</sup> March, 2022 amounted to Rs. 220 thousand as compared to profit of Rs.42 (in thousand) earned in the last year.

**3. DIVIDEND:**

The Board has not recommended any dividend for the Financial Year 2021-22.

**4. RESERVES:**

During the year under review, the Company has adjusted profit of Rs. 220 (in thousand) to General Reserves of the Company.

**5. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR:**

The Company is engaged in the business of trading of all types of goods. During the year under review, the company has made net profit of Rs. 220 (in thousand). The performance of the company is expected to be better in the coming years.

**1. EXISTING BUSINESSES**

The Company is pursuing the Business of Trading in garments and other trading material.

**2. NEW PROJECTS**

The Company envisages in the business of selling of sponge iron new project during the financial year under review.

**3. CHANGE IN THE NATURE OF BUSINESS:**

There was no change in the nature of business of the company during the financial year under review.

**6. MATERIAL CHANGES AND COMMITMENTS:**

There were no material changes and commitments affecting the financial position of the Company which occurred between the end of the financial year of the company and date of this Report.

**7. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

**8. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:**

The Company has no Subsidiary/ Joint Ventures/Associate Companies.

**9. PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT:**

The Company has no Subsidiary/ Joint Ventures/Associate Companies.

**10. DEPOSITS:**

The Company has not accepted any deposits during the financial year under review.

- ❖ Accepted during the year: NIL
- ❖ Remained unpaid or unclaimed as at the end of the year: NIL
- ❖ If there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved:
- ❖ At the beginning of the year: NIL
- ❖ Maximum during the year: NIL
- ❖ At the end of the year: NIL

**11. AUDITOR'S AND THEIR REPORT:**

**M/s A Sachdeva & CO., Chartered Accountants**, is appointed as Statutory Auditors of the Company for holding the office of Statutory Auditors for a period of 4 years i.e. till the conclusion of 43<sup>rd</sup> Annual General Meeting of the Company and the appointment was subject to ratification at each Annual General Meeting. The Company has received confirmation from them to the effect that their ratification of appointment is within the prescribed limits under the Companies Act, 2013 and that they are not disqualified for holding the office of the Auditors. Accordingly, the Board recommends ratification of their appointment as Statutory Auditors of the Company by the members.

The notes on Financial Statement referred in the Auditors' Report are self-explanatory and do not call for further comments. The Auditor's Report does not contain any qualification, reservation or adverse remark.

❖ **Frauds reported by Auditors (Section 134(3)(ca))**

As per Section 143 of the Companies Act, 2013 the report of Auditors states that the Company has not committed any frauds during the year.

**12. COST AUDITOR'S AND THEIR REPORT:**

Cost Audit is not Applicable to the company.

**13. APPOINTMENT OF SECRETARIAL AUDITOR AND THEIR REPORT:**

The Board had appointed **M/s. JRP & Associates, Company Secretaries**, to conduct the Secretarial Audit for the Financial Year 2021-22. The Secretarial Audit Report for the Financial Year ended on March 31, 2022, in the prescribed format is attached herewith as **Annexure- I** to this report.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark to be explained by the Directors of the Company.

**14. INTERNAL AUDIT REPORT:**

The Internal Auditor, Practicing Company Secretary, Ms. Gurmohini Sachdeva has conducted Internal Audits periodically for the Financial Year 2021-22 and submitted their reports to the Audit Committee. The reports submitted by the Internal Auditor have been reviewed by the Statutory Auditors and the Audit Committee.

**15. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:**

Management's Discussion and Analysis Report for the year under review, as the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges in India, is presented as **Annexure-II** in this report.

**16. CORPORATE GOVERNANCE:**

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally. The report on Corporate Governance as prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Certificate on report on Corporate Governance attached as **Annexure-III**.

**17. SHARE CAPITAL:**

During the Financial Year, there is no change in the share capital of the Company. However, the Paid up Share Capital of the Company is divided into the following categories:

Subscribed and paid up:	Rs. 15688000
Forfeited Shares:	Rs. 8115500
Total Share Capital:	Rs. 23803500

**a. Issue of equity shares with differential rights;**

The Company has not issued equity shares with differential rights.

**b. Issue of sweat equity shares;**

The Company has not issued sweat equity shares.

**c. Issue of employee stock options;**

The Company has not issued employee stock options.

**d. Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees;**

Since shares of the Company has not purchased by the employees or trustees for their benefits therefore there is no requirement for the provision of money to be made by the Company for the same purpose.

**18. EXTRACT OF THE ANNUAL RETURN:**

The extract of the annual return in Form No. MGT-9 (Attached as **Annexure- IV**) shall form part of the Board's report.

**19. DIRECTORS AND KEY MANAGERIAL PERSONS:**

The Company is enriched with highly qualified professionals and responsive Board of Directors. It is composed of Executive as well as Non- Executive Directors including Women Director. The details for Composition of Board of Directors of the Company as on date are as follows:

S. No.	DIN & PAN	Name	Designation
1.	06595136	Mr. Rakesh Kumar Singal	Managing Director
2.	07166489	Mr. Gagan Goel	Executive Director
3.	08606277	Mr. Mukund Murari	Independent Director
4.	06557885	Ms. Shweta Gupta	Independent Director
5.	07325235	Mrs. Navneet Kaur	Independent Director
6.	BMQPA0257A	Mr. Ekansh Bansal	Chief Financial Officer
7.	AODPC1805J	Ms. Shruti Choudhary	Company Secretary

Further following changes took place in the board of the Company during the Financial Year and up to date are as under:

**APPOINTMENTS ON THE BOARD:**

❖ **Appointments &Resignations:**

There was no appointment or resignation during the financial year 2021-22.

The Company has formulated a policy on performance evaluation of the Independent Directors, Board and its Committees and other individual Directors which shall be based on, inter alia, criteria like attendance, effective participation, domain knowledge, access to management outside Board Meetings and compliance with the Code of Conduct, vision and strategy and benchmark to global peers.

On the basis of policy for performance evaluation of Independent Directors, Board, Committees and other individual directors, a process of evaluation was carried out. The performance of the Board, individual directors and Board Committees were found to be satisfactory.

Further, Independent Directors of the Company have given declaration that they meet the eligibility criteria of Independence as provided under Section 149(6) of the Companies Act, 2013.

**a. Declaration by an Independent Director(s) and re- appointment, if any**

The Independent directors have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of Section 149 of the Companies Act, 2013. The Board confirms that the said independent directors meet the criteria as laid down under the Companies Act, 2013.

The Board proposes the terms of 5 years for the independent directors and they shall not be liable to retire by rotation.

**b. Formal Annual Evaluation**

The evaluation frame work for assessing the performance of Directors comprises of the following key areas:

- ❖ Attendance of Board Meetings and Board Committee Meetings
- ❖ Quality of contribution to Board deliberations
- ❖ Strategic perspectives or inputs regarding future growth of Company and its performance
- ❖ Providing perspectives and feedback going beyond information provided by them management
- ❖ Commitment to shareholder and other stakeholder interests

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his/her evaluation.

**20. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTOR:**

Your Company has put in place a system to familiarize its Independent Directors about the Company, its Business Segment, the Industry and Business model of the Company. In addition it also undertakes various measures to update the Independent Director about the ongoing events and development relating to the Company. All the Independent Directors of the Company are made aware of their role, responsibilities & liabilities at the time of their appointment/ re-appointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement, including the compliance required from him under Companies Act 2013, Listing Regulation and other various statues and an affirmation is obtained for the same. The Detail of the Familiarization Programme for Directors are available on the Company's Website –[www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com)

**21. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:**

The Board meets at regular intervals to discuss and decide on business strategies/ policies and review the financial performance of the Company. In case of business exigencies, the Board's approval is taken through circular resolutions. The Circular Resolutions are noted at the subsequent Board Meeting. The notice and detailed agenda along with the relevant notes and other material information are sent in advance.

Particular details of Board Meeting are as follows: During the financial year, Four Board meetings were held.

S. No.	Dates of Board Meeting	Directors Present in the Meeting
1.	24.06.2021	5
2.	10.08.2021	5
3.	12.11.2021	5
4.	10.02.2022	5

**22. MANAGERIAL REMUNERATION:**

None of the employee of the company falls under the provisions of rule pursuant to 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Since no director of the company was in receipt of any remuneration or commission therefore the company is not required to make disclosure under the applicable provisions of the Companies Act, 2013.

## **23. DISCLOSURE REGARDING VARIOUS COMMITTEES:**

The Company has the following Committees of the Board:

### **A) Audit Committee**

Audit Committee of the Board of Directors (“the Audit Committee”) is entrusted with the responsibility to supervise the Company’s internal controls and financial reporting process. The Composition, quorum, powers, role and scope are in accordance with section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the Listing Regulation. All the Members of the Audit Committee are financially literate and bring in expertise in the fields of Finance, Taxation, Economics, Risk and international Finance. It functions in accordance with its terms of reference that defines its authority, responsibility and reporting function.

<b>S. No.</b>	<b>Name</b>	<b>Category</b>
<b>1.</b>	Shweta Gupta	Independent Director
<b>2.</b>	Mukund Murari	Independent Director
<b>3.</b>	Navneet Kaur	Independent Director

### **Meeting & Attendance**

The Audit Committee met five times during the Financial Year 2021-22. The Maximum gap between two meetings was not more than 120 Days. The necessary quorum was present for all meetings. The Chairperson of the Audit Committee was present at the last Annual General Meeting of the Company.

<b>S. No.</b>	<b>Dates of Board Meeting</b>	<b>Directors Present in the Meeting</b>
1.	24.06.2021	3
2.	10.08.2021	3
3.	12.11.2021	3
4.	10.02.2022	3

All the members of the committee are financially literate Ms. Shweta Gupta was appointed as Chairperson of the Audit Committee.

### **Terms & Reference**

The Audit committee inter alia performs the functions of approving Annual Internal Audit Plan, review of financial reporting system, internal controls system, discussion on financial reporting system, discussion on financial results, interaction with statutory and Internal Auditor, recommendations for the appointment of statutory and Internal Auditors and their remuneration, Review of Business Risk Management Plan, Management Discussion and Analysis, Review of Internal Audit Reports, Significant related party transactions. The Company has framed the Audit Committee Charter for the purpose of effective Compliance of Provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulation. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.



## B) Nomination and Remuneration Committee

### Performance Evaluation Criteria for Independent Directors and Remuneration Policy for Directors, Key Managerial Personnel and other employees

The Company's Remuneration Policy for Directors, Key Managerial Personnel and other employees is annexed the Board Report. Further, the Company has devised a Policy for performance evaluation of Directors.

The Board of the company has decided that the committee will also be known with the name Nomination and Remuneration Committee as required under Companies Act, 2013. The Committee recommends remunerations, promotions, increments and considers the appointment of Executive Directors as and when required.

### Meeting & Attendance

At present the Nomination and Remuneration Committee of the company comprises of the following members who are Directors of the company and Dates of Meeting as under:

S. No.	Name	Category
1.	Shweta Gupta	Independent Director
2.	Mukund Murari	Independent Director
3.	Navneet Kaur	Independent Director

Dates of Meetings as follows:

S. No.	Dates of Board Meeting	Directors Present in the Meeting
1.	24.06.2021	3
2.	10.08.2021	3
3.	12.11.2021	3
4.	10.02.2022	3

All the members of the committee are literate, Ms. Shweta Gupta was appointed as Chairperson of the Nomination and Remuneration Committee

### Terms & Reference

The Board has framed the Nomination & Remuneration Committee Charter which ensures effective Compliance of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulation, which are as follows:

- Reviewing the overall Compensation Policy, Service agreements and other employment Conditions of Managing Director and Senior Management ( One Level below the Board);
- To help in determining the appropriate size, diversity and composition of the Board;
- To recommend to the Board appointment / re-appointment and removal of Directors;
- To frame criteria for determining qualifications, positive attributes and Independence of Directors to create an evaluation framework for Independent Director and the Board;
- To assist in developing a succession plan for the Board;

- To assist the Board in fulfilling responsibilities entrusted from time to time;
- Delegation of any of its powers to any member of the Committee or the Compliance Officer;

### C) Stakeholders Relationship Committee:

The Board has renamed the 'Shareholders' / Investors' Grievance Committee' of the company with 'Stakeholders Relationship Committee' as required under Companies Act, 2013. The Board had delegated the power to consider and resolve grievance of security holders of the company to Stakeholders Relationship committee.

S. No.	Name	Category
1.	Shweta Gupta	Independent Director
2.	Mukund Murari	Independent Director
3.	Navneet Kaur	Independent Director

In compliance with the SEBI guidelines the Company has appointed M/s. Skyline Financial Services Private Limited as RTA (Registered Transfer Agent) to look after the share transfer, transmission, transposition issuance of duplicate share certificate, share de-materialization/re-materialization etc independently under the supervision and control of the Stakeholders Relationship committee.

### Meeting & Attendance

At present the Nomination and Remuneration Committee of the company comprises of the following members who are Directors of the company and Dates of Meeting as follows:

S. No.	Dates of Board Meeting	Directors Present in the Meeting
1.	10.02.2022	3

### Terms & Reference

The Board has clearly defined the terms of reference for the committee, which generally meets at Regular Interval. The Committee looks in to the matters of Shareholders/ Investors grievances along with other matters listed below:

- Approval of Transfer of Shares/ debentures and issue of duplicate/ split/ consolidation/ sub-division of share/debenture certificates
- Consider, resolve and monitor redressal of Shareholding grievances of the Company with respect to transfer of shares, non - receipt of annual report, non - receipt of declared dividend.
- Review the Performance of the Company's Registrar & Transfer Agents.

The secretarial Department of the Company and the Registrar and Share Transfer Agent, Skyline Services Pvt. Ltd. Attend to all grievances of the Shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. The Minutes of the Stakeholder's Relationship Committee Meetings are circulated to the Board and noted by the Board of Directors at the Board Meetings. Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors.

Shareholders are requested to furnish their updated telephone number and email addresses to facilitate.

## **24. PARTICULARS OF EMPLOYEE AND MANAGERIAL REMUNERATION:**

During the year under review, the Company does not have any employee who is drawing the remuneration in excess of the limits prescribed by provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5 (1), (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### **1. DISCLOSURES PURSUANT TO SECTION 197 (12) AND RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:**

The company has given remuneration according to the remuneration policy formulated by the Company. Further information is as follows:

- I.** The Ratio of Remuneration of each Director to the Median Employees Remuneration of the Company for the financial year 2021-22 is as follows:

No remuneration has been paid to any director in the Financial Year 2021-22.

- II.** The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

No remuneration was being paid to any director and no changes have been made in remuneration paid to Chief Financial Officer and Company Secretary of the Company.

- III.** The percentage increase in the median remuneration of employees in the Financial Year 2021-22:

There has been an increase of 18.5 % of median remuneration paid to employees in the Financial Year 2021-22 as compared to Financial Year 2020-21.

- IV.** The number of permanent employees on the rolls of company:

The numbers of permanent employees on the rolls of the Company are: **2**.

- V.** Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

No managerial remuneration was being paid to any director in Financial Year 2021-22.

- VI.** affirmation that the remuneration is as per the remuneration policy of the company:

The Directors of the Company confirm that the remuneration in the Financial Year 2021-22 has been paid according to the remuneration policy of the Company.

**25. SIGNING OF BALANCE SHEET:**

The Balance Sheet of the Company is signed in pursuance to the provision of Section 134 of companies act, 2013. The Balance Sheet was signed by two Directors; one of them is Managing Director of the company and Chief Finance Officer and Company Secretary of the Company, as on the date of signing of Balance Sheet.

**26. POLICIES:**

The Board of the Company has framed various Policies in order to comply with the requirements of Companies Act, 2013 and SEBI (LODR) 2015; the details of them are available at website of the company at [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com) under the Investors Column:

Whistle Blower Policy;

Policy of Remuneration of Directors, KMP and Other Employees;

Policy on Familiarization Programmes for Independent Directors;

Policy on Website Archival;

Policy on Determination and Disclosure of Materiality of Events and Information;

Policy on Materiality of Related Party Transaction and on Dealing with Related Party Transactions;

Risk Management Policy.

**27. RISK MANAGEMENT POLICY:**

The Board of Directors of the company is of the view that currently no significant risk factors are present which may threaten the existence of the company.

**28. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:**

The details of Loans given, Investments made, Guarantees given and Securities provided by the Company are given in **Note Number 9** to the Financial Statement. The Company has given Unsecured Loan amounted to Rs. 46,00,000 /- during the financial year ended as on 31.03.2022.

**AFFIRMATIONS AND DISCLOSURES:**

**1. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:**

Pursuant to Section 177(9) and (10) of the Companies Act , 2013 and Regulation 22 of the Listing Regulation, the Company has formulated Whistle Blower Policy for Vigil Mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The Company has established a vigil mechanism for Directors and employees to report their genuine concerns, details of which have been given in the Corporate Governance Report forming part of annual report.

2. **RISK MANAGEMENT POLICY:**

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 contemporary practices of good corporate governance, Company has developed the policies & procedures to assess the risk associated with the Company and minimization thereof and periodically informed the Board of Directors for their review to ensure that the executive management, controls the risk in accordance with the defined policies and procedures adopted by the company. Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Board.

3. **CORPORATE SOCIAL RESPONSIBILITY (CSR):**

The concept of Corporate Social Responsibility is not applicable to the Company.

4. **LISTING:**

The shares of the Company are listed at BSE Ltd.

5. **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

The company has given short term loan and advances of Rs. 46,00,000/- as on 31.03.2022.

6. **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

Company has not or made any arrangement with the related parties during the financial year.

7. **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT SO TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

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

8. **OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees are covered under this policy and during the year no complaints have been received from them.

9. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

**A) Conservation of Energy**

The operations of the Company are not energy intensive therefore no capital investment has been made on energy conservation equipments during the year. The company has endeavored to conserve energy consumption, wherever feasible and has not utilized alternate sources of equipments.

**B) Technology Absorption**

No new technology has been imported during last 4 years as the orders received by the company are

gradually declining. However, the technology for Transistorized Converters, other equipments and parts of Induction Heating Machines imported has been fully absorbed.

The industry has been under recession from past many years due to which manufacturing is unviable at low volumes and as a result of which company is incurring losses from its manufacturing activities and has decided to shut down manufacturing activities and dispose of plant and machinery.

**C) Foreign Exchange Earnings and Outgo**

Activities relating to export, initiatives taken to increase exports and development of New Export market

Foreign exchange outflows: Nil

Foreign exchange inflows: Nil

**10. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirement under Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- i) in the preparation of the annual accounts for the Financial Year ended March 31, 2022, the applicable Accounting Standards read with the requirements set out under Schedule III to the Companies Act, 2013, have been followed and there are no material departures from the same;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the profit and loss of the Company for the year ended on that date;
- iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors have prepared the Annual Accounts of the Company for the Financial Year ended March 31, 2022 on a 'going concern' basis;
- v) the Directors have laid down Internal Financial Control to be followed by the Company and that such internal financial control are adequate and were operating effectively; and
- vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **29. ACKNOWLEDGEMENTS:**

The Directors wish to place on record their appreciation for the sincere services rendered by employees of the Company at all levels. Your Directors also wish to place on record their appreciation for the valuable co-operation and support received from the Government of India, various state governments, the Banks/ Financial institutions and other stakeholders such as, shareholders, customers and suppliers, among others. The Directors also commend the continuing commitment and dedication of the employees at all levels, which has been critical for the Company's success. The Directors look forward to their continued support in future.

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

**Sd/-**

**sd/-**

**Gagan Goel**

Director

**DIN:** 07166489

**Address:** H No-705 Saraswati Vihar,  
Gurgaon 122001

**Rakesh Kumar Singal**

Managing Director

**DIN:** 06595136

**Address:** D-50, Sushant Lok II  
56, Gurgaon 122002

**Place:** New Delhi

**Date:** 09.08.2022

**Telephone:** +91- 0124-4577733

**Email id:** [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com)

**Website:** [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com)

# **SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 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 Member,**  
**Euro Asia Exports Limited**  
Plot No. 3-A, 1<sup>st</sup> Floor, BLK-X, LohaMandi,  
Naraina, Industrial Area, New Delhi-110028

**CIN: L51909DL1981PLC012621**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **EURO ASIA EXPORTS LIMITED** (hereinafter referred as “the Company”). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

## **Management’s Responsibility for Secretarial Compliances**

The Company’s Management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

## **Auditor’s Responsibility**

Our responsibility is to express an opinion on the records, standards and procedures followed by the Company in respect of secretarial compliances.

We believe that audit evidence and information obtained from the Company’s management is adequate and appropriate for us to provide a basis for our opinion.

## **Opinion**

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 and made available to us, according to the provisions of;



1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956(SCRA) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed hereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **Not Applicable on the company as company has not accepted/made any FDI, ODI or ECBs during the financial year**
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India , 1992 ('SEBI Act');
  - (a) The Securities and Exchange Board of India( Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Listing Obligations and Discourse Requirements) Regulations 2015;
  - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable as the Company did not issue any security during the Financial Year under review.**
  - (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines , 1999; **Not Applicable as the Company did not issue any ESOP or ESPS during the Financial Year under review**
  - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable as the Company did not issue any debt security during the Financial Year under review**
  - (g) The Securities and Exchange Board of India (Registration to an Issue and Share Transfers Agents ) Regulations, 1993 regarding the Companies Act and dealing with client; **Not Applicable as the Company is not registered as Registrar to an Issue and Share transfer Agent during the year under review**
  - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable as the Company has not delisted its Equity shares from any Stock Exchange during the financial year under review** and
  - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable as the Company has not bought back any of its securities during the Financial Year under review**

We have also examined compliance with the applicable clause of the following;

- I. The Secretarial Standards issue by the Institute of Company Secretaries of India (to the extent applicable).
- II. Presently, the Equity Listing Agreements entered into by the Company with Bombay Stock Exchange Limited. Further, earlier Company was listed on Delhi Stock Exchange and Jaipur Stock Exchange but such exchanges were disseminated by SEBI.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit we hereby report that in our opinion, the Company has during the financial year ended 31<sup>st</sup> March 2022 complied with the aforesaid laws. Material compliances are listed in the Annexure to this report.

We further report that, the Compliance by the Company abiding and adherence to applicable financial and taxation laws like direct taxation and indirect taxation laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Auditor and other designated professionals.

Based on the information received and records maintained by the Company, we further report that:

1. The composition of Board of Directors of the Company is duly constituted with proper quorum of Executive Directors, Non-Executive Directors and Independent Directors in respect of Board Meetings, General Body Meetings and Committee Meetings. No changes in the composition of the Board of Directors took place during the period under review.
2. Adequate notices were issued and given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent to them in advance. There is a system in place exists a system for Directors to seek and obtain further information and clarification on the agenda items in order to understand the gravity of the matters on critical issues for active participation in the meeting.
3. The minute book of the meetings are duly recorded and signed by the Chairman. The decisions of the Board Meetings and Committee Meetings were unanimous and no dissenting views have been recorded.

Based on the Compliance mechanism established by the Company and on the basis of the information provided by its officers, agents and authorized representatives of the Company, we are of the opinion that the management has:

- i. Adequate systems in place and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- ii. During the audit period there is no specific event/action in pursuance of the above referred laws, rules, regulations, guidelines etc. having a major bearing on the material affairs of the company.

**For JRP and Associates**  
**Company Secretaries**

**Sd/-**

**Jyoti**  
**Proprietor**  
**ACS: 42136**  
**CP: 20647**  
**UDIN: F011656D000767499**

**Place: Delhi**  
**Date: 09.08.2022**

## **ANNEXURE TO THE REPORT**

In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished and representations made to us by the Company, its officers and agents, we report that the Company has, during the year under review, complied with the provisions of the Acts, the Rules made thereunder and the Memorandum and Articles of Association of the Company with regard to:-

1. Maintenance of various Statutory Registers and Documents and making necessary entries therein;
2. Forms, returns, documents and resolutions required to be filed with the Registrar of Companies, Regional Director, Central Government, Company Law Board or any other such authorities;
3. Service of documents by the Company to Stock Exchanges, Auditors and Registrar of Companies;
4. Constitution of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Share Transfer Committee & Risk Management Committee.
5. Appointment, re-appointment and Retirement of Directors and payment of remuneration to them.
6. Disclosure of interests and concern in contracts and arrangements, shareholdings and directorships in other Companies and interest in other entities by Directors;
7. Establishing a Vigil Mechanism and providing to complainants, if any, unhindered access to the Chairman of the Audit Committee;
8. Establishing a Risk Management Policy in terms of provision of Clause 49 of Listing Agreement & Regulation 17(9) of SEBI Listing Regulations (LODR) 2015 & contemporary practices of good corporate governance;
9. Constituting a policy for prevention of Sexual Harassment of Women at workplace in terms of provision of Prevention, Prohibition and Redressal Act, 2013;
10. Constituting a Corporate Social Responsibility Committee in terms of provision of Companies Act, 2013 is not applicable to the Company;
11. Constituting a policy for prevention of documents in terms of provision of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
12. Constituting a Remuneration Policy for Directors, Key Managerial Personnel and Other Employees in terms of provision of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
13. Constituting a policy on Familiarization Programmes for Independent Directors in terms of provision of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
14. Constituting a policy on determination of materiality of events and dissemination of information in terms of provision of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

15. Constituting a policy on materiality of related party transactions and on dealing with Related Party Transactions in terms of provision of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
16. Constituting archival policy in respect items/ matters covered under regulation 30 in terms of provision of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
17. Appointment and fixation of remuneration of Statutory Auditor;
18. Appointment of Internal Auditor;
19. Notice of Meetings of Board and Committee thereof;
20. Report of the Board of Directors for the Financial Year ended 31<sup>st</sup> March 2022;
21. Closure of Register of Members;

**For JRP and Associates  
Company Secretaries**

**Sd/-**

**Jyoti  
Proprietor  
ACS: 42136  
CP: 20647  
UDIN: F011656D000767499**

**Place: Delhi  
Date: 09.08.2022**

### **MANAGEMENT DISCUSSION AND ANALYSIS**

#### **INDUSTRY STRUCTURE, DEVELOPMENTS, OPPORTUNITIES & THREATS**

Indian economy had started taking cues from Global Economy and recently witnessing slowing trends. This has made an impact on GDP growth of India and it is reducing since last couple of years.

The slowdown is leaving its impact on Domestic and International market. But India plays a major role in global apparel markets due to availability of abundant man power, raw material and infrastructural developments.

#### **OPPORTUNITIES**

The overall assessment of demand and market potential, projected on the basis of past trends and industry expectations, is expected to grow by more than 10%. Domestic consumption of fabric and textile products is increasing due to growing corporate salaries, earning capacity of individuals. India is home to 17% of world population. It is also one of the youngest countries in the world, with over 65% population below the age of 35 years. In India, there are more than 30 crore middle class people with higher disposable income. The number is expected to be doubled in next 2 years, which will bring increasing demand for various consumer products by this segment of population we are plan to new business in sponge iron material for our growth.

#### **THREATS**

Due to global meltdown, the consumers in the west have reduced their consumption of textile materials. The growing awareness about ecological factors has impacted exports from developing countries due to use of polluting dyes and environment damaging manufacturing practices. The availability of cheap labor in Bangladesh and Vietnam is also contributing to decline in exports of fabrics from India.

The post 2005 trade regime under World Trade Organization has resulted into the enhanced competition across the globe.

#### **SEGMENTWISE OR PRODUCT-WISE PERFORMANCE**

Your company mainly operates in single product segment, within domestic market only. Now the management of your company has started trading activity in domestic market. The business is expected to grow in the coming years.

#### **FUTURE OUTLOOK**

In view of business inquiries received by the company, the outlook seems bright for business prospects of your company.

Your company has taken various initiatives for increase of business, product portfolio. Presently, we are doing business in domestic market but we are exploring possibilities of export of our products to the western countries, where we had been doing business about a decade ago. We are also exploring the possibilities of leasing out an industrial unit on enhance our productivity and launching of quality products in the market.

## **STRENGTHS**

Your company was one of the largest export houses to USSR before division of Soviet Union into number of small countries. In the coming years, we plan to start marketing of Indian goods in these countries. We do not foresee any difficulty in pushing the company's merchandise in these markets. We had a customer base in these markets for Indian products. We can leverage our capacities to procure products for these markets and other countries also.

## **RISK AND CONCERNS**

Business is exposed to external and internal risks. Some risks can be predicted and minimized with careful planning and implementing the measures to mitigate them, while some risks cannot be insured against. Your company has been facing many risks including risk to run business due to shortage of working capital. The tight fund situation may affect company's plans to enlarge its business activities. Due to tight liquidity position, were not able to lay hands on talented people in the industry. The management of your company is planning to leverage their personal assets to raise funds for the company, to overcome this risk.

The domestic market is showing inflationary tendencies. To curb inflation, the Reserve Bank of India can tighten its monetary policy, which can affect company financial expenses. Fluctuation in value of foreign currencies can also affect export plans of the company.

## **HUMAN RESOURCES**

The company is taking various initiatives to increase human resources for better productivity. To save on costs, the company is appointing non-experienced staff and taking initiatives for internal training and development of skills. This will help in enhancing their emotional and intellectual engagement with the company.

## **INTERNAL CONTROL SYSTEM AND ADEQUACIES**

Your company had started its business from scratch. To grow it faster, the integrity and ethical behavior of management and employees at all levels and compliance of the laws and regulations is very essential. The systems are being put in place to ensure adequate internal controls in operations of the company. Apart from statutory audit, your company has adequate in-house internal audit practices.

## **FORWARD LOOKING STATEMENT**

Statements in this report on Management Discussion and Analysis, describing the company's objectives, projections, expectations or predictions may be forward looking, considering the applicable laws and regulations. These statements are based on certain assumptions and expectation of future vents. Actual results could, however, differ materially from those expressed or implied. Domestic consumption, price trends, change in government regulations and tax structure can make a difference in company's performance in future.

The company assumes no responsibility in respect of the forward looking statements herein, which may undergo changes in future on the basis of subsequent developments, information or events.

## **REPORT ON CORPORATE GOVERNANCE**

### **I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE**

Good corporate Governance aims at enhancing shareholder's value on sustainable basis. It is a reflection of the company's culture, policies, relationship with stakeholders, commitment to values and ethical business conduct.

The Company's philosophy on corporate governance is based on the principle of integrity, fairness, equity, transparency, accountability and commitment to values. The Company is committed to meet the expectations of stakeholders as a responsible corporate citizen.

Corporate Governance is an integral part of the Company in its pursuit of excellence, growth and value creation. The Company complies with all statutory and regulatory requirements on corporate governance and has constituted the requisite committees to look into issues of financial reporting, investor grievance and executive remuneration.

The Company has adopted various codes and policies to carry out its duties in an ethical manner. Some of these codes and policies are:

- Code of Business conduct and Ethics
- Familiarization Programmes for Independent Directors
- Policy on Website Archival
- Vigil Mechanism and Whistle Blower Policy
- Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions
- Code of Conduct to Regulate, Monitor and Report Trading by Insiders.
- Policy on Preservation of Documents
- Policy for determination of Materiality of Events and Information
- Risk Management Policy

### **II. BOARD OF DIRECTORS:**

#### **(A) Composition of Board**

The Present Board of Directors of the Company comprises Five Directors consisting three Non-executive Directors, one executive Director and a Managing Director.

#### **(B) Other provisions as to Board and Committee**

The details of the other directorship of the Board and their attendance at the Board meetings held during the year, i.e. between April 1, 2021 to March 31, 2022 is given in the following table:



Name	Category	Board meeting Attended during the Year	Attendance at last AGM	No. of Directorship in other Companies*
Mr. Rakesh Kumar Singal	Non- Executive Independent Director	4	Yes	-
Mr. Gagan Goel	Executive Director	4	Yes	1
Mr. Mukund Murari	Non- Executive Independent Director	4	Yes	-
Mrs. Navneet Kaur	Non- Executive Independent	4	Yes	3
Ms. Shweta Gupta	Non- Executive Independent Director	4	Yes	1

\*Exclusive of the Directorship in Private Limited Companies, Non-Corporate Institutions, foreign Companies and Section 8 Companies.

\*\* Includes Audit Committee and the Shareholders'/Investors' Grievance Committee only.

None of the Directors are inter se, related to any other Director on the Board.

The Board periodically reviews Compliance reports of all laws applicable to the Company and has put in place procedure to review steps taken by the Company to rectify the instances of non-compliances, if any.

#### (C) Number of Board Meetings held and dates:

During the financial year 2021-22 the Board of Directors met Four (04) times. The dates of the meetings are :

S. No.	Dates of Board Meeting	Attendance of Directors
1.	24.06.2021	5
2.	10.08.2021	5
3.	12.11.2021	5
4.	10.02.2022	5

**(D) Information supplied to the Board:**

The Board has complete access to all information with the Company. The information is provided to the Board and the agenda papers for the meetings are circulated in advance of each meeting. The information supplied to the Board includes:

- Business/Operating Plans,
- Quarterly, Half yearly and yearly results of the Company
- Minutes of the Meetings of audit Committees and other Committees of the Board.
- The Board periodically reviews compliance of all laws applicable to the Company as well as steps taken by the Company to rectify instances of non-compliances if any.

**(E) Familiarization programmes for Board Members**

The Board members are provided with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved.

Quarterly updates on relevant statutory changes and landmark judicial pronouncements encompassing important laws are presented at Board and Board Committees.

The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at <http://www.euroasiaexportsltd.com/pdf/fpfid.pdf>

**(F) Code of conduct:**

Your Company has laid down a Code of Conduct ("Code") for all the Board Members and Senior Management Personnel of the Company. The Code is available on the website of the Company i.e., <http://www.euroasiaexportsltd.com/investors.html>. All Directors and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial year ended March 31, 2022. A declaration signed by the Chief Financial Officer (CFO) to this effect is attached as Annexure A to the Corporate Governance Report in the Annual Report.

**(G) Listing Agreement**

The Securities and exchange Board of India (SEBI), On September 2, 2015, issued SEBI (Listing Obligation and disclosure Requirements) Regulations, 2015 with the aim to consolidate and streamline the provisions of the listing Agreement for different segments of Capital markets to ensure better enforceability. The said regulations were effective from December 1, 2015. Accordingly, all listed entities were required to enter into the listing agreement within six months from the effective date. Hence Company entered into Listing Agreement with BSE Limited.

**III. COMMITTEE**

**A) AUDIT COMMITTEE:**

**Qualified & Independent Audit Committee**

Audit Committee of the Board of Directors ("the Audit Committee") is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The Composition, quorum, powers, role and scope are in accordance with section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of the Listing Regulation. All the Members of the Audit Committee are financially literate and bring in expertise in the fields of Finance, Taxation, Economics, Risk and international Finance. It functions in accordance with its terms of reference that defines its authority, responsibility and reporting function.

S. No.	Name	Category
1.	Shweta Gupta	Independent Director
2.	Mukund Murari	Independent Director
3.	Navneet Kaur	Independent Director

### Meeting & Attendance

The Audit Committee met five times during the Financial Year 2021-22. The Maximum gap between two meetings was not more than 120 Days. The necessary quorum was present for all meetings. The Chairperson of the Audit Committee was present at the last Annual General Meeting of the Company.

S. No.	Dates of Board Meeting	Directors Present in the Meeting
1.	24.06.2021	3
2.	10.08.2021	3
3.	12.11.2021	3
4.	10.02.2022	3

All the members of the committee are financially literate Ms. Shweta Gupta was appointed as Chairperson of the Audit Committee.

### **A. Responsibilities of the Audit Committee**

The Audit Committee reports to the Board and is primarily responsible for:

- a. Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- b. Recommending to the Board, the appointment, re-appointment, the replacement or removal of the Auditor (financial) and fixing of audit fees.
- c. Approval of payment to Auditors (financial) for any other services rendered by them.
- d. Reviewing, with the management, the annual financial statements and auditor's and board report thereon before submission to the Board for approval, with particular reference to:
  1. Matters required to be included in the Director's Responsibility Statement to be included in the board report in accordance with clause (c) of sub-section 3 of section 134 of the Companies Act, 2013; Changes, if any, in accounting policies and practices and reasons for the same;
  2. Major accounting entries involving estimates based on the exercise of judgment by management;
  3. Significant adjustments made in the financial statements arising out of audit findings;
  4. Compliance with listing and other legal requirements relating to financial statements;
  5. Disclosure of any related party transactions and review, and approve any transactions with related parties;
  6. Dealing with qualifications in the draft audit report;
  7. Review management letters / letters of internal control weaknesses issued by the Auditors;
- e. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- f. Review and monitor the auditor's independence and performance, and effectiveness of audit process.

- g. Scrutiny of inter-corporate loans and investments.
- h. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
- i. To review the functioning of the Whistle Blower mechanism.
- j. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

## **B) NOMINATION AND REMUNERATION COMMITTEE:**

The Board of the company has decided that the committee will also be known with the name Nomination and Remuneration Committee as required under Companies Act, 2013. The Committee recommends remunerations, promotions, increments and considers the appointment of Executive Directors as and when required.

### **Meeting & Attendance**

At present the Nomination and Remuneration Committee of the company comprises of the following members who are Directors of the company and Dates of Meeting as under:

<b>S. No.</b>	<b>Name</b>	<b>Category</b>
<b>1.</b>	Shweta Gupta	Independent Director
<b>2.</b>	Mukund Murari	Independent Director
<b>3.</b>	Navneet Kaur	Independent Director

### **Dates of Meetings as follows:**

<b>S. No.</b>	<b>Dates of Board Meeting</b>	<b>Directors Present in the Meeting</b>
<b>1.</b>	24.06.2021	3
<b>2.</b>	10.08.2021	3
<b>3.</b>	12.11.2021	3
<b>4.</b>	10.02.2022	3

All the members of the committee are literate, Ms. Shweta Gupta was appointed as Chairperson of the Nomination and Remuneration Committee.

### **The Nomination and Remuneration Committee is primarily responsible to:**

- i. Identify potential candidates to become Board Members.
- ii. Recommending nominees to various Committees of the Board.
- iii. Recommending remuneration for non-Executive/Independent Directors.
- iv. Ensuring that appropriate procedures are in place to assess Board's effectiveness.
- v. Developing an annual evaluation process of the Board and its Committees.
- vi. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel etc.
- vii. Formulation of criteria for evaluation of Independent Directors and the Board;

- viii. Assist the Board in ensuring that affordable, fair and effective compensation philosophy and policies are implemented;
- ix. Any other matter referred to the Nomination and Remuneration Committee by the Board of Directors of the Company.

### C) **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Board has renamed the 'Shareholders' / Investors' Grievance Committee' of the company with 'Stakeholders' Relationship Committee' as required under Companies Act, 2013. The Board had delegated the power to consider and resolve grievance of security holders of the company to Stakeholders Relationship committee

S. No.	Name	Category
1.	Shweta Gupta	Independent Director
2.	Mukund Murari	Independent Director
3.	Navneet Kaur	Independent Director

In compliance with the SEBI guidelines the Company has appointed M/s. Skyline Financial Services Private Limited as RTA (Registered Transfer Agent) to look after the share transfer, transmission, transposition issuance of duplicate share certificate, share de-materialization/re-materialization etc independently under the supervision and control of the Stakeholders Relationship committee.

### **Meeting & Attendance**

At present the 'Stakeholders Relationship Committee' of the company comprises of the following members who are Directors of the company and Dates of Meeting as follows:

S. No.	Dates of Board Meeting	Directors Present in the Meeting
1.	10.02.2022	3

### **Terms of Reference of the Committee, inter alia, includes the following:**

- To redress the investor complaints like non-receipt of balance sheet, non-receipt of declared dividends, non receipt of share certificates, sub-division, consolidation, approval and issue of duplicate share certificates etc;
- To affix or authorize fixation of the common seal of the Company to the share certificates of the Company;
- To do all such acts, things or deeds as may be necessary or incidental to redress the investor complaints and
- To oversees performance of the Registrar and Transfer agents of the Company and recommends measure for overall improvement in the quality of investor service.

### **INVESTOR GRIEVANCE REDRESSAL**

Securities and Exchange Board of India (SEBI) administers a centralized web based complaints redress system (SCORES). It enables investors to lodge and follow up complaints and track the status of redressal online on the website [www.scores.gov.in](http://www.scores.gov.in). It also enables the market intermediaries and

listed companies to receive the Complaints from investors against them, redress such complaints and report redressal. All the activities starting from lodging of a complaint till its disposal are carried online in an automated environment and the status of every complaint can be viewed online at any time. The Company has registered itself on SCORES and endeavors to resolve all investor complain received through SCORES.

### **COMPLIANCE OFFICER**

Ms. **Shruti Choudhary** is the Compliance officer for complying with requirements of Securities Laws and Listing Regulations of SEBI.

### **MEETINGS OF BOARD COMMITTEES HELD DURING THE YEAR AND DIRECTORS' ATTENDANCE**

<b>Board Committees</b>	<b>Audit Committee</b>	<b>Nomination and Remuneration Committee</b>	<b>Stakeholders' Relationship Committee</b>
<b>Meetings held</b>	4	4	1
Ms. Shweta Gupta	4	4	1
Mr. Mukund Murari	4	4	1
Mrs. Navneet Kaur	4	4	1

### **IV. MEANS OF COMMUNICATION**

The Company has been sending copies of the Annual Reports through email, notices and other communications. However, in case where email id of a shareholder is registered, such communications are sent to the registered email id of the Shareholders.

The advertisement publish in the Newspaper for those shareholders who had not registered their email id with the Registrar Transfer Agent, Skyline Financial Services Private Limited for registered their email id.

The Quarterly, Annual Results of the Company as per the statutory requirement under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are generally published in the Business Standard (English and Hindi Newspaper) and are sent to the Stock Exchanges.

The quarterly and Annual Results along with additional information are also posted on the website of the Company [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com)

Official News Releases and Presentations made to Institutional Investors or to the analysts are also displayed on the website of the Company.

### **V. DISCLOSURES**

#### **(A) Related Party Transaction:**

The Company has not entered into any transaction of material nature with the promoters, the Directors or the management, their subsidiaries or relatives etc that may have any potential conflict of interest with the company.

**(B) Disclosure of Accounting Treatment**

During the year, there has been no change in the accounting treatment of Accounting Standard applicable to the Company.

**(C) Risk Management**

In terms of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 & contemporary practices of good corporate governance, Company has developed the policies & procedures to assess the risk associated with the Company and minimization thereof and periodically informed the Board of Directors for their review to ensure that the executive management, controls the risk in accordance with the defined policies and procedures adopted by the Company.

**(D) Whistle Blower Policy**

The Company has adopted a Vigil Mechanism and Whistle-Blower Policy for directors and employees to report genuine concerns or wrong doings. This Policy has also been posted on the website of the Company: <http://www.euroasiaexportsltd.com/pdf/whistle-blower-policy.pdf>

(E) The Company has complied with the mandatory requirements of the Listing Regulations.

**VI. REPORT ON CORPORATE GOVERNANCE**

Regulation 15 read with Regulation 27 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from December, 2015, the company was not required to submit quarterly compliance report under the said regulations. The non applicability of particular Regulation filed by the Company at BSE portal.

**VII. COMPLIANCE**

The other information for the benefit of the shareholders is as under:

**(i) General Body Meetings:**

Details of Location, Date and Time of Annual General Meetings held during last three years are given below:

Particulars	Time	Dated on which held	Venue
40 <sup>th</sup> A.G.M	01:00 P.M.	14 <sup>th</sup> September, 2021	Through Video Conferencing



39 <sup>th</sup> A.G.M	11:00 A.M.	14 <sup>th</sup> September, 2020	Through Video Conferencing
38 <sup>th</sup> A.G.M	03:00 P.M.	17 <sup>th</sup> September, 2019	Hotel Taurus Sarovar Portico, Hotel Airport IGI Road N H 8 Extention Mahipalpur New Delhi - 110037

(ii) General shareholder information

a) **Annual General Meeting**

**Day & Date:** Wednesday, 14<sup>th</sup> Day of September, 2022

**Time:** 01.00 P.M.

Through Video Conferencing

b) **Financial Year**

April 1, 2022 to March 31, 2023

Financial Calendar (Tentative):

Next Annual General Meeting: September 2023

- Unaudited results for the quarter ended June 2022: End July 2022
- Unaudited results for the quarter/half year ended September 2022: End October 2022
- Unaudited results for the quarter ended December 2022: End January 2023
- Un-audited results for the quarter ended March 2023: End April 2023
- Audited Results for the Year ending March 2023: May 2023
- Tentative Calendars for declaration of results for the Financial Year 2022-23 is given below:

Results for the quarter ending	Date of Declaration (on or before)
June 30, 2022	August 14, 2022
September 30, 2022	November 14, 2022
December 31, 2022	February 14, 2023
March 31, 2023	Audited Financials for the last quarter on or before May 30, 2023
Annual General Meeting	September 30, 2023

**Dividend Payment date**

The Board of Directors has not recommended any dividend on equity shares for the financial year ended March 31, 2022.



### **Name of the Stock Exchanges on which the equity shares of the Company are listed**

BSE Ltd.

The Company has paid the annual listing fees to the aforesaid Stock Exchanges for 2022-23 within the stipulated time period.

c) **Security Code:** 530929

**Dates of Book Closure:** The share transfer books and register of members of the Company shall remain closed from 8<sup>th</sup> September, 2022 to 14<sup>th</sup> September, 2022 (both days inclusive).

**Dividend Payment date:** No Dividend is declared during the year.

### **Outstanding GDRs/ADRs/ and Convertible Bonds, Conversion**

1. The Company has not issued any ADRs/GDRs during the year under review.
2. There is no outstanding GDRs/ADRs and Convertible Bonds.
3. There is no Employees Stock Options

### **Corporate Identity Number ('CIN'):**

The Company's Corporate Identity Number (CIN) allotted by Ministry of Corporate Affairs, Government of India is "**L51909DL1981PLC012621**". The registered office of the Company is situated in Delhi.

### **Dematerialization of shares:**

The Company's shares are admitted into depositories i.e. Central Depository Services (India) Limited (CDSL). 735800 No. of shares held in dematerialized form with CDSL.

### **Compliance Officer:**

Ms. Shruti Choudhary is the Compliance officer for complying with requirements of Securities Laws and Listing Regulations of SEBI.

### **REGISTRAR & SHARE TRANSFER AGENTS:**

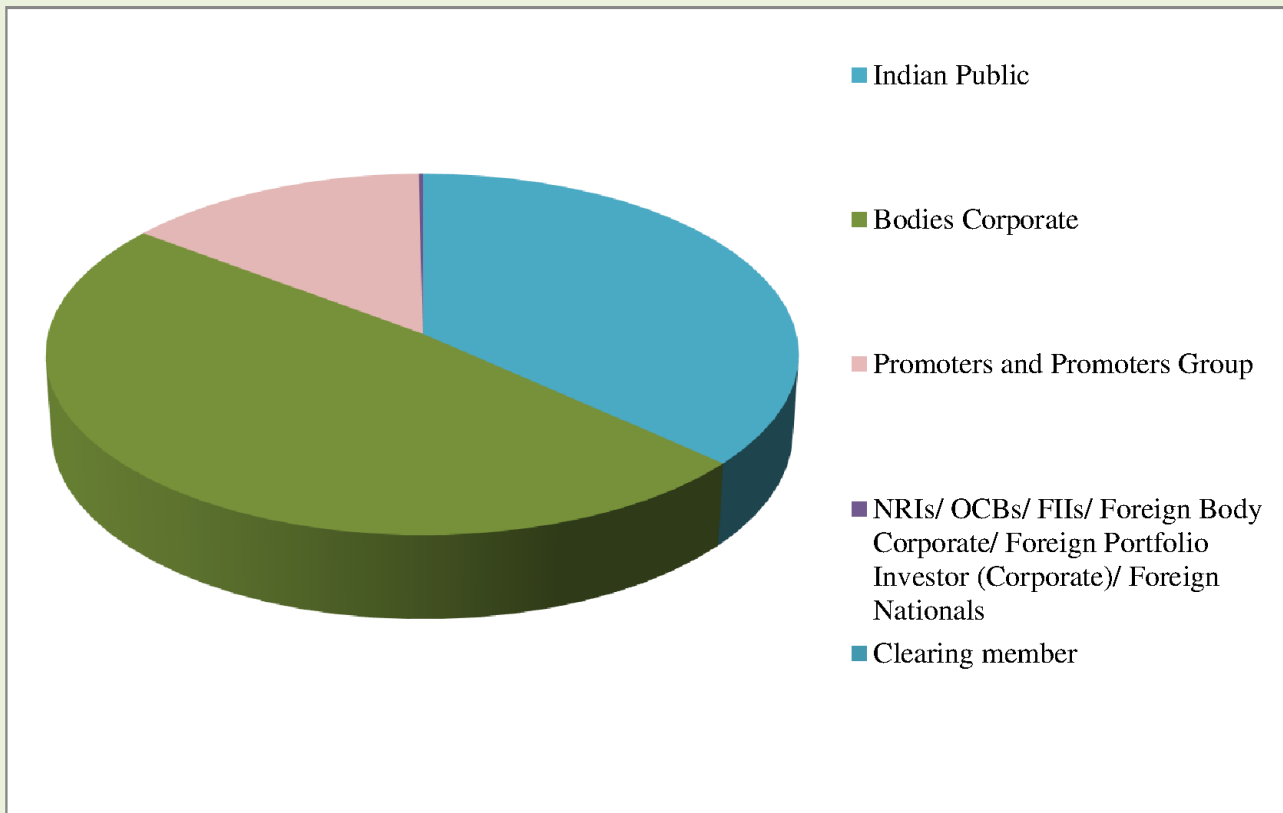
In compliance with the SEBI guide lines the Company has appointed M/s. **Skyline Financial Services Private Limited** as RTA (Registered Transfer Agent) to look after the share transfer, transmission, transposition, issuance of duplicate share certificate, share de-materialization / re-materialization etc. independently under the supervision and control of the Shareholders'/Investors' Grievance Committee.

Phone No.: +91-9999852652;  
E-mail: [info@skylinerta.com](mailto:info@skylinerta.com)

**K) Shareholding pattern as on 31st March 2022:**

Shareholders Category	Number of Shares	Percentage
(A) Promoter and Promoter Group		
(1) Indian Promoters:		
- Individual/HUF	253900	16.18
- Bodies Corporate	Nil	Nil
(2) Foreign Promoters:	Nil	Nil
<b>Total Shareholding (A)</b>	<b>253900</b>	<b>16.18</b>
(B) Public Shareholding		
(1) Institutions:		
Mutual Funds/UTI	Nil	Nil
(2) Non-Institutions:		
Bodies Corporate	303400	19.34
Individuals	832000	53.03
NRIs/OCBs	3500	0.22
Indian Resident HUF	175200	11.17
Others (Clearing Members)	800	0.06
Sub Total	1314900	83.82
<b>Total Shareholding (B)</b>	<b>1314900</b>	<b>83.82</b>
<b>Total (A+B)</b>	<b>1568800</b>	<b>100</b>

**Graphic presentation of the Shareholding Pattern as on March 31, 2022**



**Registered Office Address**  
**Euro Asia Exports Limited**  
 Plot No. 3-A, 1<sup>st</sup> floor Blk X  
 Loha Mandi Naraina Industrial  
 Area New Delhi 110028  
 Tel: +91 - 011 - 25894805

**Corporate Office Address**  
**Euro Asia Exports Limited**  
 02<sup>nd</sup> Floor, Plot No. B- 103,  
 South City-I, Gurugram,  
 Haryana-122001  
 Tel: +91 - 0124 - 4577739

**Compliance Officer**  
**Ms. Shruti Choudhary**  
 02<sup>nd</sup> Floor, Plot No. B- 103,  
 South City-I, Gurugram,  
 Haryana- 122001  
 Tel: +91 - 0124 - 4577733

**CERTIFICATE ON CORPORATE GOVERNANCE**

**To,**  
**The Member,**  
**Euro Asia Exports Limited**  
Plot No. 3-A, 1st Floor, Blk-X Loha Mandi, Naraina  
Industrial Area New Delhi - 110028  
**CIN: L51909DL1981PLC012621**

1. We have reviewed the implementation of the corporate governance procedures by Euro Asia Exports Limited (the Company) during the year ended March 31, 2022, with the relevant records and documents maintained by the Company, furnished to us for our review and report on Corporate Governance, as approved by the Board of Directors.
2. The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the Company.
3. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. On the basis of our review and according to the best of our information and according to the explanations given to us, the Company has been complying with the conditions of Corporate Governance, as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial Year 2021-22.

**For JRP & Associates**  
**Company Secretaries**

**Sd/-**  
**Jyoti**  
**Proprietor**  
**ACS: 42136**  
**CP: 20647**

**Place: Delhi**  
**Date: 09.08.2022**

**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL**  
**RETURN**

**As on financial year ended on 31.03.2022**

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the  
Company (Management & Administration) Rules, 2014

**I. REGISTRATION & OTHER DETAILS:**

S. No.	PARTICULAR	DETAILS
1	CIN	<b>L51909DL1981PLC012621</b>
2	Registration Date	10-11-1981
3	Name of the Company	EURO ASIA EXPORTS LIMITED
4	Category/Sub-category of the Company	Company limited by shares
5	Address of the Registered office & contact details	Plot No. 3-A, 1st Floor, Blk-X Loha Mandi, Naraina Industrial Area New Delhi – 110028
6	Address of the Corporate office & contact details	02nd Floor Plot No. B-103 South City I Gurugram -122001 Haryana
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Skyline Financial Services Private Limited D-153/A, 1st Floor Okhla Industrial Area Phase-I, New Delhi – 110020 011-64732681 contact@skylinerta.com

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

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Trading of Clothes and Other materials	4771	100

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

Sr. No.	Name and Address of the Company	CIN/G LN	Holding/ Subsidiaries/Associate	% of shares held	Applicable Section
1.	-	-	NIL	-	-

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

A) Category-wise Share Holding		Shares Held at beginning of the Year 31/03/2020				Shares Held at the End of the Year 31/03/2021				% Change During The Year
S.No.	Category of Shareholders	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoters									
1	Indian									
a)	Individual/Huf	183900	70000	253900	16.18	183900	70000	253900	16.18	0.00
b)	Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Government	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
e)	Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f)	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total (A)(1)</b>	<b>183900</b>	<b>70000</b>	<b>253900</b>	<b>16.18</b>	<b>183900</b>	<b>70000</b>	<b>253900</b>	<b>16.18</b>	<b>0.00</b>
2	Foreign									
a)	NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00

b)	Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d)	Banks /FI	0	0	0	0.00	0	0	0	0.00	0.00
e)	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Total Shareholding of Promoters(A)</b>	<b>183900</b>	<b>70000</b>	<b>253900</b>	<b>16.18</b>	<b>183900</b>	<b>70000</b>	<b>253900</b>	<b>16.18</b>	<b>0.00</b>
<b>B</b>	Public Shareholding									
<b>1</b>	Institutions									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c)	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d)	State Government	0	0	0	0.00	0	0	0	0.00	0.00
e)	Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g)	FII's	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
i)	Any Other Foreign	0	0	0	0.00	0	0	0	0.00	0.00
j)	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (B)(1)	0	0	0	0.00	0	0	0	0.00	0.00
<b>2</b>	Non-Institutions									
a)	Bodies Corporate									
1)	Indian	241100	57000	298100	19.00	246400	57000	303400	19.34	0.34
2)	Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	Individuals									
1)	Individual shares holders having nominal share capital upto Rs. 2,00,000	132000	573900	705900	45.00	126000	573900	699900	44.61	(0.39)

2)	Individual shares holders having nominal share capital Excess of Rs. 2,00,000	0	132100	132100	8.42	0	132100	132100	8.42	0.00
c)	Others									
a)	HUF	175200	0	175200	11.17	175200	0	175200	11.17	0.00
b)	Non Resident Indian	3500	0	3500	0.22	3500	0	3500	0.22	0.00
c)	Foreign National	0	0	0	0.00	0	0	0	0.00	0.00
d)	Clearing Members	100	0	100	0.01	800	0	800	0.06	0.05
e)	Trust	0	0	0	0.00	0	0	0	0.00	0.00
f)	Foreign Bodies-DR	0	0	0	0.00	0	0	0	0.00	0.00
g)	NBFC Registered With RBI	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (B)(2)	551900	763000	1314900	83.81	551900	763000	1314900	83.82	0.00
	Total Public Shareholding (B)	551900	763000	1314900	83.81	551900	763000	1314900	83.82	0.00
C)	Shares Held By Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
D)	IEPF	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Grand Total</b>	<b>735800</b>	<b>833000</b>	<b>1568800</b>	<b>100.00</b>	<b>735800</b>	<b>833000</b>	<b>1568800</b>	<b>100.00</b>	<b>0.00</b>

(ii) **Shareholding of Promoter:-**

Sr. No.	Shareholder's Name	Shareholding At The Beginning of The Year			Shareholding At The End of The Year			% Change In Shareholding During The Year
		No. of Shares	% of Total Shares of The Company	% of Shares Pledged / Encumbe red To Total Shares	No. of Shares	% of Total Shares of The Company	% of Shares Pledged / Encumbe red To Total Shares	
1	Gopal Roai	2500	0.16	0	2500	0.16	0	0



2	K C Gosain	7500	0.48	0	7500	0.48	0	0
3	S P Chopra	13500	0.86	0	13500	0.86	0	0
4	Naresh K Chibba	13500	0.86	0	13500	0.86	0	0
5	Rajan K Chibba	13500	0.86	0	13500	0.86	0	0
6	Anil K Sharma	14500	0.92	0	14500	0.92	0	0
7	Sunil K Sharma	188900	12.04	0	188900	12.04	0	0
	<b>TOTAL</b>	<b>253900</b>	<b>16.18</b>	<b>0</b>	<b>253900</b>	<b>16.18</b>	<b>0</b>	<b>0</b>

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

There is no change in the shareholding pattern of the promoters during the financial year 2021-22.

**(iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs) as on 31<sup>st</sup> March 2022:**

Sr. No.	Name of Shareholder	Shareholding during the year		Cumulative Shareholding during the year			
		No . of shares	% of total shares of the company	No. of shares	% of total shares of	Reason / change in holding	
	MULTIPLEX	195000	12.43	195000	12.43		
	PARVEEN AGGARWAL	168500	10.74	168500	10.74		
	SUMIT KUMAR SHARMA	71400	4.55	71400	4.55		
	GAURAV	60700	3.87	60700	3.87		
	KESHAV SHARES & STOCKS LIMITD	73600	4.69	73600	4.69		
	KAPIL VERMA	18300	1.17	18300	1.17		
	CHETAN SHARMA	15600	0.99	15600	0.99		
	MANISH KUMAR SINGH	15000	0.96	15000	0.96		
	DINESH	15000	0.96	15000	0.96		

RISHI PAL	15000	0.96	15000	0.96	
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**(V) Shareholding of Directors and Key Managerial Personnel:**

Sr. No.	Name of Director/KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
-	-	-	-	-	-

**(VI) INDEBTEDNESS-**

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

Particular	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount		32,00,000	-	32,00,000
ii) Interest due but not paid	-			
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	-	32,00,000	-	32,00,000
Change in Indebtedness during the financial year				
• Addition		14,00,000	-	14,00,000
• Reduction				
Net Change	-	14,00,000	-	14,00,000
Indebtedness at the end of the financial year				
i) Principal Amount	-	46,00,000	-	46,00,000
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	-	46,00,000	-	46,00,000

**(VII) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

- A Remuneration to Managing Director, Whole-time Directors and/or Manager: NIL  
 B Remuneration to other directors: NIL  
 C Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD:

Sr. No.	Particulars of Remuneration	CEO	CS	CFO	Total
		NA	Shruti Choudhary	Ekansh Bansal	
1	Gross salary	NIL	4,44,000	3,39,900	7,83,900
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	-	-	-
2	Stock Option	NIL	-	-	-
3	Sweat Equity	NIL	-	-	-
4	Commission	NIL	-	-	-
	- as % of profit	NIL	-	-	-
	others, specify...	NIL	-	-	-
5	Others, please specify	NIL	-	-	-
	<b>Total</b>	<b>NIL</b>	<b>4,44,000</b>	<b>3,39,900</b>	<b>7,83,900</b>

**(VIII) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NIL**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD/NCLT/COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-

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

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

Sd/-

**Gagan Goel**  
Director  
**DIN:** 07166489

**Address:** H No-705 Saraswati Vihar,  
Gurgaon 122001

Sd/-

**Rakesh Kumar Singal**  
Managing Director  
**DIN:** 06595136

**Address:** D-50, Sushant Lok II  
56, Gurgaon 122002

## CEO AND CFO CERTIFICATION:

This is to certify that: **CEO and CFO Certification**

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

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

**Sd/-**

**Ekansh Bansal**  
Chief Financial Officer

**sd/-**

**Gagan Goel**  
Director  
**DIN:** 07166489  
**Address:** H No-705 Saraswati Vihar,  
Gurgaon 122001

**sd/-**

**Rakesh Kumar Singal**  
Managing Director  
**DIN:** 06595136  
**Address:** D-50, Sushant Lok II  
56, Gurgaon 122002

**Place: New Delhi**  
**Date: 09.08.2022**

**Telephone:** +91- 0124-4577733  
**Email id:** [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com)  
**Website:** [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com)

# **INDEPENDENT AUDITOR’S REPORT**

**To the Members of**

**Euro Asia Exports Limited**

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

### **Opinion**

We have audited the Standalone Financial Statements of Euro Asia Exports Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2022 and 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 then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information for the year ended on that date.

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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit, changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements for the financial year ended 31st March, 2022. 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 determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors’ responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

### **Information Other than the Financial Statements and Auditor’s Report Thereon**

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the 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.

### **Responsibility of Management and Those Charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 Ind AS financial statement 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 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 expressing our opinion on whether the company has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

#### **Other Matter**

The balance confirmation(s) from the suppliers, for capital advances & from customers have been requested, but the response is awaited and therefore such balances are subject to confirmation.

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, the statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) 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 B".
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The company does not have any pending litigations which would impact its financial position except those disclosed in financial statements;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner



whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(c) Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

3. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the Company has paid the managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act 2013.

***For A Sachdev & Co.***

*Chartered Accountants*

Firm Registration No.: 001307C

**B K Agarwal**

*Partner*

Place : Delhi

Date: 09.08.2022

UDIN: 22090771AOQQWG3927

Membership No.: 090771

**Annexure ‘A’ to the Independent Auditor’s Report of Euro Asia Exports Limited  
For the Year ended as on 31st March 2022**

**Annexure referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report on even date:-**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state 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 has maintained proper records showing full particulars of Intangible Assets.

b) As per the information and explanation given to us, the Property, Plant and Equipment have been physically verified by the Management at end of the year and no material discrepancies were noticed on such verification.

c) The title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Hence, reporting under Para 3(i)(d) is not applicable.

e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Hence, reporting under Para 3(i)(e) is not applicable.

ii. a) Physical verification of inventory has been conducted at the end of the year by the management and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.

b) The Company has been sanctioned with working capital limits in excess of ₹ 5 crore, in aggregate, during the year, from banks or financial institutions on the basis of security of current assets.

iii. 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, reporting under Para 3(iii) are not applicable.

iv) As informed, in respect of loans, investment, guarantees, and security, the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

v. The Company has not accepted deposits or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the order is not applicable to the company.

vi. It has been represented by the management that for the activities carried on by the company, the Central Govt has not specified maintenance of cost records under sub section (1) of 148 of the Companies Act 2013. Hence, reporting under clause 3(vi) of the order is not applicable to the company.

Vii. a. In our opinion, the Company has been generally regular in depositing undisputed statutory dues including Goods and Services Tax, Provident fund, Employees’ state insurance, Income-tax, Sales-tax, Service tax, duty of Customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. As on 31st March 2022, there are no undisputed statutory dues payables for period exceeding for a period more than six month from the date they become payable.

b. Details of statutory dues referred to in sub-clause (a) which have not been deposited on account of disputes are given below:

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

- ix. a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) The company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.
- d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company
- e) On an overall examination of the financial statements of the company, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b) During the year, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year Hence, reporting under Para 3(x)(b) is not applicable.
- xi) a) No frauds on or by the Company noticed or reported during the period under audit.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c) There are no whistle blower complaints received by the company during the year.
- xii) The Company is not a Nidhi Company. Hence, reporting under Para 3(xii) are not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards
- xiv) a) In our opinion the company has an adequate internal audit system commensurate with the size and nature of its business.
- b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv) In our opinion, during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the company.
- xvi) a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable
- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year

xviii) There has been no resignation of the statutory auditors during the year and accordingly this clause is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, 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.

We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx) a. There is no amount remaining unspent in respect of other than ongoing projects. Hence, reporting under para 3 (xx) (a) is not applicable.

b. The company has transferred the amount remaining unspent in respect of ongoing projects, to a Special Account till the date of our report.

xxi) Paragraph 3(xvi)(a) of the Order is not applicable to the Company as the financial statements under reporting are not consolidated financial statements.

**For A Sachdev & Co.**

*Chartered Accountants*

Firm Registration No.: 001307C

**B K Agarwal**

*Partner*

Place : Delhi

Date: 09.08.2022

UDIN: 22090771AOQQWG3927

Membership No.: 090771

## **ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT**

**(Referred to in our Report of even date)**

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

We have audited the internal financial controls with reference to Standalone Financial Statements of Euro Asia Exports 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 financial controls with reference to Standalone Financial Statements 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 with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Standalone Financial Statements.

#### **Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

A company's internal financial control with reference to these Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone 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 Standalone 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 Standalone Financial Statements.

### **Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements**

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

### **Opinion**

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

***For A Sachdev & Co.***

*Chartered Accountants*

Firm Registration No.: 001307C

**Sd/-**

**B K Agarwal**

Place : Delhi

*Partner*

Date: 09.08.2022

UDIN: 22090771AOQQWG3927

Membership No.: 090771

**Submitted along-with Annual Audited Financial Results**

**(Pursuant to Regulation 33/52 of SEBI (LODR) (Amendment) Regulations, 2016)**

1.	Name of the Company	<b>Euro Asia Exports Limited</b>
2.	Annual Financial statements for the year ended	March 31, 2022
3.	Type of Audit Observation	Un-Modified
4.	Frequency of Observation	--
5.	Signatories:	
	Sd/-	_____
	• <b>Rakesh Kumar Singal</b> (Managing Director )	_____
		_____
	Sd/-	_____
	• <b>Gagan Goel</b> (Executive Director )	_____

**Date:** 09.08.2022

**Place:** New Delhi

Euro Asia Export Ltd			
Registered office: PLOT NO. 3-A, 1st FLOOR, BLK-X LOHA MANDI, NARAINA INDUSTRIAL AREA NEW DELHI -110028			
Corporate Office: 03rd Floor, Plot No. B- 103, South City I, Gurugram, Haryana- 122001			
CIN No.: L51909DL1981PLC012621, Email:info@euroasiaexportsltd.com , Ph. No. 0124- 4577733 Balance Sheet as at 31st March, 2022			
		(Amount in Thousand)	(Amount in Thousand)
Particulars	Note	As At March 31, 2022	As At March 31, 2021
<b>ASSETS</b>			
<b>Property, Plants &amp; Equipments</b>			
(a) Tangible Assets			
(b) Intangible Assets			
<b>Other Non- Current Assets</b>	2	1,901	
<b>Total Non- Current Assets</b>		1,901	-
<b>Current assets</b>			
Inventories	3	3	
Trade Receivable	4	4,306	4,889
Cash and bank balances	5	108	34
Other Financial Assets	6	3,378	2,955
<b>Total Current Assets</b>		7,795	7,878
<b>Total Assets</b>		9,696	7,878
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY:</b>			
Equity Share Capital	7	23,804	23,804
Other Equity	8	-19,349	(19,554)
<b>Total Equity</b>		4,454	4,250
<b>Non-Current Liabilities</b>			
Financial Liabilities			
<b>Total Non- Current Liabilities</b>		-	-
<b>Current liabilities</b>			
Financial Liabilities			
(a) Short term Borrowings	9	4,600	3,200
(b) Trade Payable	10	85	94
Other current liabilities	11	556	19
Short Term Provisions	12	-	314
<b>Total current Liabilities</b>		5,242	3,627
<b>Total Equity and Liabilities</b>		9,696	7,878



Significant Accounting Policies  
Notes on Financial Statements

1 to 2

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As per our report of even date

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

**For A. Sachdev & Co.**  
**Chartered Accountants**  
FRN: 001307C

Sd/-  
Gagan Goel

**Director**  
DIN: 07166489

Sd/-  
Rakesh Kumar Singal  
**Mg. Director**  
DIN: 06595139

**B K Agarwal**  
Partner  
M.No. 090771  
Date: 09.08.2022  
Place: New Delhi

Sd/-  
Shruti Choudhary  
Company Secretary

Sd/-  
Ekansh Bansal  
CFO

Euro Asia Export Ltd			
Registered office: PLOT NO. 3-A, 1st FLOOR, BLK-X LOHA MANDI, NARAINA INDUSTRIAL AREA NEW DELHI -110028			
Corporate Office: 03rd Floor, Plot No. B- 103, South City I, Gurugram, Haryana- 122001			
CIN No.: L51909DL1981PLC012621, Email:info@euroasiaexportsltd.com , Ph. No. 0124- 4577733			
Statement of Profit and Loss			
For the year ended 31st March, 2022			
		(Amount in Thousand)	(Amount in Thousand)
Particulars	Note	For the year ended March 31, 2022	For the year ended March 31, 2021
<b>Revenue:</b>			
Revenue from operations	13	3,626	17,667
Other Income	14	104	1,481
<b>Total Revenue</b>		<b>3,730</b>	<b>19,148</b>
<b>Expenses:</b>			
Purchase of stock in trade	15	1,563	15,034
Change in inventories	16	-3	-
Employee Benefits Expenses	17	837	661
Depreciation			
Other Expenses	18	1,113	3,411
<b>Total expenses</b>		<b>3,510</b>	<b>19,106</b>
<b>Profit before exceptional items and Income Tax</b>		<b>220</b>	<b>43</b>
Exceptional Items			
Profit for the year before tax		220	43
<b>Tax expense:</b>			
(1) Current tax expense for Current Tax			
Tax for earlier years			
<b>Profit for the period</b>		<b>220</b>	<b>43</b>
Other Comprehensive Income			
<b>Total Comprehensive Income for the period</b>		<b>220</b>	<b>43</b>
<b>Earnings per equity share:</b>			
Basic		0.09	0.03
Diluted		0.09	0.03

As per our Reports of Even date

**For A. Sachdev & Co.**  
**Chartered Accountants**

FRN: 001307C

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

Sd/-  
Gagan Goel  
**Director**  
DIN: 07166489

Sd/-  
Rakesh Kumar Singal  
**Mg. Director**  
DIN: 06595139

SD/-  
**B K Agarwal**  
Partner  
M.No. 090771  
Date: 09.08.2022  
Place: New Delhi

Sd/-  
Shruti Choudhary  
Company Secretary

Sd/-  
Ekansh Bansal  
CFO

# EURO ASIA EXPORTS LTD

Registered office: PLOT NO. 3-A, 1st FLOOR, BLK-X LOHA MANDI, NARAINA INDUSTRIAL AREA NEW DELHI -110028

Corporate Office: 03rd Floor, Plot No. B- 103, South City I, Gurugram, Haryana- 122001

CIN No.: L51909DL1981PLC012621, Email:info@euroasiaexportsltd.com , Ph. No. 0124- 4577733

Cash Flow Statement for the Year ended on 31.03.2022

	Particulars	(Amount in Thousand) Year ended 31.03.2022	(Amount in 'Thousand) Year ended 31.03.2021
<b>A</b>	<b>Cash Flow from Operating Activities</b>		-
	Net Profit before taxes	220	41.78
	Adjustment for Deferred Revenue Expenditure:		
	Depreciation	0	0
	Finance Cost	0	0
	<b>Operating Profit before Working Capital changes</b>	220	42
	<b>Adjustment for changes in Working Capital</b>		
	Increase/(decrease) in Trade Payables	-524	-8171.00
	Increase/(decrease) in Other current Liabilities	530	-3221.57
	Increase/(decrease) in Loan & Advances		
	Increase/(decrease) in Short-Term Provisions	-314	89.36
	(Increase)/decrease in Trade Receivables	583	11233.84
	(Increase)/decrease in Inventories	3	0
	(Increase)/decrease in Loan & Advances		0
	(Increase /decrease in Other Current Assets	-424	0
	<b>Change in Working Capital</b>	(146)	(69)
	<b>Cash generated from Operating Activities</b>	74	(28)
	Taxes Paid		0
	<b>Net Cash from Operating Activities</b>	74	(28)
<b>B</b>	<b>Cash Flow from Investing Activities</b>		
	Sale/(Purchase)of Fixed Assets	0	0
	Sales of Shares	0	0
	Purchases of Shares	0	0
	<b>Net Cash from Investing Activities</b>	0	0
<b>C</b>	<b>Cash Flow from Financing Activities</b>		
	Proceeds/(Repayment) of Short Term Borrowings	0	0
	Finance Cost	0	0

<b>Net Cash from Financing Activities</b>	<b>0</b>	<b>0</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>74</b>	<b>(28)</b>
<b>Cash and Cash Equivalents (Opening Balance)</b>	<b>34</b>	<b>61</b>
<b>Cash and Cash Equivalents (Closing Balance)</b>	<b>108</b>	<b>34</b>

Notes:

- 1 The above Cash Flow Statement has been prepared under the indirect method as set out in Ind AS-7 on Companies Act, 2013
- 2 Figures in brackets represents cash outflow.

As per our Reports of Even date

**For A. Sachdev & Co.**  
**Chartered Accountants**  
FRN: 001307C

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

Sd/-	Sd/-
Gagan Goel	Rakesh Kumar Singal
<b>Director</b>	<b>Mg. Director</b>
DIN: 07166489	DIN: 06595139

Sd/-  
**B K Agarwal**  
Partner  
M.No. 090771  
Date: 09.08.2022  
Place: New Delhi

Sd/-	Sd/-
Shruti Choudhary	Ekansh Bansal
Company Secretary	CFO

**Euro Asia Exports Ltd****Statement of Changes in Equity for the year ended 31st March 2022**(Amount in  
Thousand)(Amount in  
Thousand)**(a) EQUITY SHARE CAPITAL**

Particulars		As at 31 March, 2022		As at 31 March, 2021	
		Number of Share	Amount (Rs.)	Number of Share	Amount (Rs.)
<b>Shares Outstanding at 1st April 2021</b>		<b>1568800</b>	<b>15688</b>	<b>1568800</b>	<b>15688</b>
Forfieted Shares			8115.5		8115.5
	A	<b>1568800</b>	<b>23803.5</b>	<b>1568800</b>	<b>23803.5</b>
Share Issued during the Year	B				
Shares bought back during the Year	C				
<b>Total</b>		<b>1568800</b>	<b>23803.5</b>	<b>1568800</b>	<b>23803.5</b>

**(b) Other Equity**

Attributable to the equity holders of the company

Particulars	Reserve & Surplus
	Amount (Rs.)
Opening Balance as on 01.04.2021	-19554
(+) Net profit / (Net loss) For the current year	215
<b>Closing Balance as on 31.03.2022</b>	<b>-19338</b>

As per our Report of Even Date

For and on behalf of the Board of Directors of  
Euro Asia Exports Limited

For **A. Sachdev & Co.**  
**Chartered Accountants**  
FRN: 001307C

Sd/-  
Gagan Goel  
**Director**  
DIN: 07166489

Sd/-  
Rakesh Kumar Singal  
**Mg.**  
**Director**  
DIN: 06595139

**B K Agarwal**  
Partner  
M.No. 090771  
Date: 09.08.2022  
Place: New Delhi

Sd/-  
Shruti Choudhary  
Company Secretary

Sd/-  
Ekansh Bansal  
CFO

## **EURO ASIA EXPORTS LTD**

### **NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022**

[All amounts in Indian Rupees,  
except share data including share  
price, unless otherwise stated]

#### **Note 1 Nature of Operations**

Euro Asia Exports Limited ('the Company') was incorporated at National Capital Territory of Delhi and Haryana on November 10, 1981 to carry on in India or abroad the business of trading and exports in various items.

#### **Note 2 Statements of Significant Accounting Policies:**

##### **2.1 Basis of preparation**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

For all periods up to and including the year ended March 31, 2021, the Company has prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014.

The financial statements have been prepared under the historical cost convention on accrual basis.

##### **2.2 Summary of significant accounting policies**

###### **a) Current Vs Non-Current Classification**

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is treated as current when it is: Expected to be realised or intended to be sold or consumed in normal operating cycle

- ▶ Held primarily for the purpose of trading
- ▶ Expected to be realised within twelve months after the reporting period, or
- ▶ Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period All other assets are classified as non-current.

A liability is current when:

- ▶ Expected to be settled in normal operating cycle
- ▶ Held primarily for the purpose of trading
- ▶ Due to be settled within twelve months after the reporting period, or
- ▶ There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalent. The Company has identified twelve months as its operating cycle.

#### b) Fair Value Measurements

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability.

#### c) Property, plant & equipment

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment. Property, plant & equipment and capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. The residual values, useful lives and methods of depreciation of Property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

#### d) Depreciation on Property, plant & equipment

Depreciation on Property, plant & equipment is provided on written down value method at the rates based on the estimated useful life of the assets.



e) Inventories

Inventories are valued at the lower of cost or net realisable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

f) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

g) Foreign Currency Transactions

The Company's financial statements are presented in INR, as Company do not have any foreign currency transaction.

h) Borrowing Cost

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

i) Income Taxes

**Current Income Tax:**

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

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

**Deferred Tax:**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

#### j) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. Impairment losses if any, are recognised in the statement of profit and loss.

#### k) Provisions

A provision is recognized when the Company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. The expense relating to any provision is presented in the statement of profit or loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as part of finance costs.

#### l) Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably.

m) Cash and cash equivalents

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

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

n) Previous year figures are regrouped/rearranged/ reclassified, wherever considered necessary to confirm to the current year presentation.

**Note 2.3 Related Party**

During the financial year ended March 31, 2020, all transactions with the Related Parties as defined under the Companies Act, 2013 read with Rules framed thereunder were in the 'ordinary course of business' and 'at arm's length' basis. Company does not have a 'Material Unlisted Subsidiary' as defined under Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'].

There has been no materially significant Related Party Transactions during the year under review, having potential conflict with the interest of the Company. Necessary disclosures required under the Ind AS-24 have been made in the Notes to the Financial Statements for the year ended March 31, 2020.

Names of related parties

Key Managerial Personnel :

Mr. Rakesh Kumar Singal

Mr. Gagan Goel

Ms. Shweta Gupta

Ms. Shruti Choudhary

Mr. Ekansh Bansal

Mr. Mukund Murari

Ms. Navneet Kaur

Related Party Transactions:

NIL

**Note 2.4 Earnings per Share:**

The calculations of earning per share are based on the profit and number of shares as computed below:

Particulars	Period ended March 31, 2022
Net Profit for calculation of basic EPS	220,441
Net Profit for calculation of diluted EPS	220,441
Weighted average number of equity share in calculating basic EPS	23,803,500
Weighted average number of equity shares in calculating diluted EPS	23,803,500
Basic EPS	0.09
Diluted EPS	0.09

**Note 2.5 Following Ratios to be disclosed :**

Current Ratio: 1.49

Debt-Equity Ratio: 0.19

Debt Service Coverage Ratio: 0.05

Return on Equity Ratio: 0.01

Inventory Turnover Ratio: 0.50

Trade Receivable Turnover Ratio: 0.84

Trade Payable Turnover Ratio: 18.38

Net Capital Turnover Ratio: 0.84

Net Profit Ratio: 5.89

Return on Capital Employed: 0.92

Return on Investment: -

**Note 2.6 First time adoption of Ind AS:**

The financial statements, for the year ended 31 March 2018, were the first Financial Statement of the Company which was prepared in accordance with Ind AS.

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on

31st March 2022, together with the comparative period data for the year ended 31 March 2021, as described in the summary of significant accounting policies.

**Note 2.7 Segment Reporting**

The operation of the Company is considered as a single segment, hence segment reporting as defined in Ind AS-108 Operating segments, is not applicable.

**For A. Sachdev & Co.**

**Chartered Accountants**

FRN: 001307C

For and on behalf of Board of Directors of

**Euro Asia Exports Limited**

Sd/-

**Gagan Goel**

Director

DIN: 07166489

**Rakesh Kumar Singal**

Director

DIN : 06535196

**B K Agarwal**

Partner

M.No. 090771

Date: 09.08.2022

Place: New Delhi

**Shruti Choudhary**

(Company Secretary)

**Ekansh Bansal**

(Chief Financial Officer)

**Euro Asia Export Ltd.**

**Notes to Financial Statements for the year ended March, 31, 2022**

(Amount in  
Thousand)

(Amount in  
Thousand)

**2 Other Non- Current Assets**

Particulars	As at 31 March 2022	As at 31 March 2021
Loan & Advances		
Multiplex Solar Power Pvt Ltd	1,901	-
<b>Total</b>	<b>1,901</b>	<b>-</b>

**3 Inventory**

Particulars	As at 31 March 2022	As at 31 March 2021
Inventory	3	-
<b>Total</b>	<b>3</b>	<b>-</b>

**4 Trade Receivable**

Particulars	As at 31 March 2022						As at 31 March 2021
	Less than 6 months	6 months - 1 Years	1 - 2 Years	2 -3 Years	More than 3 Years	Total	
Bhagat Malwa Ram & Co.	-	-	-	-	200	200	
Eminent	-	-	-	-	548	548	
Guru Ispat	-	-	-	-	629	629	
Magnus Project Pvt. Ltd.	-	196	-	-	-	196	
Maha Lakshmi Grey House	473	-	-	-	-	473	
MG Textiles	-	-	-	-	534	534	
Multiplex Solar Power Pvt Ltd	-59.64	65.36	427.68	-	-	433	
Ponsaras Enterprises	-	-	-10713	11460	-	747	
Shivam Traders	-	-	-	-	126	126	
Sumeru Developer	-120	-	-265	265	-	-120	

Sushil Enterprises Trade Receivables Outstanding for a period less than six months from the date they are due for payment Unsecured, Considered Goods	-	-	-	-	540	540	
<b>Total</b>	293	261	-10551	11726	2577	4306	4889

## 5 Cash and Cash Equivalents

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Cash &amp; Bank Balances:</b>		
Balance with Bank - HDFC Bank	99	26
Cash in Hand	8	8
<b>Total</b>	<b>108</b>	<b>34</b>

## 6 Other Current Assets

Particulars	As at 31 March 2022	As at 31 March 2021
<b>Other Current Assets</b>		
TDS Receivable A.Y 2019-20		0
TDS Receivable A.Y 2020-21		79
TDS Receivable A.Y 2021-22	181	99
TDS Receivable A.Y 2022-23	260	
GST Input		
Income Tax Refundable	5	5
Prepaid Listing Fee	161	
Securities Deposits - Rent	360	360
<b>Total</b>	<b>967</b>	<b>543</b>
<b>Misc Expenses:</b>		
Preliminary Expenses	2,411	2,411
<b>Total</b>	<b>3,378</b>	<b>2,954</b>

**For A. Sachdev & Co.**  
**Chartered Accountants**  
FRN: 001307C

**B K Agarwal**  
Partner  
M.No. 090771  
Date: 09.08.2022  
Place: New Delhi

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

Sd/-	Sd/-
Gagan Goel	Rakesh Kumar Singal
<b>Director</b>	<b>Mg. Director</b>
DIN: 07166489	DIN: 06595139

Sd/-	Sd/-
Shruti Choudhary	Ekansh Bansal
Company Secretary	CFO



**Euro Asia Export Ltd.**

**Notes to Financial Statements for the year ended March, 31, 2022**

7	Shares Capital	(Amount in Thousand)		(Amount in Thousand)	
		As at 31.03.2022		As at 31.03.2021	
		Number	Amount	Number	Amount
	<b><u>Authorised</u></b>				
	Equity Shares of Rs. 10 each	3,500,000	35,000	3,500,000	35,000
	<b><u>Issued</u></b>				
	Equity Shares of Rs. 10 each	1,568,800	15,688	1,568,800	15,688
	<b><u>Subscribed and Paid up</u></b>				
	Equity Shares of Rs. 10 each	1,568,800	15,688	1,568,800	15,688
	Forfieted Shares		8,116		8,116
	<b>Total</b>	<b>1,568,800</b>	<b>23,804</b>	<b>1,568,800</b>	<b>23,804</b>

**Reconciliation of No. of Shares outstanding as at 31.03.2022**

Particular	Equity Shares	
	Number	Amount (Rs.)
Shares Outstanding at the beginning of the year	1568800	15688
Shares Issued during the year		
Shares bought back during the year		
Shares outstanding at the end of the year	1568800	15688

**Details of Share Holders Holding more than 5% Shares**

Name of Shareholders	As at 31.03.2022		As at 31.03.2021	
	No. of Share	%	No. of Share	%
Sunil K Sharma	188900	12.04	188900	12.04
Multiplex Fincap Limited	195000	12.43	195000	12.43
Parveen agarwal (HUF)	168500	10.74	168500	10.74

**For A. Sachdev & Co.**  
**Chartered Accountants**  
FRN: 001307C

**B K Agarwal**  
Partner  
M.No. 090771  
Date: 09.08.2022  
Place: New Delhi

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

Sd/-	Sd/-
Gagan Goel	Rakesh Kumar Singal
<b>Director</b>	<b>Mg.</b>
	<b>Director</b>
DIN: 07166489	DIN:
	06595139

Sd/-	Sd/-
Shruti Choudhary	Ekansh
Company Secretary	Bansal
	CFO

**Euro Asia Export Ltd.**

**Notes to Financial Statements for the year ended March, 31, 2022**

(Amount in  
Thousand)

(Amount in  
Thousand)

**8 Other Equity**

Particular	As at 31.03.2022 Amount (Rs.)	As at 31.03.2021 Amount (Rs.)
<b><u>Surplus</u></b>		
Opening Balance	(19,554)	(19,595)
(+) Net Profit / (Net Loss) For the current year	220	42
(-) Adjustment	(16)	
<b>Closing Balance</b>	<b>(19,349)</b>	<b>(19,554)</b>

**9 Short Term Borrowing**

Particular	As at 31.03.2022 Amount (Rs.)	As at 31.03.2021 Amount (Rs.)
<b>Unsecured Loan</b>		
DH Garment	4,600	3,200
<b>Total</b>	<b>4,600</b>	<b>3,200</b>

**10 Trade Payable**

Particular	As at 31.03.2022					As at 31.03.2021
	Amount (Rs.)					Amount (Rs.)
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
Bharat Steel Rolling	0	35.91	0	0	35.91	
Muds Mgt Pvt Ltd	0.18	0	0	0	0.18	
Sky Line Financial Services	32.89	0	0	0	32.89	
Zeal Advertising Pvt Ltd	16.35	0	0	0	16.35	
Trade Payable to Others	0	0	0	0	0	94
<b>Total</b>	<b>49.42</b>	<b>35.91</b>	<b>0</b>	<b>0</b>	<b>85.34</b>	<b>94</b>
A.Sachdeva & Co.	-1	0	0	0	-1	
N K Rastogi & Associates	-0.375	0	0	0	-0.375	
<b>Total</b>	<b>-1.38</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>-1.38</b>	<b>-</b>

## 11 Other Current Liabilities

Particular	As at 31.03.2022 Amount (Rs.)	As at 31.03.2021 Amount (Rs.)
Audit Fee Payable	40	
Expenses Payable	197	
Salary Payable	82	
Statutory Dues Payable	239	19
<b>Total</b>	<b>558</b>	<b>19</b>

## 12 Short Term Provision

Particular	As at 31.03.2022 Amount (Rs.)	As at 31.03.2021 Amount (Rs.)
Provision for Tax		
Provision for Audit Fee	-	55
Provision for Expenses	-	259
<b>Total</b>	<b>-</b>	<b>314</b>

For **A. Sachdev & Co.**  
Chartered Accountants  
FRN: 001307C

For and on behalf of the Board of Directors  
of

**Euro Asia Exports Limited**

Gagan Goel	Rakesh Kumar Singal
<b>Director</b>	<b>Mg. Director</b>
DIN: 07166489	DIN: 06595139

**B K Agarwal**  
Partner  
M.No. 090771  
Date:  
Place: New Delhi

Shruti Choudhary	Ekansh Bansal
Company Secretary	CFO

**Euro Asia Export Ltd.**

**Notes to Financial Statements for the year ended March, 31, 2022**

(Amount in  
Thousand)

(Amount in  
Thousand)

**13 Revenue From Operations**

Particulars	For the Year ended March 2022	For the Year ended March 2021
Sales - Goods		
Sales - Services	3,626	17,667
<b>Total</b>	<b>3,626</b>	<b>17,667</b>

**14 Other Income**

Particulars	For the Year ended March 2022	For the Year ended March 2021
Interest on Income Tax Refund		14
Discount Received	96.46	
Interest Received	1	
Rent Received		1,386
Misc. Income	6	80
<b>Total</b>	<b>104</b>	<b>1,480</b>

**15 Operating Expenses**

Particulars	For the Year ended March 2022	For the Year ended March 2021
Purchase of Shares	1,563	15,034
<b>Total</b>	<b>1,563</b>	<b>15,034</b>

**16 Change in Inventories**

Particulars	For the Year ended March 2022	For the Year ended March 2021
Inventories at the end of the year		
Inventories at the beginning of the year	-3	
(Increase) / Decrease in Inventories		
<b>Total</b>	<b>(3)</b>	<b>-</b>

**17 Employee Benefit Expenses**

Particulars	For the Year ended March 2022	For the Year ended March 2021
Salaries and incentives	837	661
<b>Total</b>	<b>837</b>	<b>661</b>

**18 Other Expenses**

Particulars	For the Year ended March 2022	For the Year ended March 2021
Advertisement	55	201
Meeting Expenses		11
- Statutory Audit Fee	25	40
- Tax Audit Audit Fee		15
Bank Charges	0	-
CDSL Fee	19	31
Electricity Expenses	207	55
Freight Outward	-10	-
Interest on Income Tax & Other Demand	0	5
Interest paid	3	747
Legal & Professional Fee	10	
Listing Fee	164	300
Legal & Professional Exp.	166	241
Office Rent	396	1,733
Postage & Courier		0
Registrar & Transfer Charges	61	
Printing & Stationery	2	-
ROC, GST & Other Fees	3	21
Telephone Exp.		-
Misc. Expenses	4	
Website Maintenance	9	9
<b>Total</b>	<b>1,113</b>	<b>3,411</b>

**For A. Sachdev & Co.**  
**Chartered Accountants**  
FRN: 001307C

For and on behalf of the Board of Directors of  
**Euro Asia Exports Limited**

Sd/-  
Gagan Goel  
**Director**  
DIN: 07166489

Sd/-  
Rakesh Kumar Singal  
**Mg. Director**  
DIN: 06595139

**B K Agarwal**  
Partner  
M.No. 090771  
Date: 09.08.2022  
Place: New Delhi

Sd/-  
Shruti Choudhary  
Company Secretary

Sd/-  
Ekansh Bansal  
CFO

## **NOTICE**

NOTICE is hereby given that the 41<sup>ST</sup> Annual General Meeting of the members of Euro Asia Exports Limited will be held on 14th September 2022 at 01:00 pm to transact through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31<sup>st</sup> March, 2022, the reports of the Board of Directors and Auditors thereon.
2. To appoint Director in place of Mr. Rakesh Kumar Singal (DIN : 06595136), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re- appointment.
3. To ratify the appointment of Statutory Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under and as per the recommendations of the Board of Directors of the Company be and is hereby ratify the appointment of M/s A Sachdeva & Co., who has confirmed their eligibility in terms of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014 and to act as Statutory Auditors of the Company till the conclusion of the next Annual General Meeting and the Board of Directors be and are hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2022 as may be determined with the auditors, and that such remuneration may be paid on a progressive billing basis as may be agreed upon between the auditors and the Board of Directors.”

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**For and on behalf of the Board of Directors of**  
Euro Asia Exports Limited

Sd/-  
**Rakesh Kumar Singal**  
Managing Director

**Place:** New Delhi  
**Date:** 09.08.2022

**Telephone:** +91- 0124-4577733  
**Email id:** [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com)  
**Website:** [www.euroasiaexportsltd.com](http://www.euroasiaexportsltd.com)



## NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") has permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Since, the AGM is being conducted through VC/OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available
3. Corporate members intending to attend the AGM through authorised representatives are requested to send a scanned copy of duly certified copy of the board or governing body resolution authorising the representatives to attend and vote at the Annual General Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [contact@csravi.in](mailto:contact@csravi.in) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 is annexed.
6. Additional information, pursuant to Regulation 36 (3), of the Listing Regulations, in respect of directors reappointing at the Annual General Meeting and Explanatory Statement as required under Section 102 of the Companies Act, 2013, in respect of special business under item numbers 05 of the Notice is appended hereto and forms part of this Notice.
7.
  - a) The Register of Members and Share Transfer Books of the Company will remain closed from 8<sup>th</sup> September 2022 to 14<sup>th</sup> September, 2022 (both days inclusive).
  - b) The remote e-voting period commences on Sunday, September 11 2022 (09:00 am) and ends on Tuesday 13<sup>th</sup> September, 2022 (05:00 pm). No e-voting shall be allowed beyond the said date and time. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 07, 2021, may cast their vote by remote e-voting
8. Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, **SKYLINE FINANCIAL SERVICES PRIVATE LIMITED**, D-153A, 1st Floor, Okhla Industrial Area Phase -I, New Delhi- TEL:011- 40450193 97-26812682/83, Email:[info@skylinerta.com](mailto:info@skylinerta.com) Website: [www.skylinerta.com](http://www.skylinerta.com) quoting registered Folio No. (a) details of their bank account/change in bank account, if any, and (b) change in their address, if any, with pin code number.

In case share are in demat form members are requested to update their bank detail with their depository participant.

**The shareholders having shares in physical form are requested to dematerialize the shares at the earliest.**

9. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
10. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to President (Finance) & CFO, atleast one week before the meeting.
11. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Share Transfer Agent, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrar and Share Transfer Agent, members are requested to quote their folio numbers or DP ID and Client ID for physical or electronic holdings respectively.
12. The documents referred to in the proposed resolutions are available for inspection at its Registered Office of the Company during normal business hours on any working day except Saturdays, upto the date of meeting.
13. 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 their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar.
14. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, the Annual Report including audited financial statements for the financial year 2022 including notice of 41st AGM is being sent only through electronic mode to those Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

In case you have not registered your email id with depository you may registered your email id in following manner.

<b>Physical Holding</b>	Send a signed request the Company, at <a href="mailto:info@euroasiaexportsltd.com">info@euroasiaexportsltd.com</a> providing Folio number, Name of the shareholder, scanned copy of the share certificate (Front and Back), PAN( Self attested scanned copy of PAN Card), AADHAR ( Self attested scanned copy of Aadhar Card) for registering email address.
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<b>Demat Holding</b>	Please contact your Depository Participant (DP) and register your email address as per the process advised by DP.
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17. Additional information, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment is annexed to the notice.
18. **Voting through electronic means:** In compliance with the provisions of Regulation 44 of the Listing Regulations and Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 Company is offering e-voting facility to its members. Detailed procedure is given in the enclosed letter.

#### INSTRUCTION FOR REMOTE EVOTING, EVOTING AND JOINING OF AGM THROUGH VIDEO CONFERENCING

- (i) The shareholders need to visit the e-voting website <http://www.evotingindia.com/>.
- (ii) Click on "Shareholders" module.
- (iii) Now enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form and Physical Form</b>
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"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence/PAN number which is mentioned in email..</li> </ul>
Dividend Bank Details	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.
<b>OR</b>	
Date of Birth (DOB)	<ul style="list-style-type: none"> <li>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 as mentioned in instruction (iii).</li> </ul>

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) 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 also to be used by the demat holders for voting on resolutions of any other company for which they are eligible to vote, provided that the 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.
- (ix) For shareholders holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the Euro Asia Exports Limited.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution on which you have decided to vote, 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

- (xvi) 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.
- (xvii) Shareholders can also cast their vote using NSDL's mobile app "**m-Voting**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**PROCESS FOR THOSE SHAREHOLDERS WHO WISH TO OBTAIN LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE BUT WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES :**

1. For Physical shareholders- Kindly send an email with a scanned request letter duly signed by 1st shareholder, scan copy of front and back of one share certificate, copy of PAN card and Aadhar card to << [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com)
2. For Demat shareholders - Kindly update your email id with your depository participant and send copy of client master to << [info@euroasiaexportsltd.com](mailto:info@euroasiaexportsltd.com) >>

**INSTRUCTIONS FOR JOINING MEETING THROUGH VC:**

- (i) To join the meeting, the shareholders should log on to the e-voting website <http://www.evotingindia.com/> and login as explained above. After logging-in, kindly click on 'live streaming' tab and you will be redirected to 'cisco' website.

In the "Name" field - Put your USERID as informed in e-email..

In the "last name" field - Enter your Name

In the "Email ID" field - Put your email ID

Click join now button.

Now screen will be displayed for downloading CISCO driver for VC. Please click on run temporary file download. Downloading of driver will be start open driver and click on run.

Event will start and you will be in the AGM through Video conferencing.

You can join meeting through laptop, tablet, and desktop. In case you want to join through mobile, you need to download the WebEx meet app from the respective play store.

**PRE-REQUISITE FOR JOINING OF MEETING THROUGH DESKTOP OR LAPTOP:**

1. System requirement:

- ✓ Windows 7, 8 or 10
- ✓ I3
- ✓ Microphone, speaker
- ✓ Internet speed minimum 700 kbps
- ✓ Date and time of computer should be current date and time

**PRE-REQUISITE FOR JOINING OF MEETING THROUGH MOBILE:**

- ✓ Please download webex application from play store

**NOTE:**IT IS ADVISABLE TO LOGIN BEFOREHAND AT E-VOTING SYSTEM AS EXPLAINED IN E-VOTING INSTRUCTIONS ABOVE, TO BE FAMILIAR WITH THE PROCEDURE, SO THAT YOU DO NOT FACE ANY TROUBLE WHILE LOGGING-IN DURING THE AGM.