DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555
Registered Office : 10, Middleton Row, Kolkata – 700 071
Phone No : (+91(033) 2229-5735/7995/9626/7929, Fax No : +91(033) 2217-2751
E-mail : info@dhpindia.com, Website : www.dilindia.co.in

ANNEXURE TO THE NOTICE DATED 9TH JUNE, 2021 FOR THE 30TH ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON MONDAY, THE 27TH DAY OF SEPTEMBER, 2021 AT 11.00 A.M.

1. Name and Registered Address of Sole/First named Member :

2. Joint Holders Name (If any) :

3. Registered Folio No. / DP ID & Client ID*:
   (*Applicable to investors holding shares in demat form)

4. Number of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) will be held on Monday, the 27th September, 2021 at 11.00 A.M. at CALCUTTA CHAMBER OF COMMERCE, 18H, Park Street, Stephen Court, Kolkata – 700 071.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link https://www.evotingindia.com.

The Electronic Voting Particulars are set out below:

EVSN (E-Voting Sequence Number)	User ID	PAN / Sequence No.
210612002		

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
Friday, 24th September, 2021 from 10:00 a.m. (IST)	**Sunday,26th September, 2021 till 05:00 p.m. (IST)**

Please read the instructions mentioned in the Notice of the Annual General Meeting before exercising your vote.

Registered Office :
10, Middleton Row, Kolkata – 700 071.
Corporate Identity Number (CIN) : L65921WB1991PLC051555
Date : 12th June, 2021

By Order of the Board of Directors

Sd/-
SURUCHI TIWARI
Company Secretary-cum-Compliance Officer

Encl : AGM Notice (with Notes) / Attendance Slip / Proxy Form / Ballot Form / Annual Report / AGM Route MAP

DHP INDIA LIMITED KOL-71

[Format of covering letter of the Annual Audit Report to be filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per SEBI Circular No. CIR/CFD/CMD/15/2015 Dated 30th November, 2015]

ANNEXURE - X

FORM A
(For Audit Report with Unmodified Opinion of Standalone Ind AS Financial Statement Format)

1	Name of Company	DHP INDIA LIMITED [CIN- L65921WB1991PLC051555]
2	Annual Financial Statement for the Year Ended	31ST MARCH, 2021
3	Type of Audit observation	UN-MODIFIED OPINION
4	Frequency of observation	REPETITIVE AS PER STATUTORY PROVISIONS AND SATISFACTORY
5	To be signed by –	
	• CEO/Managing Director	Sd/- ASHEESH DABRIWAL [CEO and Managing Director] [DIN : 00044783] Place : Kolkata, Dated : 09/06/2021
	• CFO	Sd/- ASHOK KUMAR SINGH [Chief Financial Officer] Place : Kolkata, Dated : 09/06/2021
	• Auditor of the Company	Sd/- NAVIN NAYAR [Statutory & Income Tax Auditor] Proprietor of M/s. NAVIN NAYAR & COMPANY [Firm Regd. No. 317117E & Membership No. 053267] Place : Kolkata, Dated : 09/06/2021 UDIN : 21053267AAAAAR5461
	• Audit Committee Chairman	Sd/- BUDDHADEB BASU [Chairman of the Audit Committee] [DIN : 00061771] Place : Kolkata, Dated : 09/06/2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

[Corporate Identity Number (CIN) : L65921WB1991PLC051555]

THIRTIETH
ANNUAL REPORT
AND ACCOUNTS
2020-2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

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DHP INDIA LIMITED

BOARD OF DIRECTORS :

Asheesh Dabriwal	:	Managing Director & Chief Executive Officer **(DIN – 00044783)**
Janak Bhardwaj	:	Executive Director & Chief Operating Officer **(DIN – 00047641)**
Anjum Dhandhania	:	Non-Executive Director **(DIN – 00058506)**
Buddhadeb Basu	:	Non-Executive & Independent Director **(DIN – 00061771)**
Dr. Subrata Haldar	:	Non-Executive & Independent Director **(DIN – 00089655)**
Surajit Raha	:	Non-Executive & Independent Director **(DIN – 07019436)**

COMMITTEES OF THE BOARD :

Audit Committee :

Buddhadeb Basu	:	Chairman
Dr. Subrata Haldar	:	Member
Surajit Raha	:	Member

Nomination and Remuneration Committee :

Buddhadeb Basu : Chairman
Anjum Dhandhania : Member
Surajit Raha : Member

Stakeholders Committee :

Buddhadeb Basu	:	Chairman
Anjum Dhandhania	:	Member
Asheesh Dabriwal	:	Member

Corporate & Social Responsibility Committee :

Buddhadeb Basu : Chairman
Surajit Raha : Member
Asheesh Dabriwal : Member

OTHER KEY MANAGERIAL PERSONNEL :

Ashok Kumar Singh	:	Chief Financial Officer (C.F.O.)
Suruchi Tiwari	:	Company Secretary-cum-Compliance Officer

BANKER : **Citibank N.A.**

AUDITORS :

Statutory & Tax Auditors	:	**M/s. NAVIN NAYAR & Co., Chartered Accountants,**
Cost Auditors	:	**M/s. K. MAJUMDAR & ASSOCIATES, Cost Accountants,**
Secretarial Auditors	:	**M/s. SUSHIL TIWARI & ASSOCIATES, Companies Secretaries,**
Internal Auditors	:	**Mr. Timir Baran Hazra, Chartered Accountants,**

REGISTRARS & SHARE TRANSFER AGENTS :

M/s. Niche Technologies Private Limited, 3A-Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata – 700 017.

SHARES LISTED WITH :

THE CALCUTTA STOCK EXCHANGE LTD. [Securities Code No.10014058]
BOMBAY STOCK EXCHANGE LTD. [Securities Code No. 531306]

SHARES ACTIVATED WITH DEPOSITORIES :

CENTRAL DEPOSITORIES SERVICES LIMITED (CDSL) AND NATIONAL SECURITIES & DEPOSITORY LIMITED (NSDL) UNDER ISIN – INE590D01016

REGISTERED OFFICE:

10, Middleton Row, Kolkata - 700 071. WEST BENGAL

FACTORY :

"Dhulagarh Industrial Park" P.O.:-Kanduah, P.S. - Sankrail, N. H. – 6, Howrah – 711 302, West Bengal.

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555
Registered Office : 10, Middleton Row, Kolkata – 700 071
E-mail : info@dhpindia.com, Website : www.dilindia.co.in

NOTICE

NOTICE IS HEREBY GIVEN THAT the **Thirtieth Annual General Meeting** of the Members of DHP INDIA LIMITED (the Company) will be held on Monday, the 27th September, 2021 at 11.00 A.M. at CALCUTTA CHAMBER OF COMMERCE, 18H, Park Street, Stephen Court, Kolkata – 700 071, to transact the following business:-

ORDINARY BUSINESS : Ordinary Resolutions :

Item No. (1) – Adoption of Standalone Audited Financial Statements :

To receive, consider and adopt the Standalone Audited Financial Statements (including the Statement of Financial Results, the Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity, the Statement of Cash Flow and Other Financial Reports) of the Company for the financial year ended March 31, 2021 and the Report of the Board of Directors ("the Board") and Auditors thereon.

"Resolved that, the Audited Financial Statement (including the Statement of Financial Results, the Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity, the Statement of Cash Flow and Other Financial Reports) of the Company for the financial year ended March 31, 2021 and the report of the Board of Directors and Auditors thereon as circulated to the members, be and hereby considered and adopted."

Item No. (2) – Declaration of Dividend :

To declare a final dividend of Rs.4/- per equity share (@40% of Share Capital of the Company) for the year ended March 31, 2021.

"Resolved that a final dividend at rate of Rs.4/- (Rupees Four only) per equity share of Rs.10/- (Ten rupees) each fully paid-up of the Company i.e. @40% of paid-up equity share capital of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2021 and the same be paid out of the profits of the Company for the financial year ended March 31, 2021."

Item No. (3)–Appointment of Smt. Anjum Dhandhania (DIN:00058506) as a director liable to retire by rotation :

To appoint a directors in place of Smt. Anjum Dhandhania (DIN: 00058506), who retires by rotation and, being eligible, seeks re-appointment.

Explanation : Under the terms of their appointment, our Executive Director Sri Janak Bhardwaj and our a Non-Executive and woman Director Smt. Anjum Dhandhania are subject to retirement by rotation. Last year, Sri Janak Bhardwaj was subject to retirement by rotation and was appointed by shareholders. To the extent that Smt. Anjum Dhandhania is required to retire by rotation, she would need to be re-appointed as Non-Executive Director.

Therefore, shareholders are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution :

"Resolved that, pursuant to provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to the re-appointment of Smt. Anjum Dhandhania (DIN : 00058506) as a Non-Executive Director, to the extent that she is required to retire by rotation."

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DHP INDIA LIMITED KOL-71

NOTICE (Continuing)

SPECIAL BUSINESS : Special Resolutions :

Item No. (4) – To approve the Increase of Remuneration of Sri Asheesh Dabriwal (DIN : 00044783), Managing Director of the Company for their remaining three years terms from 1st April, 2021 to 31st March, 2024.

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

"RESOLVED THAT as per pursuant to the section 196, 197, 198 and 203 and any other applicable section of the Companies Act, 2013 and their Schedules V to the Companies Act, 2013 {including any statutory modification(s) or re-enactment thereof for the time being in force], and rule 4 of Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, as may applicable, and also such other consents/approvals may be required and accordance with Articles 164 of the Articles of Association of the Company, the Nomination and Remuneration Committee, the Audit Committee and the Board hereby accord its approval to increase the remuneration of Mr. Ashessh Dabriwal (DIN : 00044783), as Managing Director of the Company for his remaining 3 (Three) years terms period from 01/04/2021 to 31/03/2024 with Modified and Increased Basic Salary Per Months of Rs.6,00,000/- (for Financial Year 2021-22 i.e. from 01/04/2021 to 31/03/2022), thereafter Basic Salary Per Month of Rs.7,50,000/- (for Financial Year 2022-23 i.e. from 01/04/2022 to 31/03/2023) and thereafter Basic Salary Per Months of Rs.9,00,000/- (for Financial Year 2023-24 i.e. from 01/04/2023 to 31/03/2024), plus other benefits and terms and conditions as per a new Modified Remuneration Agreement dt. 20th April, 2021 as set out in the draft agreement proposed to be entered into between the Company of the ONE PART and Mr. Asheesh Dabriwal of the OTHER PART, as set out in the Explanatory Statement annexed to the Notice convening this Meeting."

"FURTHER RESOLVED THAT where in any Financial Year during the tenure of the said Managing Director & CEO, the Company has no profits or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors and shareholders of the Company in this Annual General Meeting shall be paid as minimum remuneration."

Registered Office :
10, Middleton Row, Kolkata – 700 071.
Corporate Identity Number (CIN) : L65921WB1991PLC051555

Dated : 9TH June, 2021

By Order of the Board of Directors

Sd/-
SURUCHI TIWARI
Company Secretary-cum-Compliance Officer

Enclosed : Notes (forming part of Notice)

DHP INDIA LIMITED KOL-71

NOTES :

1) **As you are aware, in view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs ("MCA") has permitted convening the Annual General Meeting through Video Conferencing or Other Audio Visual, without the physical presence of the members at the MCA Circulars. Now as from our past experience and records of attendance in AGM the total presence only 20-25 recorded in AGM, hence the Board Decided to hold the Annual General Meeting in physical presence and not exercise the relaxation issued by MCA for holding AGM without physical presence as members will be able to maintain social distancing at all times during AGM.**

2) **The Company's Statutory Auditors, M/s. Navin Nayar & Company, Chartered Accountants (Firm Registration No. 328951E), were appointed as Statutory Auditors of the Company for a period of 5 (Five) consecutives years from Financial Year 2018-19 to financial year 2022-23 (from April 1, 2018 to March 31, 2023) at the Annual General Meetings ("AGM") of the Members held on September 24, 2018 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.**

   Their appointment was subject to ratification by the Members at every subsequent AGM held after the AGM held on September 24, 2018. Pursuant to the amendments made to section 139 of the Companies Act, 2013 by the Companies (Amendments) Act, 2017 effective from May 7, 2018, the requirement of seeking ratification of the members of the appointment of the Statutory Auditors has been withdrawn from the statute.

   In view of the above, ratification by the members for continuance of their appointment at this AGM is not been sought. The Statutory Auditors' have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors. The remuneration payable to the Statutory Auditors shall be determined by the Board of Directors based on the recommendation of the Audit Committee.

3) The Explanatory Statement setting out material facts, pursuant to section 102 of the Companies Act, 2013, Secretarial Standard-2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Special Business under item Nos. 4 of the accompanying Notice is ***annexed*** hereto.

4) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of Members not exceeding 50 (Fifty) in number and holding in aggregate not more than 10% (Ten Percent) of the total share capital of the Company carrying voting rights. A member holding more than 10% (Ten Percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder. Proxies in order to be effective, should be deposited at the Registered Office of the Company at 10, Middleton Row, Kolkata - 700 071, duly completed and signed, not less than forty-eight hours before the commencement of the Annual General Meeting. Proxies submitted on behalf of the Companies, Societies etc., must be supported by an appropriate resolutions/authority, as applicable. A Proxy Form is ***annexed*** to this Notice.

5) Corporate Members are required to send a certified true copy of the Board Resolution, pursuant to section 113 of the Companies Act, 2013, authorising their representatives to attend and vote on their behalf at the Annual General Meeting.

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DHP INDIA LIMITED

NOTES (continuing) :

6) Members, Proxies and Authorised Representatives are requested to bring to the Annual General Meeting, the attendance slip enclosed herewith, duly completed and signed mentioning their in details of their DP ID and Client ID/Folio No. and Number of Shares holding. Duplicate attendance slip or copies of the Report and Accounts will not be made available at the AGM venue. Members seeking any information or clarification on the Accounts are requested to send, in writing, queries to the Company, at least one week before the date of the meeting. Replies will be provided, in respect of such written queries, only at the meeting.

7) A brief resume to each of the Directors proposed to be re-appointed at this AGM, nature of their expertise in specific functional areas, names of companies in which they hold directorship and membership/chairmanships of Board Committees, Shareholding and relationship between directors inter se as stipulated under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and other requisite information as per clause 1.2.5 of Secretarial Standard-2 of Annual General Meetings, are provided in **Annexure-1.**

8) Electronic copy of the Annual Report for F.Y. 2020-21 (Year Ended March 31, 2021) is uploaded on the Company's website at www.dilindia.co.in and is being send to all the Members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes, unless any Member has requested for a physical copy of the same. Members are requested to support Green Initiative by registering/updating their email addresses with the Depository Participant (in case of shares in dematerialized form) or with link in M/s. Niche Technologies Private Limited, 3A, Acuckland Place, 7th Floor, Room No.7A & 7B, Kolkata- 700017, the Registrars and Transfer Agents ("RTA") of the Company (in case of shares held in physical form). Electronic copy of the Notice of the Twenty-Ninth AGM is uploaded on the Company's website at www.dilindia.co.in and also on the website of Central Depository Services (India) Limited at www.evotingindia.com of the Company inter alia indicating the process and manner of e-voting along with attendance slip and Proxy Form and same is being send to all the Members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes, unless any Member has requested for a physical copy of the same. For Members who have not registered their email address, physical copies of this Notice and the Annual Report for FY 2020-21 (Year Ended March 31, 2021) are being send through permitted mode. For any communication the Members may also send requests to the Company's email ID at : info@dhpindia.com .

9) Relevant documents refer to in the accompanying Notice and in the Explanatory Statement are opened for inspection by the Members at the Companies Registered Office : 10, Middleton Row, Kolkata – 700 071 on all working days (except Saturdays, Sundays and Public Holidays) between 11:00 AM 1:00 PM up to the date of this AGM and also at the AGM.

10) The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the RTA of the Company or Company.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

NOTES (continuing) :

11) SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be process from April 1, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

12) The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, the 21st September, 2021 to Monday, the 27th September, 2021 (both days inclusive), for determining the names of Members eligible for dividend on Equity Shares, if declared at the AGM.

13) The dividend on Equity Shares proposed Rs.4/- per Equity Shares, if declared at the AGM will be paid on or after 27th September, 2021 to Members whose names appear on the record of Depositories [National Securities Depository Limited and Central Depository Services (India) Limited] on as at the end of business day hours on Monday, the 20th September, 2021 (for shares held in demat mode) and in the Register of Members of the Company (for shares held in physical mode) updated as on the end of business day hours on Monday, the 20th September, 2021. The dividend will be paid to the Members within the stipulated time.

14) Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, the Company has transferred on due dates, all unclaimed dividends up to the financial years ended 31st March, 2013 to Investor Education and Protection Fund ("said Fund") established by the Central Government. Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the Company has uploaded the details of the unpaid and unclaimed amounts lying with the Company on the website of the Ministry of Corporate Affairs (www.mca.gov.in). During the current financial year ended from April 1, 2020 to March 31, 2021, the Company has transferred the unpaid or unclaimed dividend of FY 2012-13 to the **Investor Education and Protection Fund**. Those Members, who have not encashed their dividends for the FY 2013-14 to FY 2019-20, are requested to claim it from the Company immediately.

Information in respect of such unclaimed dividend when due for transfer to the said Fund is given below:-

Serial No.	Financial Year Ended	Date of declaration of dividend	Last date for claiming unpaid dividend	Due date for transfer to IEP Fund
1.	31/03/2014	19/09/2014	18/09/2021	17/10/2021
2.	31/03/2015	28/09/2015	27/09/2022	26/10/2022
3.	31/03/2016	19/09/2016	18/09/2023	17/10/2023
4.	31/03/2017	20/09/2017	19/09/2024	18/10/2024
5.	31/03/2018	24/09/2018	23/09/2025	22/10/2025
6.	31/03/2019	20/09/2019	19/09/2026	18/10/2026
7.	31/03/2020	28/09/2020	27/09/2027	26/10/2027

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

NOTES (continuing) :

15) Pursuant to the provisions of Sections 124(6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, all Equity Shares of the Company on which dividend has not been paid or claimed for seven consecutive years or more on February 12, 2021 shall be transferred by the Company to Investor Education and protection Fund ("IEPF").

During the current financial year ended from April 1, 2020 to March 31, 2021, the Company has transferred the shares of constant unclaimed dividend from financial year ended 31st March, 2013 to till date to the **Investor Education and Protection Fund**. The Company has also written to the concern Shareholders intimating them their particulars of the Equity Shares due for transfer. This details are also available on the Company's website www.dilindia.co.in . No claim shall lie against the Company in respect of this Equity Shares post their transfer to IEPF. Upon transfer, the Shareholders will be able to claim this Equity Shares only from the IEPF Authority by making and online application, the details of which are available at www.iepf.gov.in. All correspondence should be addressed to the RTA of the Company M/s. Niche Technologies Private Limited, 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700017, Tel : 033-22806616, Email : nichetechpl@nichetechpl.com.

16) The cutoff date for the purpose of determining the members eligible for participation in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM is September 20, 2021. Please note that Members can opt for only one mode of voting i.e. either by voting at the meeting or remote e-voting. If Members voted in remote e-voting, then they should not vote at the meeting and vice versa. However, once an e-vote on a resolutions is casted by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the AGM can attend the meeting and participate in the meeting, but shall not be entitled to cast their vote again.

17) Any person, who acquired shares of the Company and becomes a Member of the Company after dispatched of the Notice, hold shares as of the cut-off date i.e. September 20, 2021, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if the Member is already registered with CDSL, for remote e-voting, then he/she can use his/her existing user ID and password for casting the vote. Only a Member which entitled to vote shall exercise his/her/its vote through e-voting and any recipient of this Notice who has no voting rights as on the cut-off date should treat the same as intimation only.

18) In case of Joint holders attending the meeting, the joint holders who is highest in the order of names will be entitled to vote at the AGM.

19) A route map showing directions to the venue of the Thirtieth AGM is ***given*** at the end of this Notice as per the requirement of the Secretarial Standard-2 on AGM.

20) At present the Company's Equity Shares are listed on the Stock Exchanges at Kolkata and Mumbai and listing fees for the current financial year 2021-2022 of Mumbai Stock Exchange have been paid and awaiting Bills from Kolkata Stock Exchange for payment. Members are informed that the scripts of the Company have been activated both in Central Depositories Services Limited (CDSL) and National Securities Depository Limited (NSDL) and may be dematerialised under the ISIN – INE 590D 01016. The Custodian/Issuer fees and Charges for Monitoring of Foreign Investment Limit for the current financial year 2021-2022 have been paid to CDSL & NSDL.

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DHP INDIA LIMITED

NOTES (continuing) :

21) **VOTING THROUGH ELECTRONIC MEANS :**

I) Pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide its Members the facility of remote e-voting to exercise their right to vote at the Thirtieth Annual General Meeting (AGM). The business may be transacted through e-voting services rendering by Central Depository Services (India) Limited (CDSL).

The Board has appointed Mr. Sushil Tiwari, Practicing Company Secretary (Membership No. ACS 6199 & Certificate of Practice No. 1903) as the Scrutinizer to scrutinize the remote e-voting and voting process at the Thirtieth AGM in a fair and transparent manner.

II) THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

(i) The remote e-voting period begins on Friday, September 24, 2021 (10.00 a.m. IST) and ends on Sunday, September 26, 2021 (5.00 p.m. IST). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, September 20, 2021, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders/Members holding shares in physical or in demat form as on the cut-off date (record date) of Monday, September 20, 2021, shall only be eligible for e-voting. Shareholders/Members who have already voted prior to the Meeting would not be entitled to vote at the Meeting.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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DHP INDIA LIMITED

NOTES (continuing) :

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icoo "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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DHP INDIA LIMITED

NOTES (continuing) :

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.comor contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

1) The shareholders should log to the e-voting website www.evotingindia.com during the voting period.

2) Click on "Shareholders/Members" tab.

3) Now Enter your User ID :
   (a) For CDSL : 16 digits beneficiary ID.
   (b) For NSDL : 8 Character DP ID followed by 8 Digits Client ID, and
   (c) Shareholders/Members holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on "Login".

5) Shareholders/Members holding shares in dematerialized form and having used www.evotingindia.com earlier and having voted on an earlier e-voting of any company, may use their existing password.

6) First time user may follow the steps given below.

For Shareholders holding shares in Dematerialised Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Dividend Bank Details **OR** Date of Birth (DBD)	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. • If both the details are not recorded with the depository or company then please enter the Member ID / Folio Number in the Dividend Bank Details field as mentioned in instruction (v).

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders/Members holding shares in physical form will then directly reach the Company selection screen. However, shareholders/members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the 'New Password' field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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DHP INDIA LIMITED

NOTES (continuing) :

(viii) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Company Name i.e.<DHP INDIA LIMITED> on which you choose to vote.

(x) On the voting page, shareholders/members will see "RESOLUTION DESCRIPTION" and against the same the option "YES" or "NO" for voting. Select the option "YES" or "NO" as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Shareholders/Members should Click on the "RESOLUTIONS FILE LINK" if they wish to view the entire Resolution details.

(xii) After selecting the Resolution they have decided to vote on, they should click on "SUBMIT". A confirmation box will be displayed. If they wish to confirm their vote, click on "OK", else to change their vote, click on "CANCEL" and accordingly modify their vote.

(xiii) Once they "CONFIRM" their vote on the resolution, they will not be allowed to modify their vote.

(xiv) They can also take a print of the votes cast by clicking on "Click here to print" option on the Voting Page.

(xv) If a Demat account shareholder has forgotten the login password then Enter the User ID and the image verification code and click on "Forgot Password" & enter the details as prompted by the system.

(xvi) Additional Facility for Non-Individual Shareholders & Custodians – For Remote Voting Only :

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to https://www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp & signed of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a "Compliance User" should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory, who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; sushiltiwari_associates@rediffmail.com or info@dhpindia.com, if they have opted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same on or before Saturday, 25th September, 2021, up to 3.00 p.m. without which the vote shall not be treated as valid.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

NOTES (continuing) :

(xvii) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES :

1) For shareholders holding shares in physical form – please provide necessary details like Folio No., Name of shareholders, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA's email ID at info@dhpindia.com or nichetechpl@nichetechpl.com respectively.

2) For Demat shareholders – Please update your email ID & Mobile No. with your respective Depository Participant (DP).

3) For Individual Demat shareholders – Please update your email ID & Mobile No. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

4) For shareholders holding shares in dematerialised form – please provide Demat account details (CDSL- 16 Digit beneficiary ID or NSDL-16 digit DPID+CLID), Name of shareholders, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA's email ID at info@dhpindia.com or nichetechpl@nichetechpl.com respectively.

5) The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the aforesaid shareholders.

(xviii) OTHER INSTRUCTIONS :

1) Shareholders can update their mobile numbers and e-mail IDs (which may be used for sending future communication (s) by writing to the Company email as info@dhpindia.com / RTA email as nichetechpl@nichetechpl.com.

2) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Manday, 20th September, 2021 may obtain the login ID and password by sending an email to Company email info@dhpindia.com or RTA email nichetechpl@nichetechpl.com by mentioning their Folio No./DP ID and Client ID No.

3) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility or remote e-voting or voting at the Meeting.

4) Mr. Sushil Tiwari, Practicing Company Secretary (Membership No. ACS 6199 & Certificate of Practice No. 1903), Properitor of M/s. Sushil Tiwari & Associates, Companies Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner.

5) The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM , first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolutions have been carried or not, and such report shall be sent to the Chairman of a person authorized by him, within 48 (forty eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

NOTES (continuing) :

(xviii) Other Instructions (Continuing) :

6) The result declared along with the report of the Scrutinizer shall be placed on the website of the Company at https://www.dilindia.co.in and on the website of CDSL at https://www.evoting.india.com immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited, Mumbai and The Calcutta Stock Exchange Ltd., Kolkata, where the shares of the Company are listed.

7) The voting right of shareholders shall be in proportion to their shares of the paid-up Equity Share Capital of the Company as on the cut-off date of Monday, 20th September, 2021. A person who is not a member as on cut-off date should treat this notice for information purpose only.

8) The shareholders shall have one vote per equity share held by them as on the cut-off date of Monday, 20th September, 2021. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

9) Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, 20th September, 2021, and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

10) Notice of the AGM along with attendance slip, proxy form along with the process instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

11) Since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

12) A Member can opt for only one mode of voting i.e. either through e-Voting or by ballot. If a Member cast vote by both modes, then voting done through e-Voting shall prevail and ballot shall be treated as invalid.

13) The voting right of shareholders shall be in proportion to their shares of the paid-up Equity Share Capital of the Company as on the cut-off date of Monday, 20th September, 2021. A person who is not a member as on cut-off date should treat this notice for information purpose only.

14) The shareholders shall have one vote per equity share held by them as on the cut-off date of Monday, 20th September, 2021. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

15) Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, 20th September, 2021, and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

NOTES (continuing) :

(xviii) Other Instructions (Continuing) :

16) Notice of the AGM along with attendance slip, proxy form along with the process instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

17) Since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

(xix) Shareholders/Members who need assistance before or during the AGM, or have any queries or issues regarding e-voting, they may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or Contact at 022-23058738 and 022-23058542/43.

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

22) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

Registered Office :
10, Middleton Row, Kolkata – 700 071.
Corporate Identity Number (CIN) : L65921WB1991PLC051555

By Order of the Board of Directors

Sd/-
SURUCHI TIWARI
Company Secretary-cum-Compliance Officer

Date : 9th June, 2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555
Registered Office : 10, Middleton Row, Kolkata – 700 071
E-mail : info@dhpindia.com, Website : www.dilindia.co.in

Explanatory Statement in respect of the Special Business – Special Resolution pursuant to Section 102 of the Companies Act, 2013 Secretarial Standard–2 on Annual General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(Annexure as referred to in the note No. 3 on Notice and Item No. 4 of the Notice)

Item No. 4

The Company had, pursuant to provisions of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of Special Business – Special Resolution :-

Shri Asheesh Dabriwal (DIN : 00044783) was initially appointed as the Managing Director & Chief Executive Officer of DHP India Limited ("the Company") on 20th December, 2004, and has been re-appointed as such from time to time. The present re-appointment of Shri Asheesh Dabriwal to such office as Managing Director & Chief Executive Officer of DHP India Limited ("the Company") from 1st April, 2019 to 31st March, 2024 for a Tenure of five (5) years. As per Agreement dated 16th April, 2019 entered into by and between DHP India Limited and Sri Asheesh Dabriwal, the terms & conditions of service of & the remuneration payable to Asheesh Dabriwal were recorded in writing for a entire tenure of five (5) years from 1st April, 2019 to 31st March, 2024. At Present Mr. Mr. Asheesh Dabriwal is a promoter of the Company and he holds 18,07,700 Equity Shares of the Company i.e. @60.26% of the Total Share Capital of the Company as on 31st March, 2021. He is also a member of Corporate and Social Responsibility Committee as well as a member of Shareholders/Investor Grievance i.e. Stakeholders Committee of the Company. The Company preserve that due to oversight the said agreement dated 18th April, 2019 did not make any provision for enhancement of the remuneration payable to Shri Asheesh Dabriwal to offset the effect of inflation and rise in the consumer price index and price increases. Shri Asheesh Dabriwal requested to the Company to revisit and reconsider the aforesaid agreement to set right the aforesaid anomaly therein.

The Remuneration / Management Committee, the Audit Committee and thereafter the Board of Directors of the Company at their meeting held on 20th April, 2021, considered the aforesaid request of Shri Asheesh Dabriwal and agreed to modify the terms & condition & increased the remuneration of Sri Asheesh Dabriwal as Managing Director of the Company for their remaining tenure period of three (3) years from 01/04/2021 to 31/03/2024, and other terms and condition approved by the Board as set out in the agreement dated 18th April, 2019 and replace the same increase the remuneration.

The particulars of the modified remuneration agreement and revised terms of remuneration payable to Sri Asheesh Dabriwal are as below :-

I. SALARY

Basic Salary : (a) At the rate of Rs. 4,50,000/- (Rupees Four lakh and Fifty Thousands only) per month for existing and availed two (2) years tenure from 1st April, 2019 to 31st March, 2021 per previous agreement dated 18th April, 2019.

Such Basic Salary shall stand revised for remaining tenure of three (3) years as upwards by Rs.1,50,000/- (Ruppes One Lakhs and Fifty Thousands Only) per months from the start of eachfinancial year started from 1st April, 2021.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

EXPLANATORY STATEMENTS (continuing) :

The Revised Basic Salary for remaining period of three (3) years from 1st April, 2021 to 31stMarch, 2024 are as below :-

(b) At the rate of Rs.6,00,000/- (Rupees Six Lakhs only) per month from 1st April, 2021 to 31st March, 2022, thereafter,

(c) At the rate of Rs.7,50,000/- (Rupees Seven Lakhs and Fifty Thousands only) per month from 1st April, 2022 to 31st March, 2023, thereafter,

(d) At the rate of Rs.9,00,000/- (Rupees Nine Lakhs only) per months from 1st April, 2023 to 31st March, 2024.

II. **PERQUISITES**

a) Leave Salary : 31 days encashment every financial years as per Company's Rule.
b) Exgratia/Bonus etc. : As per Companies Rule governed to all employees.
c) Other Pequisites :
   i) Rent free furnished accommodation, if required.
   ii) Re-imburshment of medical expenses on self & family, if needed & required.
   iii) Payment of Club Fees in relation to promotion of the business of the company and/or any personal nature. The same will be treated as wholly & exclusivelyfor the purpose of business of the company and not to be considered as taxable perquisite in the hands of Sri Asheesh Dabriwal.
   iv) Contribution to Provident Fund etc. as per Company's rule applicable.
   v) Car with or without driver, telephone at residence and mobile phone etc. provided for the purpose of Company's business. The same will be treated as wholly and exclusively for the purpose of business of the company and not to be considered as taxable perquisite in the hands of Sri Asheesh Dabriwal.

In the event of loss or inadequacy of profits of the Company in any financial year Sri Asheesh Dabriwal, shall be paid above remuneration as minimum remuneration, which is permissible under Section 196 and 197 and of Part I of Schedule V of the Companies Act, 2013, as such resolution is send for approval of shareholders in their meeting as a "Special Resolution".

The office of Managing Director may be terminated by the Company or the concerned Director by giving the one (1) month prior notice in writing. This agreement also the earlier agreement dated 18-04-2019. As Managing Director of the Company, Sri Asheesh Dabriwal, shall be subject to the superintendence, control and direction of the Board, has substantial power of the management and perform the duties and exercise the powers in relation or referable thereto and he will continue to be a non-rotational director.

Sri Asheesh Dabriwal is also the promoter of the company.

The Directors therefore recommend passing of the Special Resolution contained in Item No.4 of the accompanying Notice.

Except Sri Asheesh Dabriwal and Smt. Anjum Dhandhania (Relative of Sri Asheesh Dabriwal), none of the directors are interested in this resolution.

This also constitutes an extract in terms of section 102 of the Companies Act, 2013.

Registered Office :
10, Middleton Row, Kolkata – 700 071.
Corporate Identity Number (CIN) : L65921WB1991PLC051555
Date : 9th June, 2021

By Order of the Board of Directors

Sd/-
SURUCHI TIWARI
Company Secretary-cum-Compliance Officer

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555
Registered Office : 10, Middleton Row, Kolkata – 700 071
E-mail : info@dhpindia.com, Website : www.dilindia.co.in

"Annexure – 1"

Additional Information of Directors seeking re-appointment at the Thirtieth Annual General Meeting as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(Annexure as referred to in the note No. 7 on Notice and Item No. 3 & 4 of the Notice)

Name of Director	Smt. Anjum Dhandhania	Sri Asheesh Dabriwal
Director Identification Number	DIN – 00058506	DIN – 00044783
Date of Birth	07-12-1970	04-10-1967
Date of First Appointment	31-01-2003	26-04-1991
Educational Qualification	L.L.B.	B. Com.
Expertise in specific functional areas	Business	Industrialist
Chairmanship/Membership of Committees in this Company	Member of Stakeholders Committee, and Nomination & Remuneration Committee	Member of the Stakeholders Committee and Corporate & Social Responsibility Committee
Present Status of directorship in this Company	Non-Executive & Women Director	Promoter and Managing Director & C.E.O.
Directorship in other Public Limited Companies	None	None
Chairmanship/Membership of Committees in other Public Limited Companies	None	None
Number of Meeting of the Board attended during the year	5 out of 5	5 out of 5
Relationship with other Directors	Sister of Asheesh Dabriwal	Brother of Smt. Anjum Dhandhania
Shareholding as on 31st March, 2021	20,000 Equity Shares [0.66% of Total Voting Rights]	18,07,700 Equity Shares [60.26% of Total Voting Rights]
Seeking appointment/re-appointment	Re-appointment as Rotational Director	Only Increase of Remuneration and also he is a Non-Rotational Director
Rotational Status	Rotational Director	Non-Rotational Director
Tenure of appointment, if applied	Not Applicable	Approximate 5 years from April 1, 2019 to March 31, 2024

Registered Office :
10, Middleton Row, Kolkata – 700 071.
Corporate Identity Number (CIN) : L65921WB1991PLC051555

By Order of the Board of Directors

Date : 9th June, 2021

Sd/-
SURUCHI TIWARI
Company Secretary-cum-Compliance Officer

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors are pleased to present the Company's **Thirtieth** Annual Report and Company's Standalone Ind AS Audited Financial Statement of Accounts for the Financial Year ended 31st March, 2021.

COVID – 19 PANDEMIC EFFECT :

In view of the lock-down declared across the country in last year by the Central/State Government due to COVID-19 First Phase pandemic from 22nd March 2020 to May, 2020 and in COVID-19 Second Phase pandemic in Current Year the lock-down declare by the West Bengal State Government from 16th May, 2021 to still continuing lockdown. The Company's operations were adversely impacted. The operations have since resumed in a phased manner in Last Financial Year 2020-21 from Middle of May 2020 to 31st March, 2021 and in Current Financial Year 2021-22, the full operation closed from 16th May 2021 to 28th May, 2021 and after getting partial permission from Government of West Bengal the limited way of operation started from 28th May, 2021 onwards, in accordance with the guidelines issued by relevant regularity authorities with regard to adhering of social distancing and following prescribed hygiene standards. The Company continues to comply with such guidelines.

The Company has sufficient liquidity / financing arrangements for the continuity of business operations. The Company is confident of its ability to service the debt / financing arrangements. The lock-down due to COVID-19 is continuing with certain relaxation and Company is continuing its operations with existing demand. The Company has assessed the potential impact of COVID-19 based on the current circumstances and expects no significant impact on the continuity of operations of the business on long-term basis. The Company does not have any material risk of non-fulfilment of obligations by any party arising out of existing contracts / arrangements.

FINANCIAL HIGHLIGHTS :

The Board's Report shall prepared based on the standalone Ind AS financial statements of the Company for the year ended March 31, 2021 is summarized below:- **(Rs. in Lacs)**

Particulars	Year ended 31.03.2021	Year ended 31.03.2020
Revenue from Operations (net)	**7026.76**	5553.02
Other Income	**135.06**	312.00
Total Revenue including Other Comprehensive Income	**7161.82**	5865.02
Profit Before Finance Cost, Depreciation & Tax	**2186.13**	1662.64
(Less) : Finance Cost	**(5.64)**	(19.88)
(Less) : Depreciation	**(173.93)**	(175.38)
Profit Before Tax *{and profit before exceptional and extraordinary items}*	**2006.56**	1467.38
Add/(Less) : Exceptional Items (Net of Tax) Income /(loss) on Valuation of Investment in Mutual Fund due to COVID-19 pandemic as exceptional items	***832.35***	*(832.35)*
Profit Before Tax *{and profit after exceptional items}*	**2838.91**	635.03
(Less) : Provision for Taxation *(inclusive of adjustment of deferred tax asset)*	**(525.12)**	(325.90)
Profit After Tax for the year of Continuing and Total Operation	**2313.79**	309.13
Add/(Less) : Other Comprehensive Income/(Loss) {Net of Taxes}	**1848.66**	(461.98)
Total Comprehensive Income / (Loss) for the period	**4162.45**	(152.85)
Add : Transferred from General Reserve	------	243.00
Add : Profit brought forward from previous year	**0.18**	0.45
Profit Available for Appropriation	**4162.63**	90.60
Appropriations		
(Less) : Dividend Declared & their Tax on Dividend Payment, if any	**(75.00)**	(90.42)
(Less) : Transfer to Other Comprehensive Income	**(1848.66)**	-----
(Less) : Transfer to General Reserve	**(2238.00)**	-----
Surplus Carried to Balance Sheet	**0.97**	0.18
Net Worth (Capital employed at the year end – Rs. in Lakh)	**10939.62**	6852.18
Book Value of Shares at the year end (Amount in Rs.)	**364.65**	228.41
Earning per Share (Amount in Rs.)	**77.13**	10.30

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DIVIDEND

Your Directors have recommended a dividend of Rs.4/- per Equity Share (Previous year of Rs. 2.50 per Equity Shares) for the financial year ended March 31, 2021, i.e. @40% of total paid-up equity share capital. The above dividend will be payable out of current year's profit of the Company. The dividend, if approved by the shareholders, will entail an out-flow of Rs.120.00 lacs and this is subject to tax deducted at source.

TRANSFER OF RESERVES

The Company transfer Rs.2238.00 lacs to General Reserve and Net of Rs.1848.66 Lacs to Other Comprehensive Income to Accumulated profit and Loss Account to meet the statutory obligations. The Other Equity i.e. Reserves & Surplus thereafter will stand as on March 31, 2021 at Rs.10639.62 lacs at a Book value of Rs. 364.65 per Equity Share.

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

Due to COVID-19 effect, the production, sales and other operation of From April & May, 2020 (last financial year) effected. Similarly the market sudden appreciated and last year accounted for the Exceptional Items (Loss) reverted as Exceptional Items Gain in the value of appreciation of Investment as well as Other Comprehensive Income in Statement of Profit and Loss as per statutory requirement. The total revenue during the year was increased to the extent of 22.11% in comparison with its previous year, similarly the profit before tax during the year was increased to 347.05% in comparison with its previous year and profit after tax during the year was increased to 648.49% in comparison with its previous year. Your Directors continue to be of the opinion that high quality of products and innovations in products as well as improvement in technology along with cost cutting efforts will help your company to face this competition. The company is expected to continue to do well and improve further in the coming years .

DIRECTORS AND KEY MANAGERIAL PERSONNEL & COMMITTEE OF THE BOARD

a) Present Key Managerial Personnel.

The following are Key Managerial Personnel of the Company :-

1. Mr. Asheesh Dahriwal (DIN : 00044783) : Managing Director & Chief Executive Officer of the Company;
2. Mr. Janak Bhardwaj (DIN : 00047641) : Executive Director & Chief Operating Officer of the Company;
3. Mr. Ashok Kumar Singh : Chief Financial Officer of the Company; and
4. Ms. Suruchi Tiwari : Company Secretary & Compliance Officer of the Company.

b) Committee of the Board.

The Board of Directors have the following Committees :

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders Committee (Stakeholders; Relationship Committee); and
4. Corporate Social Responsibility Committee

The details of the Committee along with their composition, number of meetings and attendance at the meeting are provided in the Corporate Governance Report.

c) Changes in Directors and Key Managerial Personnel.

There are no changes recorded in Directors and Key Managerial Personnel during the financial year ended 31st March, 2021.

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DIRECTORS AND KEY MANAGERIAL PERSONNEL & COMMITTEE OF THE BOARD

d) Proposed Changes in Directors and Key Managerial Personnel seeking approval of ensuing AGM

Mrs. Anjum Dhandhania (DIN-00058506), a Non-Executive Director of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible have offered herself for re-appointment and the same proposed in notice.

The Board also proposed to Increase the Remuneration paid to Mr. Asheesh Dabriwal (DIN-00044783), a Managing Director of the Company for their entire tenure period of three years and seeking approval of members at the ensuing Annual General Meeting and the same proposed in notice.

e) Declaration by an Independent Directors :

The Company has received declaration from all the Independent Directors (Non-Rotational) of the Company, confirming that they meet the criteria of independence as per Section 149(6) of the Companies Act, 2013.

f) Formal Annual Evaluation :

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and Other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors. The Remuneration paid to Directors & Other Key Managerial Personnel are evaluated by the "Nomination and Remuneration Committee" of the Company on yearly basis.

DIRECTORS AND KEY MANAGERIAL PERSONNEL & COMMITTEE OF THE BOARD

g) Number of meetings of the Board of Directors :

Five meetings of the Board of Directors were held during the financial year 2020-21 i.e. year ended March 31, 2021. For further details, please refer report on Corporate Governance of this Annual Report.

h) Policy of Directors' Appointment and Remuneration :

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on March 31, 2021, the Board consist of 6 members, one of whom is non-rotational executive director, one of whom is executive (liable to retire by rotation), one of whom is woman (liable to retire by rotation) and rest three are independent (non-rotational). The Board periodically evaluates the need for change in its composition and size.

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Companies Act, 2013 has been disclosed in the Corporate Governance Report, which forms part of the directors' report.

i) Familiarisation Programme for Independent Directors :

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry.

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DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 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, 2021 the applicable accounting standards read with requirements set out under Schedule II 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, 2021 and the profit 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 accounts for the financial year ended March 31, 2021 on a 'going concern' basis.

(v) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

(vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

MATERIAL CHANGES & COMMITMENTS

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company. There has been no change in the nature of business of the Company.

SIGNIFICANT CHANGES

There are no significant changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 timely preparation of reliable financial disclosures. The details in respect of internal financial control and their adequacy are included in the management Discussion & Analysis, which forms part of this report. During the year, such controls were tested and no reportable material weakness in the design or operation were observed.

ESTABLISHMENT OF VIGIL MECHANISM

The Company has established a Vigil Mechanism that enables the Directors and Employees to report genuine concerns. The Vigil Mechanism provides for (a) adequate safeguards against victimization of persons who use the Vigil Mechanism; and (b) direct access to the Chairman of the Audit Committee of the Board of Director of the Company in appropriate or exceptional cases.

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RISK MANAGEMENT

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company evaluating the all risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks.

AUDITORS AND AUDITORS' REPORT

Statutory Auditors & their Statutory Audit Report

The Company's Statutory Auditors, M/s. Navin Nayar & Company, Chartered Accountants (Firm Registration No. 328951E), were appointed as Statutory Auditors of the Company for a period of five (5) consecutives years from Financial Year 2018-2019 to financial year 2022-23 (from April 1, 2018 to March 31, 2023) at the Annual General Meetings ("AGM") of the Members held on September 24, 2018 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors. Their appointment was subject to ratification by the Members at every subsequent AGM held after the AGM held on September 24, 2018. Pursuant to the amendments made to section 139 of the Companies Act, 2013 by the Companies (Amendments) Act, 2017 effective from May 7, 2018, the requirement of seeking ratification of the members of the appointment of the Statutory Auditors has been withdrawn from the statute. Hence the resolution seeking ratification of the Members for continuance of their appointment at this AGM is not being sought.

There is no audit qualification, reservation or adverse remark for the year under review. The opinion made in the Auditors' Report to the Members of the Company have been dealt with in the Notes to the Statement of Profit and Loss and the Balance Sheet in Notes No. 1 to 27.15 of the Accounts. These are self explanatory and do not call for further comments.

Cost Auditors

The Board has appointed Mr. Kisbore Majumdar, Practicing Cost Accountant and Proprietor of M/s. K. MAJUMDAR & ASSOCIATES, Cost Accountants for conducting Cost Audit for the Financial Year 2020-21 (Year ended March 31, 2021) and also appointed for next Financial Year 2021-22 (Year ended March 31, 2022) as Cost Auditor, subject to such approvals as may be applicable.

Secretarial Auditors & their Secretarial Audit Report

The Board has appointed Mr. Sushil Tiwari, Practicing Companies Secretaries and Proprietor of M/s. SUSHIL TIWARI & ASSOCIATES, Companies Secretaries for conducting Secretarial Audit for the Financial Year 2020-21 (Year ended March 31, 2021) and also appointed for next Financial Year 2021-22 (Year ended March 31, 2022) as Secretarial Auditor. The Secretarial Audit Report and the Secretarial Annual Compliance Report, both for the financial year ended March 31, 2021 is **annexed in a separate report namely "Secretarial Audit Report" in Form No. MR-3 and its Annexure-"A" and "Secretarial Annual Compliance Report"**. The Secretarial Audit Report and Secretarial Annual Compliance Report does not contain any qualification, reservation or adverse remark.

Internal Auditors

The Board has appointed Internal Auditor Mr. Timir Baran Hazra, Chartered Accountants, a practicing Chartered Accountants and Member of the Institute of Chartered Accountants of India, for conducting Internal Audit for the Financial Year 2020-21 (Year ended March 31, 2021) and also appointed for next Financial Year 2021-22 (Year ended March 31, 2022) as Internal Auditor.

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ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, read with rule 8(3) of the Companies (Accounts) Rules, 2014 are given in a separate **Annexure – "I"** attached hereto and form part of the Report.

EXTRACT OF THE ANNUAL RETURN

The extract of the Annual Return as of March 31, 2021 pursuant to the sub-section (3) of Section 92 of the Companies Act, 2013, in **Form No. MGT – 9** shall form part of the Board's Report given in a separate **Annexure – "II"** attached hereto and form part of the Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company have already formed a new committee named Corporate & Social Responsibility Committee and adopt a CSR policy to be undertaken by the Company, which has been approved by the Board. The disclosure as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in a separate **Annexure – "III"** attached hereto and form part of the Report.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of The Sexual Harassment of Woman at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made there under, Company provides for diversity and equal opportunities to all employees across the Company, based on merit and ability. The cultures of the Company ensure the aspects of work-life balance for employees, especially for woman and are suitably addressed. During the year, no complaints of sexual harassment were received.

AUDIT COMMITTEE

The Audit Committee comprises Non-Executive & Independent Directors namely Mr. Buddhadeb Basu (Chairman), Non-Executive & Independent Director namely Dr. Subrata Haldar & Non-Executive & Independent Director namely Mr. Surajit Raha as other Members. All the recommendations made by the Audit Committee were accepted by the Board.

NOMINATION AND REMUNERATION COMMITTEE AND CSR COMMITTEE

The Nomination and Remuneration Committee comprises two Non-Executive Independent Director namely Mr. Buddhadeb Basu (Chairman) & Mr. Surajit Raha (Member) and one Non-Executive & Woman Director Mrs. Anjum Dhandhania (Member). All the recommendations made by the Nomination and Remuneration Committee were accepted by the Board.

The Corporate & Social Responsibility (CSR) Committee comprises one Non-Executive & Independent Director namely Mr. Buddhadeb Basu (Chairman), one Executive Director namely Mr. Asheesh Dabriwal (Member) and one Non-Executive & Independent Director namely Mr. Surajit Raha (Members). All the recommendations made by the Corporate & Social Responsibility Committee were accepted by the Board.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year the Company have not paid any loans, guarantees or made any investments referred to Section 186 of the Companies Act, 2013. The particulars of other loans given, investments made for the purpose of its business activities are provided in the standalone Ind AS financial statement (please refer to Note No. 5 & 8 to the Standalone Ind AS Financial Statement).

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PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions, thus the disclosure in prescribed Form No. AOC – 2 is not required as per third provision of Section 188(1) of the Companies Act, 2013. Your Directors draw attention of the members to Note No. 27.8 of the Standalone Ind AS Financial Statement which sets out related party disclosures as per Ind AS – 24.

PARTICULARS OF EMPLOYEES & MANAGERIAL REMUNERATION

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 are provided in a separate **Annexure – "IV"** attached hereto and form part of the Report.

Particulars of employees pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are NIL.

CORPORATE GOVERNANCE REPORT

The Report on Corporate Governance as stipulated under Regulation 15(2) and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2021, as forms part of the Annual Report and which has been set out in a separate report called **"Corporate Governance Report"** annexed herewith. The requisite Certificate from the Statutory Auditors of the Company, M/s. NAVIN NAYAR & COMPANY, Chartered Accountants, confirming compliance with the conditions of Corporate Governance as stipulated under the aforesaid Clause 49 & Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is also annexed to this Report.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 15(2) and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2021, is presented in a separate section forming part of the Annual Report called as **Management Discussion & Analysis Report"** is annexed.

LISTING OF EQUITY SHARES

The Equity Shares of the Company are listed and traded on The Calcutta Stock Exchange Ltd.("CSE"), Kolkata [Securities Code No. 10014058] and Bombay Stock Exchange Ltd. ("BSE"), Mumbai [Securities Code No. 530306] and the Listing Fees for the Financial Year 2021-22 of BSE & CSE have already been paid.

DEPOSITORY SYSTEM

Trading in Equity Shares of your Company in the dematerialised form is compulsory for all the shareholders in terms of notification issued by the Securities and Exchange Board of India (SEBI). The Equity Shares of the Company have been activated both in Central Depositories Services (India) Limited (CDSL) and National Securities & Depository Limited (NSDL) and may be dematerialsed under the ISIN – INE 590D 01016. Your Company has achieved a high level of dematerialized with about 99.11% of total number of Equity Shares being held in electronic mode with NSDL & CDSL. The custodian fees & FUI Fees for the Financial Year 2021-22 have already been paid.

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INTER-SE-TRANSFER BETWEEN PROMOTERS GROUP

During the year 11,45,100 Equity Shares i.e. @38.17% of total voting right of shares transfer amongst promoters via "**inter-se-transfer amongst promoters**" by way of Gift to Immediate Relative on off market transaction as per Regulation 10(1)(i)/(ii) of SEBI (SAST) Regulations, 2011.

STATUTORY INFORMATION AND OTHER DISCLOSURES

The declaration required under regulation 26(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations 2015, regarding **"Code of Business Ethics"** of the Company issued by Chief Executive Officer-cum-Managing Director, is ***annexed*** and forms are integral part of this Report.

The certificate required from a Company Secretary in Practice under sub-clause (i) of clause 10 of Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations 2015, regarding **"Directors and KMP are not debarred or disqualified from statutory authorities"** of the Company issued by Company Secretary in Practice, is ***annexed*** and forms are integral part of this Report.

The Chief Executive Officer and Chief Financial Officer, joint certificate required under regulation 17(8) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations 2015, regarding **"CEO/CFO Certification of Financial Report"** of the Company issued by Chief Executive Officer-cum-Managing Director and Chief Financial Officer, jointly, is ***annexed*** and forms are integral part of this Report.

GENERAL

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

1) Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2) Issue of equity shares with differential rights as to dividend, voting or otherwise.
3) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOS referred to in this Report.
4) Neither the Managing Director nor the any Executive Director of the Company receive any remuneration or commission from any of its subsidiaries.
5) No significant or material orders were passed by the regulators or courts or tribunal which impact the going concern status and Company's operation in future.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the Banks, Government Authorities, Customers, Vendors and Members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

Place : Kolkata
Dated : 9th day of June, 2021

For and on behalf of the Board of Directors

Sd/-
ASHEESH DABRIWAL
Managing Director & C.E.O.
(DIN – 00044783)

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ANNEXURE – "I" TO DIRECTORS' REPORT

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

{The information under section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2021 is given here below and forms part of the Board's Report.}

A. CONSERVATION OF ENERGY :

a) The Company has an on going study to identify and implement energy saving systems. For reducing the consumption of energy, the Company has installed the Energy Saving Flameless Electrically operated Melting Furnace for Zinc to achieve reduction in energy inputs.

b) This will have an impact in reducing the consumption of Fuel and Power and consequently the cost of production.

c)The required data with regard to conservation of energy is furnished below :-

FORM – A

Disclosure of particulars with respect to Conservation of Energy for the year ended 31st March, 2020

A). **Power and Fuel Consumption :**	**Year ending 31.03.2021**	Year ending 31.03.2020
1. Electricity :		
a) No. of Units (Excluding own generation units by Generator)	**1279845 Units**	1300783 Units
b) Total amount in `.	**Rs.1,21,11,874**	Rs.1,21,61,111
c) Effective Rate / Unit (`)	**Rs. 9.46**	Rs. 9.35
2. Coal	**N.A.**	N.A.
3. Furnace Oil	**N.A.**	N.A.
4. Others / Internal Generation		
(Cost of Diesel, Mobil, Consumables & Other Exp. incurred etc.)	**Rs. 34,81,130**	Rs. 30,62,878
B). **Consumption per Unit of Production :-**		
1. Electricity (in Units Excluding own generation units by Generator)	**0.22 Units**	0.60 Units
2. Coal	**N.A.**	N.A.
3. Furnace Oil	**N.A.**	N.A.
4. Other	**N.A.**	N.A.

B.TECHNOLOGY ABSORPTION : The required information is furnished as below :-

FORM – B

Disclosure of particulars with respect to technology absorption for the year ended 31st March, 2021

1. **Speeific areas in which R & D proposed to be carried out by the Company :** None

2. **Benefit derived as result of above R & D :** Not Applicable

3. **Future plan of action** : Not Applicable.

4. **Expenditure on R & D** : (` In Lacs)
   (a) Capital :NIL
   (b) Recurring :NIL
   (c) Total :NIL
   (d) Total R & D Expenditure as a Percentage of total turnover:N.A.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Continuing of ANNEXURE – "I" TO DIRECTORS' REPORT

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

{The information under section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2021 is given here below and forms part of the Board's Report.}

Technology absorption, adaptation and innovation :

1. **Efforts, in brief made towards technology absorption, adaptation & innovation :**
   Continuous efforts are being made towards improvements in the existing production process.

2. **Benefit derived as a result of the above efforts :**
   The Company is successful in improving and maintaining the quality of its product.

3. **Particulars of technology imported during last 5 years :**
   (a) Technology import : NIL
   (b) Year of import : N.A.
   (c) Has technology been fully absorbed : N.A.
   (d) If not fully absorbed, areas where this has not taken place, reasons thereof and future plan of action : N.A.

C.FOREIGN EXCHANGE EARNINGS AND OUTGO :

(a) Activity relating to export, initiatives taken to increase exports; development of new export markets for products; and export plans :

The net exports of the Company has been increased from Rs. 4785.49 lacs to Rs. 6199.42 lacs during the year. The Company is expanding its production capacity to emerge as a leading exporter of our product. The Company is ISO 9001 : 2008 certified.

(b) Total foreign exchange used and earned :

Total Foreign exchange earning	:	Rs.62,54,28,641/-
Total Foreign exchange outgo (including CIF Value of Import)	:	Rs.22,22,33,155/-

The above details have been given under Notes No. 27.3 to 27.5 of Notes to Standalone Ind AS Financial Statements.

Place : Kolkata
Dated : 9th day of June , 2021

For and on behalf of the Board of Directors

Sd/-
ASHEESH DABRIWAL
Managing Director & C.E.O.
(DIN – 00044783)

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ANNEXURE – "II" TO DIRECTORS' REPORT

Form No. MGT – 9
EXTRACT OF ANNUAL RETURN

AS ON FINANCIAL YEAR ENDED ON MARCH 31, 2021

{Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014}

I. REGISTRATION & OTHER DETAILS :

1	**CIN**	L65921WB1991PLC051555
2	**Registration Date**	26-04-1991
3	**Name of the Company**	DHP INDIA LIMITED
4	**Category/Sub-Category of the Company**	Public Limited Company - Limited by Shares/ Indian Non-Government Company
5	**Address of the Registered Office and contact details**	10, Middleton Row, Kolkata – 700 071 Telephone : +91 (033) 2229-5735, Fax : +91 (033) 2217-2751 Email : info@dhpindia.com
6	**Whether listed Company**	Yes / ~~No~~
7	**Name, Address & contact details of the Registrar & Transfer Agents, if any**	Niche Technologies Private Limited 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700017. Telephone : +91 (033) 2280-6616, Fax : +91 (033) 2280-6619 Email : nichetechpl@nichetechpl.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)

Sl. No.	Name and Description of main products/services	NIC Code of the product/service	% to total turnover of the Company
1	Manufacturing of LPG Regulator, its parts and Accessories (including articles of Brass used as accessories and parts of LPG Regulator)	Group : 281, Class : 2819 & Sub-class : 28199 – Manufacturing of Other General Purpose Machinery	100%

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

Sl.No.	Name and Address of the Company	CIN / GLN	Holding/Subsidiary/Associates	% of shares held	Applicable Section
-----	----------	----------	------- NIL----------	----------	----------

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DHP INDIA LIMITED

Continuation of Form No. MGT- 9 (As on Financial Year Ended March 31, 2021)

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

(i) Category-wise Share Holding

	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	**PROMOTERS**									
(1)	**Indian**									
	a) Individual / HUF	1827700	-	1827700	60.923	1827700	-	1827700	60.923	-
	b) Central Government	-	-	-	-	-	-	-	-	-
	c) State Government	-	-	-	-	-	-	-	-	-
	d) Bodies Corporate	403500	-	403500	13.450	403500	-	403500	13.450	-
	e) Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
	f) Any Other	-	-	-	-	-	-	-	-	-
	Sub-total (A)(1)	**2231200**	-	**2231200**	**74.373**	**2231200**	-	**2231200**	**74.373**	-
(2)	**Foreign**									
	a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
	b) Other - Individuals	-	-	-	-	-	-	-	-	-
	c) Bodies Corporate	-	-	-	-	-	-	-	-	-
	d) Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
	e) Any Other	-	-	-	-	-	-	-	-	-
	Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	**2231200**	-	**2231200**	**74.373**	**2231200**	-	**2231200**	**74.373**	-
B.	**PUBLIC SHAREHOLDING**									
(1)	**Institutions**									
	a) Mutual Funds		-	-	-	-	-	-	-	-
	b) Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
	c) Central Governments	-	-	-	-	-	-	-	-	-
	d) State Governments	-	-	-	-	-	-	-	-	-
	e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
	f) Insurance Companies	-	-	-	-	-	-	-	-	-
	g) Foreign Institutional Investors (FII)	-	-	-	-	-	-	-	-	-
	h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
	i) Others (Specify) : FPI - Corporate Categories - III	450	-	450	0.015	-	-	-	-	(0.02)
	Sub-total (B)(1)	450	-	450	0.015	-	-	-	-	(0.02)
(2)	**Non-Institutions**									
	a) Bodies Corporate									
	i) Indian	15089	1200	16289	0.543	20605	1200	21805	0.727	0.184
	ii) Overseas	-	-	-	-	-	-	-	-	-
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	535607	29032	564639	18.821	548256	25532	573788	19.126	0.305
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	61633	-	61633	2.054	48833	-	48833	1.628	-0.427
	c) Others Specify									
	1. NRI	105190	-	105190	3.506	101963	-	101963	3.399	-0.108
	2. Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
	3. Foreign Nationals	-	-	-	-	-	-	-	-	-
	4. Clearing Members	2949	-	2949	0.098	1761	-	1761	0.059	-0.040
	5. Trusts	-	-	-	-	-	-	-	-	-
	6. Foreign Bodies - D.R.	-	-	-	-	-	-	-	-	-
	7. IEPF Authority	17650	-	17650	0.588	20650	-	20650	0.688	0.10
	Sub-total (B)(2)	**738118**	**30232**	**768350**	**25.612**	**742068**	**26732**	**768800**	**25.627**	-
	Total Public Shareholding (B) = (B)(1)+(B)(2)	**738568**	**30232**	**768800**	**25.627**	**742068**	**26732**	**768800**	**25.627**	**(0.02)**
C.	**Shares held by Custodian for GDRs & ADRs**	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A+B+C)	**2969768**	**30232**	**3000000**	**100.000**	**2973268**	**26732**	**3000000**	**100.000**	**(0.02)**

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DHP INDIA LIMITED

Continuation of Form No. MGT- 9 (As on Financial Year Ended March 31, 2021)

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged /encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
1	ANJUM DHANDHANIA	20000	0.667	-	20000	0.667	-	-
2	ASHEESH DABRIWAL	662600	22.087	-	1807700	60.257	-	38.17
3	DABRIWALA CONSTRUCTIONS PRIVATE LTD	385600	12.853	-	385600	12.853	-	-
4	DOLPHIN PROPERTIES PRIVATE LIMITED	17900	0.597	-	17900	0.597	-	-
5	KUMKUM DABRIWAL	180100	6.003	-	-	-	-	(6.00)
6	NIRMAL KUMAR DABRIWALA	965000	32.167	-	-	-	-	(32.17)
	TOTAL	**2231200**	**74.373**	**-**	**2231200**	**74.373**	**-**	**-**

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

Sl No.	Name of Promoters	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
1	**ANJUM DHANDHANIA**				
	a) At the Beginning of the Year	20000	0.667		
	b) Changes during the year	**[NO CHANGES DURING THE YEAR]**			
	c) At the End of the Year			20000	0.667
2	**ASHEESH DABRIWAL**				
	a) At the Beginning of the Year	662600	22.087		
	b) Changes during the year				
	Date Reason				
	12/03/2021 Transfer	1145100	38.170	1807700	60.257
	c) At the End of the Year			1807700	60.257
3	**DABRIWALA CONSTRUCTIONS PRIVATE LIMITED**				
	a) At the Beginning of the Year	385600	12.853		
	b) Changes during the year	**[NO CHANGES DURING THE YEAR]**			
	c) At the End of the Year			385600	12.853
4	**DOLPHIN PROPERTIES PRIVATE LIMITED**				
	a) At the Beginning of the Year	17900	0.597		
	b) Changes during the year	**[NO CHANGES DURING THE YEAR]**			
	c) At the End of the Year			17900	0.597
5	**KUMKUM DABRIWAL**				
	a) At the Beginning of the Year	180100	6.003		
	b) Changes during the year				
	Date Reason				
	12/03/2021 Transfer	-180100	-6.003	-	-
	c) At the End of the Year			-	-
6	**NIRMAL KUMAR DABRIWALA**				
	a) At the Beginning of the Year	965000	32.167		
	b) Changes during the year				
	Date Reason				
	12/03/2021 Transfer	-965000	-32.167	-	-
	c) At the End of the Year			-	-
	TOTAL	**2231200**	**74.373**	**2231200**	**74.373**

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DHP INDIA LIMITED

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(iv) Shareholding Pattern of top ten Shareholders - At the Beginning of the year and at the end of the year (other than Directors, Promoters and Holder of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders (at the beginning of the year and at the end of the year)	Shareholding at the		Cumulative	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	**BALASUBRAMANIAM LAKSHMI NARASIMHAN**				
	a) At the Beginning of the Year	41626	1.388		
	b) Changes during the year				
	Date Reason				
	13/11/2020 Transfer	10	0.000	41636	1.388
	20/11/2020 Transfer	1675	0.056	43311	1.444
	27/11/2020 Transfer	25	0.001	43336	1.445
	04/12/2020 Transfer	10	0.000	43346	1.445
	c) At the End of the Year			43346	1.445
2	**GADDAM SRINIVASA RAO**				
	a) At the Beginning of the Year	5965	0.199		
	b) Changes during the year				
	Date Reason				
	26/06/2020 Transfer	-627	-0.021	5338	0.178
	30/06/2020 Transfer	-587	-0.020	4751	0.158
	03/07/2020 Transfer	-1674	-0.056	3077	0.103
	10/07/2020 Transfer	-1447	-0.048	1630	0.054
	31/07/2020 Transfer	-70	-0.002	1560	0.052
	07/08/2020 Transfer	-629	-0.021	931	0.031
	14/08/2020 Transfer	-931	-0.031	-	-
	c) At the End of the Year			-	-
3	**HARSHA VENKATESH**				
	a) At the Beginning of the Year	20200	0.673		
	b) Changes during the year				
	Date Reason				
	04/09/2020 Transfer	-200	-0.007	20000	0.667
	c) At the End of the Year			20000	0.667
4	**INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY**				
	a) At the Beginning of the Year	17650	0.588		
	b) Changes during the year				
	Date Reason				
	12/02/2021 Transfer	3000	0.100	20650	0.688
	c) At the End of the Year			20650	0.688
5	**NEERAJ GUPTA**				
	a) At the Beginning of the Year	5720	0.191		
	b) Changes during the year				
	Date Reason				
	31/12/2020 Transfer	-20	-0.001	5700	0.190
	08/01/2021 Transfer	-200	-0.007	5500	0.183
	15/01/2021 Transfer	-100	-0.003	5400	0.180
	05/02/2021 Transfer	-227	-0.008	5173	0.172
	12/02/2021 Transfer	-773	-0.026	4400	0.147
	19/02/2021 Transfer	-119	-0.004	4281	0.143
	19/03/2021 Transfer	-305	-0.010	3976	0.133
	26/03/2021 Transfer	-176	-0.006	3800	0.127
	c) At the End of the Year			3800	0.127

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DHP INDIA LIMITED

Continuation of Form No. MGT- 9 (As on Financial Year Ended March 31, 2021)

(iv) Shareholding Pattern of top ten Shareholders - At the Beginning of the year and at the end of the year (other than Directors, Promoters and Holder of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders (at the beginning of the year and at the end of the year)	Shareholding at the		Cumulative	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	**PUNIT DHANDHANIA**				
	a) At the Beginning of the Year	10000	0.333		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			10000	0.333
7	**SIDDHARTH KOTHARI**				
	a) At the Beginning of the Year	17164	0.572		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			17164	0.572
8	**THIAGARAJAN S**				
	a) At the Beginning of the Year	5591	0.186		
	b) Changes during the year				
	Date Reason				
	17/04/2020 Transfer	100	0.003	5691	0.190
	c) At the End of the Year			5691	0.190
9	**TIRUPATIRAO THAKKALLAPELLY**				
	a) At the Beginning of the Year	12600	0.420		
	b) Changes during the year				
	Date Reason				
	27/05/2020 Transfer	-600	-0.020	12000	0.400
	19/06/2020 Transfer	-1183	-0.039	10817	0.361
	26/06/2020 Transfer	-117	-0.004	10700	0.357
	21/08/2020 Transfer	-400	-0.013	10300	0.343
	18/09/2020 Transfer	-200	-0.007	10100	0.337
	09/10/2020 Transfer	-906	-0.030	9194	0.306
	16/10/2020 Transfer	-425	-0.014	8769	0.292
	23/10/2020 Transfer	-269	-0.009	8500	0.283
	31/12/2020 Transfer	-101	-0.003	8399	0.280
	08/01/2021 Transfer	-99	-0.003	8300	0.277
	15/01/2021 Transfer	-300	-0.010	8000	0.267
	c) At the End of the Year			8000	0.267
10	**UDHANI SANJAY SURESHKUMAR**				
	a) At the Beginning of the Year	10000	0.333		
	b) Changes during the year				
	Date Reason				
	15/01/2021 Transfer	-1076	-0.036	8924	0.297
	29/01/2021 Transfer	-243	-0.008	8681	0.289
	c) At the End of the Year			8681	0.289

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DHP INDIA LIMITED

Continuation of Form No. MGT- 9 (As on Financial Year Ended March 31, 2021)

(iv) Shareholding Pattern of top ten Shareholders - At the Beginning of the year and at the end of the year (other than Directors, Promoters and Holder of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders (at the beginning of the year and at the end of the year)	Shareholding at the		Cumulative	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
11	VIJAY MALIK				
	a) At the Beginning of the Year	11669	0.389		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			11669	0.389
12	VIJAY MEHROTRA				
	a) At the Beginning of the Year	5582	0.186		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			5582	0.186
	TOTAL	163767	5.459	154583	5.153

(v) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	For Each of the Directors and 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 Co.
1	ASHEESH DABRIWAL (EXECUTIVE DIRECTOR)				
	a) At the Beginning of the Year	662600	22.087		
	b) Changes during the year				
	Date Reason				
	12/03/2021 Transfer	1145100	38.170	1807700	60.257
	c) At the End of the Year			1807700	60.257
2	JANAK BHARDWAJ (EXECUTIVE DIRECTOR)				
	a) At the Beginning of the Year	-	-		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			-	-
3	ANJUM DHANDHANIA (NON-EXECUTIVE DIRECTOR)				
	a) At the Beginning of the Year	20000	0.667		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			20000	0.667
4	BUDDHADEB BASU (INDEPENDENT DIRECTOR)				
	a) At the Beginning of the Year	200	0.007		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			200	0.007
5	DR. SUBRATA HALDAR (INDEPENDENT DIRECTOR)				
	a) At the Beginning of the Year	-	-		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			-	-
6	SURAJIT RAHA (INDEPENDENT DIRECTOR)				
	a) At the Beginning of the Year	-	-		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			-	-
7	SURUCHI TIWARI (COMPANY SECRETARY)				
	a) At the Beginning of the Year	-	-		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			-	-
8	ASHOK KUMAR SINGH (CHIEF FINANCIAL OFFICER)				
	a) At the Beginning of the Year	-	-		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			-	-
	TOTAL	682800	22.760	1827900	60.930

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DHP INDIA LIMITED

Continuation of Form No. MGT- 9 (As on Financial Year Ended March 31, 2021)

V. INDEBTEDNESS

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

	Secured Loans excluding deposits (in Rs.)	Unsecured Loans (in Rs.)	Deposits (in Rs.)	Total Indebtness (in Rs.)
Indebtness at the beginning of the financial year				
(i) Principal Amount	20000000	-	-	20000000
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**20000000**	**-**	**-**	**20000000**
Change in indebtness durinng the financial year				
* Addition	-	-	-	-
* Reduction	14213168	-	-	14213168
Net Changes	**14213168**	**-**	**-**	**14213168**
Indebtness at the end of the financial year				
(i) Principal Amount	5786832	-	-	5786832
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**5786832**	**-**	**-**	**5786832**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of M.D./Executive Director (in Rs.)		Total Amount (in Rs.)
		Asheesh Dabriwal	Janak Bhardwaj	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	66,86,100	32,46,389	99,32,489
	(b) Value of perquisites u/s. 17(2) of the Income-tax Act,1961	-	-	-
	(c) Profit in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % on profit	-	-	-
	- other, specify	-	-	-
5	Other, please specify	-	-	-
	Total (A)	**66,86,100**	**32,46,389**	**99,32,489**
	Ceiling as per the Companies Act, 2013 (being 10% of net profit of the Company calcuted U/s.198 of the Companies Act, 2013			1,37,38,411

Note : The above remuneration paid is within the prescribed limit as per Companies Act, 2013

B. Remuneration to Other Directors : (Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Anjum Dhandhania	Buddhadeb Basu	Dr.Subrata Haldar	Surajit Raha	
1	Independent Directors					
	* Fees for attending board committee meetings	-	10,000	10,000	10,000	30,000
	* Commission	-	-	-	-	-
	* Others, please specify	-	-	-	-	-
	Total (1)	-	10,000	10,000	10,000	30,000
2	Other Non-Executive Directors					
	* Fees for attending board committee meetings	10,000	-	-	-	10,000
	* Commission	-	-	-	-	-
	* Others, please specify	-	-	-	-	-
	Total (2)	10,000	-	-	-	10,000
	Total Managerial Remuneration (B)	10,000	10,000	10,000	10,000	40,000
	Overall Ceiling as per the Companies Act, 2013 (being 1% of net profit of the Company calculated U/s.198 of the Companies Act, 2013					13,73,841

Note : The above remuneration paid is within the prescribed limit as per Companies Act, 2013

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Continuation of Form No. MGT- 9 (As on Financial Year Ended March 31, 2021)

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

C. Remuneration to Key Managerial Personal other than MD/Manager/WTD : (Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	Chief Financial Officer	Total
		Suruchi Tiwari	Ashok Kumar Singh	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,64,160	29,88,890	31,53,050
	(b) Value of perquisites u/s. 17(2) of the Income-tax Act,1961	-	-	-
	(c) Profit in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	- as % on profit	-	-	-
	- other, specify	-	-	-
5	Other, please specify	-	-	-
	Total (C)	**1,64,160**	**29,88,890**	**31,53,050**

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES :

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

For and on behalf of the Board of Directors

Place : Kolkata
Dated : 9th day of June, 2021

Sd/-
ASHEESH DABRIWAL
Managing Director & C.E.O.
[DIN - 00044783]

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

ANNEXURE – "III" TO DIRECTORS' REPORT

CORPORATE SOCIAL RESPONSIBILITY REPORT

AS ON FINANCIAL YEAR ENDED ON MARCH 31, 2021

{Pursuant to clause (o) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014}

1.A brief outline of the Company's CSR policy,: including overview of projects or programs: proposed to be undertaken and a reference to: the web-link to CSR policy and projects or: programs.: The key philosophy of CSR initiatives of the Company is amount funded to the "Prime Minister National Relief Fund" for developing the CSR by Central Government.

2.The composition of the CSR Committee: Mr. Buddhadeb Basu – Independent Director (Chairman)
Mr. Surajit Raha – Independent Director (Member)
Mr. Asheesh Dabriwal – Executive Director (Member)

3.Average net profit of the Company for last Three financial years : Rs. 14,67,67,381/-

4.Prescribed CSR Expenditure (two per cent of The amount as in item 3 above) : Rs. 29,35,348/-

5.Details of CSR spend during the financial year

(a)Total amount to be spent for financial year : Rs. 29,36,000/-

(b)Amount unspent, if any : NIL

(c)Manner in which the amount spent during the financial year is detailed below :

Sr. No.	CSR project or activity identified	Sector in which the Project is covered	Projects or programs 1)Local area or other 2)Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads : 1)Direct expenditure on projects or programs 2)Overheads	Cumulative expenditure up to the reporting period	Amount spent : Direct or through implementing agency (give details of implementing agency)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
1	Schedule VII of Companies Act, 2013 – Activity No. (viii) – Contribution to the Prime Minister's National Relief Fund	Clause (viii) Contribution to the Prime Minister's National Relief Fund	As per Prime Minister Office and Central Govt. Decision	Rs. 29,36,000/-	Rs. 29,36,000/-	Rs. 29,36,000/-	Implementing Agency – Prime Minister Office of India under Central Government.

RESPONSIBILITY STATEMENT

The Responsibility Statement of the Corporate & Social Responsibility Committee of the Board of Directors of the Company is in compliance with CSR objectives and Policy of the Company.

Sd/-
ASHEESH DABRIWAL
Managing Director
(DIN – 00044783)
Dated : 9th day of June , 2021

Sd/-
BUDDHADEB BASU
Chairman, CSR Committee
(DIN – 00061771)

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

ANNEXURE – "IV" TO DIRECTORS' REPORT

DISCLOSURE ON THE REMUNERATION OF THE MANAGERIAL PERSONNEL

{Pursuant to Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014}

(i)The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2020-21 :

(a) Sri Asheesh Dabriwal (Managing Director Remuneration) : Other than KMP Remuneration is **1 : 10.**
and (b) Sri Janak Bhardwaj (Executive Director Remuneration) : Other than KMP Remuneration is **1 : 21.**

(ii) The percentage increase in remuneration of each Director, CFO, CEO, Company Secretary of the Company for the financial year 2020-21 :

(a) Sri Asheesh Dabriwal (CEO & MD) :- Nil [From Rs.66,86,100/- to Rs.66,86,100/-]
(b) Sri Janak Bhardwaj (Executive Director & COO): 2.87%, [From Rs.31,55,889/- to Rs.32,46,389/-]
(c) Sri Ashok Kumar Singh (CFO) – 3.16%, and [From Rs.28,97,310/- to Rs.29,88,890/-]
(d) Ms Suruchi Tiwari (Company Secretary) – Nil [From Rs.1,64,160/- to Rs.1,64,160/-]

(iii)The percentage increase in the median remuneration (other than Director & KMP Remuneration) of the employees in the financial year 2020-21 is : 6.%.

(iv)The number of permanent/total employees on the roll of the Company as on 31st March, 2021 is : 229.

(v) The explanation on the relationship between average increase in remuneration and Company performance : Company's Profit after Tax increased by 648.49% in comparison of its previous year. Average increase in total employees expenses is 5.22% in comparison of its previous year. The salary increased due to inflation, individual performance, prevailing industry trends.

(vi)Variation in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last year.

Date	Market Price(in Rs.)	EPS (in Rs.)	P/E ratio	Market Capitalisation(in Rs.)	% Changes
March 31, 2020	239.35	10.30	23.24	71,80,50,000	------
March 31, 2021	370.65	77.13	4.81	1,11,19,50,000	54.86%

Percentage increase over the last public offer is not relevant as there has never been any public offer by the Company during the financial year 2020-21.

(vii)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 : Average increase in the remuneration of all employees excluding KMPs is 6.00% and average increase in the remuneration of KMPs is 1.41%. The KMP salary increased are decided based on the individual performance, responsibilities, prevailing industry trends and benchmarks.

(viii) Comparison of each remuneration of Key Managerial Personnel against performance of the Company : Each KMP is granted salary based on his qualification, experience, nature of job & responsibility covered, industry benchmark, earlier salary and many other factors, comparison of one against the other is not feasible.

(ix)The key parameters for any variable components of remuneration availed by the directors is : NIL.

(x) The ratio of remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year is : NIL.

(xi) Affirmation that the remuneration is as per the remuneration policy of the Company: – Yes.

Place : Kolkata
Dated : 9TH day of June, 2021

For and on behalf of the Board of Directors

Sd/-
ASHEESH DABRIWAL
Managing Director & C.E.O.
(DIN – 00044783)

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

CORPORATE GOVERNANCE ANNUAL REPORT OF 2020-21

[As per Regulation 34(3) read with Schedule V and Regulation 15(2) and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2021]

TO THE MEMBERS

Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good governance practices stem from the culture and mindset of the organization. The Company continuously reviews its policies and practices of Corporate Governance with a clear goal not merely to comply with statutory requirements in letter and spirit but also constantly endeavors to implement the best international practices of Corporate Governance, in the overall interest of all stakeholders. Some of the major initiatives taken by the Company towards strengthening its Corporate Governance systems and practices include the following :-

- To set-up various dedicated independent Committees.
- The Company has appointed an independent practicing Company Secretary to conduct Secretarial Audit.
- Best Governance Practices are reviewed on a quarterly basis.
- Observance of the Secretarial Standard issued by the Institute of Company Secretaries of India.

In Accordance with Regulation 34(3) read with Schedule V and Regulation 15(2) and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2021 and some of the best practices followed internationally on Corporate Governance, the report containing the details of governance system and processes at DHP INDIA LIMITED is as under :-

1. **BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE :** DHP India Limited is a widely-held Public Limited Company and maintains a very high level of Corporate Governance. The Company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations, and in all its interactions with its stakeholders, including shareholders. The Company follows the code of corporate governance in its entirety.

2. **BOARD OF DIRECTORS :**
The Company has a broad-based Board and meets the "Composition" criteria. As on 31st March, 2021, the Board comprised of six Directors. Out of the six Directors, four are Non-Executive of which three are the Independent Directors and one is non-executive woman director. The Board believes that its current composition is appropriate. Composition of the Board and category of Directors are as follows :-

a). The composition and categories of directors i.e. break up of directors is as follows :

Sl. No.	Categories	Promoter/Non-Promoter	Name of Director & Designation
i)	Executive Director	Promoters Non- Promoters	1) Sri Asheesh Dabriwal – Managing Director & Chief Executive Officer (C.E.O.) 2) Sri Janak Bhardwaj – Director-cum-Works Manager & Chief Operating Officer (C.O.O.)
ii)	Non-Executive & Woman Director	Promoters	3) Smt. Anjum Dhandhania (Woman Director)
iii)	Independent & Non-Executive Director	Non-Promoters Non-Promoters Non-Promoters	4) Sri Buddhadeb Basu–Lead Independent Director 5) Dr. Subrata Haldar 6) Sri Surajit Raha
iv)	Nominee Director	N.A.	NIL
v)	Institutional Director	N.A.	NIL

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

2. BOARD OF DIRECTORS :

b). The Profile of all Board of Directors are as follows :

Name of Directors	Sri Asheesh Dabriwal	Sri Janak Bhardwaj	Smt. Anjum Dhandhania	Sri Buddhabeb Basu	Dr. Subrata Haldar	Sri Surajit Raha
Directors Identification No.	00044783	00047641	00058506	00061771	00089655	07019436
Date of Birth	04/10/1967	05/07/1963	07/12/1970	23/06/1967	25/04/1962	25/02/1967
Date of First Appointment	26/04/1991	25/06/1998	31/01/2003	31/01/2003	17/05/2003	08/12/2014
Educational Qualification	B. Com.	D. M.E.	L.L.B.	B. Com.	M.B.B.S.	Graduate
Occupation	Industrialist	Service	Business	Business	Doctor	Service
Status in different Committee of this Company -						
[A] Audit Committee	None	None	None	Chairman	Member	Member
[B] Shareholders/Investors Grievance Committee	Member	None	Member	Chairman	None	None
[C] Nomination & Remuneration Committee	None	None	Member	Chairman	None	Member
[D] Corporate & Social Responsibility Committee	Member	None	None	Chairman	None	Member
Present Status in this Company	Managing Director & C.E.O.	Executive Director & C.O.O.	Non-Executive Woman Director	Lead Independent Director	Independent Director	Independent Director
Directorship in Other Public Limited Company	None	None	None	None	None	None
Chairmanship/Membership of Committee in Other Public Limited Company	None	None	None	None	None	None
Shareholding as on 31st March, 2021	1807700 Shares [60.26%]	NIL	20000 Shares [0.66%]	200 Shares [0.0066%]	NIL	NIL

c). Disclosure whether Chairman is Executive/Non Executive :

The Company has not appointed any Director to the post of "Chairman". However in most of the Board Meetings & General Meetings Sri Asheesh Dabriwal, M.D. & C.E.O. , Promoter & Executive Director of the Company convenes the meeting as Chairperson.

d). Attendance of Directors at Board Meetings, Last Annual General Meeting and number of other Directorships and Chairmanships / Memberships of committees of each Directors in various companies :

The Composition of Board during the year ended 31st March, 2021, its attendance and other directorships & Chairmanships/Memberships in other Public Ltd. Companies are as under :-

Name of Directors	Categories	No. of Board Meeting attended	Last AGM attended	No. of Other Public Ltd. Companies Directorships	No. of Other Public Ltd. Companies Committee Chairmanships	No. of Other Public Ltd. Companies Committee Memberships
Sri Asheesh Dabriwal	M.D. & C.E.O.	5	YES	None	None	None
Sri Janak Bhardwaj	E.D. & C.O.O.	5	NO	None	None	None
Smt. Anjum Dhandhania	N.E.D.	5	NO	None	None	None
Sri Buddhadeb Basu	N.E. & I.D.	5	YES	None	None	None
Dr. Subrata Haldar	N.E. & I.D.	5	NO	None	None	None
Sri Surajit Raha	N.E. & I.D.	5	NO	None	None	None

Note : - 1) M.D. & C.E.O. – Managing Director & Chief Executive Officer, 2) E.D. & C.O.O.- Executive Director & Chief Operating Officer, 3) N.E.D. – Non-Executive Director, 4) N.E. & I.D. – Non-Executive & Independent Director

e). No. of Board Meetings held along with the dates of Board Meeting :

The Corporate Governance policy requires the Board to meet at least four times in a year with a maximum gap of three months between any two meetings.

The details of Board meetings held during the year are as under :-

Date of Board Meeting	Board Strength	No. of Directors Present	Main Purpose of Meetings
22/06/2020	6	6	Misc. General Activity
30/06/2020	6	6	4th Qtr./Annual Audited Accounts Approval
02/09/2020	6	6	1st Quarter Accounts Approval
03/11/2020	6	6	2nd Quarter Accounts Approval
29/01/2021	6	6	3rd Quarter Accounts Approval

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DHP INDIA LIMITED

2. **BOARD OF DIRECTORS :**

f). **Board's Procedure :** It has always been the Company's policy and practice that apart from matters requiring the Board's approval by statute, all major decisions of the Company as a whole are regularly placed before the Board. This is in addition to information with regard to actual operations, major litigation, feed back reports and minutes of Committee Meetings.

g). **Independent Directors, their tenure, meetings and familiarization programme :** Company appointed Independent Directors having expertise/experience in their respective field/profession. None of the Independent Directors are Promoters or related to Promoters. They do not have pecuniary relationship with the Company and further do not hold two percent or more of the total voting power of the Company. Every Independent Director, in every financial year, gives a declaration that he meets the criteria of independence as required under Section 149(7) of the Companies Act, 2013.

The details of all three Independent Directors terms of office are as below :-

- Sri Buddhadeb Basu – Non-Promoter, Non-Executive, Lead Independent Director – Terms of Office, as per existing terms : from September 18, 2019 to March 31, 2024, (approximate five years).
- Dr. Subrata Haldar – Non-Promoter, Non-Executive, Lead Independent Director – Terms of Office as per existing terms : from September 18, 2019 to March 31, 2024, (approximate five years).
- Sri Surajit Raha – Non-Promoter, Non-Executive, Independent Director – Terms of Office, as per seeking re-appointment : from September 28, 2020 to March 31, 2025, a further tenure of next approximate five (5) Years.

During the year all Independent Directors meets under leadership of Mr. Buddhadeb Basu and presented their views with the Board for overall affairs of the Company.

The familiarization of the Independent Directors is done by the Managing Director/Executive Director/Senior Management personnel who conducts presentations/programme to familiarize the Independent Directors with the operations and functioning of the Company.

h). **Performance Evaluation of Directors :** The Nomination and Remuneration Committee of the Board laid down the criteria for performance evaluation of all Directors. The performance evaluation has been done by the entire Board of Directors, except the Director concerned being evaluated.

i). **Responsibility of the CEO, COO and CFO :** The current policy of the company is to have a Chief Executive Officer (C.E.O.) – Mr. Asheesh Dabriwal, who is also the Promoter & Managing Director of the Company, a Chief Operating Officer (C.O.O.) – Mr. Janak Bhardwaj, who is also the Executive Director-cum-Works Manager & employee of the Company, and a Chief Financial Officer (C.F.O.) – Mr. Ashok Kumar Singh, is an employee of the company. There are clear demarcations of responsibility and authority amongst the three.

- ***The CEO and Managing Director*** Mr. Asheesh Dabriwal is overall responsible for corporate strategy, brand equity, planning, external contracts and all other management matters. He is also responsible for achieving the annual business plan & investments.
- ***The COO and Executive Director-cum-Works Manager*** Mr. Janak Bhardwaj is responsible for all production matters, customer service operations. He is also responsible for technology, new technical initiatives, renovations & industrial & personnel relations.
- ***The CFO*** Mr. Ashok Kumar Singh is a qualified Chartered Accountant & Cost Accountant. He is responsible for ensuing all the accounts, auditing, taxation & corporate governance matters.

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DHP INDIA LIMITED

2. BOARD OF DIRECTORS :

j). **Composition of Board Committee** : Details of the Board Committees and other related information are provided hereunder :

a) Audit Committee :

1) Sri Buddhadeb Basu – Independent Director (Chairman of the Committee)
2) Dr. Subrata Haldar – Independent Director
3) Sri Surajit Raha – Independent Director

b) Nomination and Remuneration Committee :

1) Sri Buddhadeb Basu – Independent Director (Chairman of the Committee)
2) Smt. Anjum Dhandhania – Non-Executive Woman Director
3) Sri Surajit Raha - Indepndent Director

c) Stakeholders Committee :

1) Sri Buddhadeb Basu – Independent Director (Chairman of the Committee)
2) Smt. Anjum Dhandhania – Non-Executive Woman Director
3) Sri Asheesh Dabriwal – Exceutive Director

d) Corporate & Social Responsibility Committee :

1) Sri Buddhadeb Basu – Independent Director (Chairman of the Committee)
2) Sri. Surajit Raha - Independent Director
3) Sri Asheesh Dabriwal – Executive Director

k). **Meeting of Board Committees held during the year and Directors' attendance :**

Board Committees	Audit Committee	Nomination and Remuneration Committee	Stakeholders Committee	Corporate & Social Responsibility Committee
Meeting Held	5	1	1	1
Sri Buddhadeb Basu	5	1	1	1
Smt. Anjum Dhandhania	5	1	1	N.A.
Dr. Subrata Haldar	5	N.A.	N.A.	N.A.
Sri Asheesh Dabriwal	N.A.	N.A.	1	1
Sri Surajit Raha	5	1	N.A.	1

l). **Re-appointment of Directors retire by rotation and Increase of Remuneration of Managing Director:** Smt Anjum Dhandhania (DIN : 00058506), a Non-executive Director shall retire by rotation at the ensuing Annual General Meeting, and is eligible for re-appointment. Similarly, the Board also proposed to increase the Remuneration of Mr. Asheesh Dabriwal, (DIN : 00044783), Managing Director of the Company for his remaining period of Three Years.

The brief particulars of above director have already been mentioned in their profile. However, the suitable disclosure mentioned in the Notes as forming part of Notice of A.G.M. to annexed with the Report.

3. AUDIT COMMITTEE :

i) **Composition, name of members and Chairperson :** The composition of the Audit Committee at present are as below :-

1. Sri Buddhadeb Basu – Chairman *[Non-Executive & Lead Independent Director – having financial and accounting knowledge]*
2. Dr. Subrata Haldar - Member *[Non-Executive & Independent Director]*
3. Sri Surajit Raha – Member *[Non-Executive & Independent Director]*

Mr. Ashok Kumar Singh, Chief Financial Officer (C.F.O.) of the company having requisite qualification as qualified Chartered Accountants & Cost Accountants, acts as Finance & Accounts function of the company is a permanent invitee of the Audit Committee.

Ms Suruchi Tiwari, Company Secretary-cum-Compliance Officer of the company having requisite qualification as qualified Companies Secretaries & Cost Accountants, acts as the Secretary to the Committee.

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DHP INDIA LIMITED

3. **AUDIT COMMITTEE :**

ii) **No. of meeting and attendance** : During the year the Audit Committee has met five (5) times on June 22, 2020; June 30, 2020; September 2, 2020; November 3, 2020; and January 29, 2021 and the details of attendance of its member already provided in this report.

iii) **Brief description of terms of reference** : The Audit Committee has been constituted as per Section 177 of the Companies Act, 2013, and as per Regulation 15(2) and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2021. The terms of reference & powers of the audit committee are as under :-

(A) Powers of Audit Committee :

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

(B) The role of the Audit Committee includes :

1. Oversight 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.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of Cost Auditors & Statutory Auditors and fixation of audit fees.
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
4. Reviewing, with management, the annual financial statements before submission to the Board for approval, with particulars reference to :
   - Matters required to be included in the Directors' Responsibility Statement to be included in the Directors' Report in terms of Section 134(3)(c) of the Companies Act, 2013.
   - Changes, if any, in accounting policies and practices and reasons for the same.
   - Major accounting entries involving estimates based on the exercise of judgement by the management.
   - Significant adjustments made in the financial statements arising out of audit findings.
   - Compliance with listing and other legal requirements relating to financial statements.
   - Disclosure of related party transactions.
   - Qualifications in draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other that those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or right issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing, with the management, the performance of Statutory and Internal Auditors, adequacy of internal control systems.
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
9. Discussion with Internal Auditors any significant findings and follow up thereon.

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3. **AUDIT COMMITTEE :**

iii) **Brief description of terms of reference :**

(B) **The role of the Audit Committee includes :**

10. Reviewing the findings of any internal investigations by the Internal Auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
11. Discussion with Cost Auditors, Secretarial Auditors & Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any areas of concern.
12. To look into the reasons for substantial defaults, if any, in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
13. To review the functioning of Whistle Blower Mechanism, in case of same is existing.
14. Approval of appointment of CFO after assessing the qualifications, experience & background etc. of the candidate.
15. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
16. To review the following information :
    - The management discussion and analysis of financial condition and results of operations;
    - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
    - Management letters/letter of internal control weakness issued by the Statutory Auditors;
    - Internal audit report relating to internal control weaknesses; and
    - The appointment, removal and terms of remuneration of Internal Auditors & Secretarial Auditors.

The Audit Committee's report submitted by the head of Finance & Accounts Department i.e. C.F.O. of the Company Mr. Ashok Kumar Singh. He briefs the Committee on all the points covered in the report as well as the other issues which come up during discussions.

Minutes of the meeting of the Audit Committee are circulated to members of the Committee and the Board is kept apprised.

4. **NOMINATION AND REMUNERATION COMMITTEE :**

i) **Brief description of terms of reference :** The terms of reference of Nomination and Remuneration Committee include :

- Review and approval of business strategies and policies, medium & short term plans.
- Review of operating performance of the company.
- Approval of Remuneration of Executive & Non-Executive Directors.

Minutes of the meeting of the Nomination and Remuneration Committee are circulated to members of the Committee and the Board is kept apprised.

ii) **Composition, name of members and Chairperson :** As on date the particulars of directors in nomination and remuneration committee are as below :-

1. Sri Buddhadeb Basu – Chairman *[Non-Executive & Independent Director]*
2. Smt. Anjum Dhandhania – Member *[Non-Executive & Woman Director]*
3. Sri Surajit Raha – Member *[Non-Executive & Independent Director]*

iii) **No. of meeting and attendance :** During the year the Nomination and Remuneration Committee has met one time on June 22, 2020, and the details of attendance of its member already provided in this report.

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DHP INDIA LIMITED

4. NOMINATION AND REMUNERATION COMMITTEE :

iv) **Remuneration Policy** : The Remuneration Policy of the Company for managerial personnel is primary based on the performance of the following criteria :

- Performance of the Company.
- Track record, potential and performance of the individual managers and
- External competitive environment.

v) **Details of Remuneration to all directors as per format listing out the following:** Sri Asheesh Dabriwal. Managing Director of the Company & Sri Janak Bhardwaj, Executive Director of the Company – both is an employee of the Company. In addition to remuneration paid to Sri Asheesh Dabriwal & Sri Janak Bhardwaj, the company also pays the sitting fees @Rs.2,000/- per sitting of General Board Meeting to all Non-Executive Directors (Other than those receiving remuneration) for attending Board Meetings for the year ended 31st March, 2021.

The Details of remuneration payment to Directors are as below :

Name of Directors	Designation	Nature of remuneration	Remuneration Paid
Sri Asheesh Dabriwal	Managing Director & Chief Executive Officer (C.E.O.)	Salary/Leave pay/Bonus etc.	Rs. 66,86,100
Sri Janak Bhardwaj	Executive Director & Chief Operating Officer (C.O.O.)	Salary/Leave pay/allowances/Bonus	Rs. 32,46,389
Smt. Anjum Dhandhania	Non-Executive Director	Sitting Fees of Board Meeting	Rs. 10,000
Sri Buddhadeb Basu	Independent Director	Sitting Fees of Board Meeting	Rs. 10,000
Dr. Subrata Haldar	Independent Director	Sitting Fees of Board Meeting	Rs. 10,000
Sri Surajit Raha	Independent Director	Sitting Fees of Board Meeting	Rs. 10,000

Note : 1) The Service Contract of Sri Asheesh Dabriwal, Managing Director & C.E.O. of the Company is an employee of the company and the notice period of service contract is one month.

2) Sri Janak Bhardwaj, Executive Director & C.O.O. of the Company is an employee of the company and the notice period of service contract is one month.

3) The terms of Office of Sri Buddhadeb Basu & Dr. Subrata Haldar, Independent Directors of the Company is for approximate Five years as existing terms from September 18, 2019 to March 31, 2024. The terms of office of Sri Surajit Raha, Independent Director of the Company is also for approximate Five years as existing terms from September 28, 2020 to March 31, 2025.

5. SHAREHOLDERS / INVESTOR GRIEVANCE COMMITTEE :

i) **Name of non-executive director heading the committee & other members :**

1. Sri Buddhadeb Basu – Chairman *[Non-Executive & Lead Independent Director]*
2. Smt. Anjum Dhandhania – Member *[Non-executive & Promoter Director]*
3. Sri Asheesh Dabriwal – Member *[Executive & Promoter Director]*

ii) **Name & designation of Compliance Officer :** Ms Suruchi Tiwari, Company Secretary of the Company is the Compliance Officer of the Company.

iii) **No. of Shareholders Complaints received so far and No. of Complaints not solved to the satisfaction of the shareholders:** None of the complaints received from shareholders are pending unsolved as on March 31, 2021 from any investors for any services. Only revalidation of dividend warrant / change of address & bank account intimation etc. were received from some investors and their requests were complied promptly. No complaints are pending & unsolved of shareholders.

iv) **No. of pending share transfer for more than a fortnight:** No shares are pending for transfer till date for more than a fortnight from the date of share transfer request received.

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5. **STAKEHOLDERS COMMITTEE :**

v) **No. of meeting and attendance** : During the year the Stakeholders Committee has met one time on June 22, 2020, and the details of attendance of its member already provided in this report.

6. **CORPORATE & SOCIAL RESPONSIBILITY COMMITTEE :**

i) **Name of non-executive director heading the committee & other members :**

1. Sri Buddhadeb Basu – Chairman *[Non-Executive & Lead Independent Director]*
2. Sri Surajit Raha – Member *[Non-executive & Independent Director]*
3. Sri Asheesh Dabriwal – Member *[Executive & Promoter Director]*

ii) **Name & designation of Compliance Officer :** Ms. Suruchi Tiwari, Company Secretary of the Company is the Compliance Officer of the Company.

iii) **No. of meeting and attendance** : During the year the Corporate & Social Responsibility Committee has met one times on January 29, 2021, and the details of attendance of its member already provided in this report.

7. **AFFIRAMATIONS AND DISCLOSURES :**

i) **Compliances with Governance Framework** : The Company is in compliance with all mandatory requirements under the Listing Regulations.

ii) **Disclosure by Key Managerial Person about Related Party Transactions** : All transactions entered into with the Related parties as defined under the Companies Act, 2013 and Regulation 23 of the Listing Regulations during the financial year were on arms-length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There are no materially significant transactions with Related Parties viz. Promoters, Director or the Management, Key Managerial Person, their subsidiaries, or relatives conflicting with Company's interest, during the financial year. Related Parties transactions have been disclosed under significant accounting policies and notes forming part of the Financial Statements in accordance with (Ind AS). A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit Committee for review and recommendation to the Board for their approval.

As required under Regulation 23(1) of the Listing Regulation, the Company has formulated a policy on dealing with Related Party Transactions. None of the Transactions with Related Parties were in conflict with the interest of Company. All the transactions are on arm's length basis and have no potential conflict with the interest of the Company at large and are carried out on an arm's length or fair value basis.

iii) **Details of Non-Compliance by the Company, penalties and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on the matter on any matter related to capital market, during last three financial years** : The Company has complied with all requirements specified under the Listing Regulations as well as other regulation and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets during the last three financial years.

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DHP INDIA LIMITED

7. **AFFIRAMATIONS AND DISCLOSURES :**

iv)**Vigil Mechanism/Whistle Blower Policy** : Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, 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 the Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company have been denied access to the Audit Committee.

v) **Disclosure of Accounting Treatment** : In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

vi) **Board Disclosure – Risk Management** : Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Board.

vii) **Commodity Price Risk and Commodity Hedging Activities** : The Company has adequate risk assessment and minimization system in place including for commodities. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in term of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

viii) **Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) :** Not Applicable.

ix) **A certificate from a Company Secretary in practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority:** The Certificate of Company Secretary in practice is **annexed** herewith as a part of the report.

x) **Where the Board had not accepted any recommendation of any committee of the Board which is mandatorily required, in the relevant financial year :** Not Applicable.

xi) **Total fees or all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all entities in the network firm/network entity of which the statutory auditor is a part :** Details relating to fees paid to the Statutory Auditors are given in Note 23(p) to the Standalone Financial Statements.

xii) **Disclosures in relation to the Sexual Harassment of Woman at work place (Prevention, Prohibition and Redressal) Act, 2013:** No complain received during the financial year under review and no complain is under pending at the year end under review. The same is also reported in Directors' Report.

xiii) **Non Mandatory Requirements** : Adoption of non-mandatory requirements of the Listing Regulations is being reviewed by the Board from time to time.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

8. DETAILS OF ADOPTION OF NON-MANDATORY (DISCRETIONARY) REQUIREMENTS:

Non-Mandatory (discretionary) requirements under regulation 27 of the Listing Regulations

The status of compliance with the non-mandatory requirements of the Listing Regulations is provided below :-

i) **The Board** : The requirement relating to maintenance of office and reimbursement of expenses of Non-Executive Chairman is not applicable to the Company since the Chairman of the Company is an Executive Director.

ii) **Shareholders rights** : The Company has not adopted the practice of sending out half-yearly declaration of financial performance to shareholders. Quarterly results as approved by the Board are disseminated to Stock Exchanges and updated on the website of the Company.

iii) **Modified opinion(s) in audit report** : There are no modified opinions in audit report.

iv) **Reporting of Internal Auditor** : In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee. Quarterly Internal Audit Reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.

9. THE DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46(2)

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/NO/N.A.)
1	Board of Directors	17(1)	Composition of Board	Yes
		17(2)	Meeting of Board of Directors	Yes
		17(3)	Review of Compliance Reports	Yes
		17(4)	Plans for orderly succession for appointment	Yes, as and when applicable
		17(5)	Code of Conduct	Yes
		17(6)	Fees/Commission	Yes
		17(7)	Minimum information to be placed before the Board	Yes
		17(8)	Compliance Certificate	Yes
		17(9)	Risk Assessment and Management	Yes
		17(10)	Performance Evaluation	Yes
2	Audit Committee	18(1)	Composition of Audit Committee & Presence of the Chairman of the Committee at the Annual General Meeting	Yes
		18(2)	Meeting of Audit Committee	Yes
		18(3)	Role of the Committee and Review of information by the Committee	Yes
3	Nomination and Remuneration Committee	19(1) & (2)	Composition of Nomination and Remuneration Committee	Yes
		19(3)	Presence of the Chairman of the Committee at the Annual General Meeting	Yes
		19(4)	Role of the Committee	Yes
4	Shareholders/Investor Grievance (Stakeholders Committee)	20(1),(2) & (3)	Composition of Shareholders/Investor Grievance (Stakeholders Relationship) Committee	Yes
		20(4)	Role of the Committee	Yes
5	Risk Management Committee	21(1),(2) & (3)	Composition of Risk Management Committee	N. A.
		21(4)	Role of the Committee	N. A.
6	Vigil Mechanism	22	Formulation of Vigil Mechanism for Directors and Employee	Yes

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9. THE DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46(2)

Sr. No.	Particulars	Regulations	Brief Descriptions of the Regulations	Compliance Status (Yes/NO/N.A.)
7	Related party Transaction	23(1),(5),(6),(7) & (8)	Policy for Related party Transaction	Yes
		23(2) & (3)	Approval including omnibus approval of Audit Committee for all Related Party Transactions and review of transaction by the Committee	Yes
		23(4)	Approval of Material Related Party Transactions	N. A.
8	Subsidiaries of the Company	24(1)	Composition of Board of Directors of Unlisted Material Subsidiaries	N. A.
		24(2),(3),(4),(5) & (6)	Other Corporate Governance Requirements with respect to Subsidiary including Material Subsidiary of Listed entity	N. A.
9	Obligation with respect to Independent Directors	25(1) & (2)	Maximum Directorship and Tenure	Yes
		25(3)	Meeting of Independent Directors	Yes
		25(4)	Review of performance by the Independent Directors	Yes
		25(7)	Familiarisation of Independent Directors	Yes
10	Obligations with respect to Directors and Senior Management	26(1) & (2)	Membership & Chairmanship in Committees	Yes
		26(3)	Affirmation with Compliance to Code of Conduct from Members of Board of Directors and Senior Management Personnel	Yes
		26(4)	Disclosure of Shareholding by Non-Executive Directors	Yes
		26(5)	Disclosures by Senior Management about potential conflicts of interest	Yes
11	Other Corporate Governance requirements	27(1)	Compliance of Discretionary Requirements	Yes
		27(2)	Filing of Quarterly Compliance Report on Corporate Governance	Yes
12	Disclosures website of the Company	46(2)(b)	Terms and conditions of appointment of Independent Directors	Yes
		46(2)(c)	Composition of various Committees of Board of Directors	Yes
		46(2)(d)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
		46(2)(e)	Details of establishment of Vigil Mechanism/Whistle Blower Policy	Yes
		46(2)(f)	Criteria of making payments to Non-Executive Directors	Yes
		46(2)(g)	Policy on dealing with Related Party Transactions	Yes
		46(2)(h)	Policy for determining Material Subsidiaries	N. A.
		46(2)(i)	Details of familiarization programmes imparted to Independent Directors	Yes

10. GENERAL BODY MEETING :

i) Location and time where the last 3 AGMs were held : The last three Annual General Meetings were held as per details given below :-

YEAR	DATE	DAY	TIME	Name of AGM/EGM	Held at
2019-2020	28/09/2020	Monday	11.00 A.M.	Twenty-Ninth A.G.M.	18H,Park Street, Kol-71
2018-2019	20/09/2019	Friday	11.00 A.M.	Twenty-Eighth A.G.M.	18H,Park Street, Kol-71
2017-2018	24/09/2018	Monday	11.00 A.M.	Twenty-Seventh A.G.M.	18H,Park Street, Kol-71

ii) Whether Special resolutions were put through postal ballot last year, details of voting pattern and person who conducted the postal ballot excise and procedure for postal ballot : No Special Resolution passed in last A.G.M. dated September 28, 2020 under the postal ballot scheme.

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DHP INDIA LIMITED

10. GENERAL BODY MEETING :

iii). **Code of Conduct** : The company has a code of conduct, which is applicable to all Board Members and senior management of the company. The code of conduct is as below :-

- To maintain Fair Market Practices.
- To maintain the integrity of Financial records and Accounting
- To develop a good External Communication with all Statutory Bodies
- To develop Work Ethics with Honesty, Integrity, Respect, Fairness, Purposefulness, Trust, Responsibility and Caring.
- To ensure highest level of transparency.

The Chief Executive Officer (C.E.O.) Sri Asheesh Dabriwal has declared that the above code of conduct is applicable to all the senior management & board members and has also been complied by the company. Declaration Certificate is **Attached** with Report.

iv) **Code of Conduct for prohibition of insider trading** : Company has adopted a Code of Conduct as per Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 1992. All Directors, Designated Employees who could have access to the Unpublished Price Sensitive Information of the Company are governed by the Code.

v) **CEO/CFO Certification** : The CEO / CFO Certificates on Corporate Governance are enclosed.

vi) **Secretarial Compliance & Capital Integrity Report** : The Company Secretary while preparing the Agenda, notes on agenda, minutes etc. of the meeting(s), is responsible for and is required to ensure adherence to all applicable provisions of law including the Companies Act, 2013 and the Secretarial Standards recommended by the Institute of Company Secretaries of India.

The Annual Secretarial Compliance Report from a practicing Company Secretary as per Regulation 24A of SEBI (Listing Obligation and Disclosure Report) Regulations 2015 obtained and **Attached** with Report. The Reconciliation of Share Capital Audit Report from a practicing company secretaries as per Regulation 55A of SEBI (Depositories & Participants) Regulation, 2003, confirming that the total issued capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL, is placed before the Board on a quarterly basis. A copy of the above Secretarial Audit Report is submitted to both depositories NSDL & CDSL and also the Stock Exchanges, where the securities of the Company are listed.

11. MEANS OF COMMUNICATION :

i) **Quarterly results :** The Company's quarterly results are published in "Business Standard" (English News paper) and "Arthik Lipi" (Bengali News paper), and all reports & all disclosures etc. forwarded to the Stock Exchanges immediately after these are taken on record by the Board and is displayed on the company's website www.dilindia.co.in.

ii) **Annual Report** : The Annual Report containing, *inter alia*, Audited Financial Statement, Directors' Report, Auditors' Report and other important information is circulated to members and other entitled thereto. The Management's Discussion and Analysis Report forms part of the Annual Report and is displayed on the Company's website www.dilindia.co.in.

iii) **Corporate website:** www.dilindia.co.in

iv) **BSE Corporate Compliance & Listing Centre** : BSE's Listing Centre is a web-based application designed for corporate. All periodical compliance filings are also filed electronically on the Listing Centre.

v) **SEBI Complaints Redress System (SCORES)** : The investor complaints are processed in a centralized web-based complaints redress system.

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DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

11. MEANS OF COMMUNICATION :

vi) Designated Exclusive email-id :

Name of Compliance Officer : SURUCHI TIWARI **E-mail ID :** info@dhpindia.com

12. GENERAL SHAREHOLDER INFORMATION :

i) Company Registration Details : The Company is registered in the State of West Bengal. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs is **L65921WB1991PLC051555.**

ii) A.G.M. – Date, time and venue :Thierteith A.G. M. dated : September 27,2020 (Monday) Time : 11.00 A.M. at Calcutta Chamber of Commerce, 18H, Park Street, Stephen Court, Kolkata – 700 071.

iii) Financial Year & Financial Calendar : The Company observes the financial year starting from 1st April to 31st March as its financial year. The Board Meeting for forthcoming quarterly, half yearly and annual financial results expected are as below :-

For adoption of quarterly results	Expected date
Quarter ending June 30, 2021	Second week of August, 2021
Quarter ending September 30, 2021	Second week of November, 2021
Quarter ending December 31, 2021	Second week of February, 2022
Quarter ending March 31, 2022	Last week of May, 2022
Year ending March 31, 2022	Last week of May, 2022

iv) Book Closure Date: September 21, 2021 (Tuesday) to September 27, 2021 (Monday), both days inclusive.

v) Listing on Stock Exchanges & Stock Code, if any: At present the shares of the company listed with only two stock exchanges Kolkata & Mumbai. The details of Stock code etc. are as below :-

(1) The Calcutta Stock Exchange Ltd. i.e. CSE [Regional Stock Exchange Code :10014058]
(2) Bombay Stock Exchange Limited, Mumbai i.e. BSE [Securities Code No .- 531306]

Annual listing fees for the financial year 2021-2022 of Bombay Stock Exchange have been paid and awaited Bill from The Calcutta Stock Exchange for payment.

vi) Demat ISIN No. with CDSL & NSDL & Electronic Connectivity : The ISIN of dematerialised shares of the Company is INE590D01016. The shares of the company is electronically connected with both the depositories i.e. **M/s. National Securities Depository Ltd [NSDL] & M/s. Central Depository Services (India) Ltd. [CDSL].** The required custodian fees & FUI for financial year 2020-2021 till date paid to CDSL & NSDL.

vii) Number of Employees : Location wise break-up of the number of employees of the Company as on 31st March, 2021 : (a) Registered Office : 13 and (b) Factory : 216 i. e Total : 229

viii) Share Transfer system : Presently as per SEBI and Stock Exchange requirement the company has appointed a Registrars & Share Transfer Agents **M/s. Niche Technologies Private Limited, 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata – 700 017** for handling of all share transfers system as well as Dematerialisation process with a single entity. The share transfers which are received in physical form are processed within 10 days from the date of receipt, subject to documents being valid and completed in all respect.

ix) Plant Location : The factory situated at :-
"Dhulagarh Industrial Park, P.O.:- Kanduah, P.S.:- Sankrail, N.H.-6, Howrah – 711 302".

x) Dematerialisation of Shares and liquidity as on March 31, 2021 : Over 99.11 % of the Company's paid-up equity share capital has been dematerialised up to 31st March, 2021.

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12. GENERAL SHAREHOLDER INFORMATION :

xi) **Market Price Data – High/Low during each month of the F.Y.2020-2021:** The equity shares of the company are hardly traded in The Calcutta Stock Exchange Ltd. In Mumbai Stock Exchange the shares of company are regularly traded. As per BSE website the following market price & volume of shares traded during the financial year 2020-2021 :-

Month	BSE (Monthly High) Price per shares (Rs.)	BSE (Monthly Low) Price per shares (Rs.)	No. of shares traded	Turnover (Rs.)
April, 2020	397.70	230.00	32,484	1,00,78,725
May, 2020	362.55	308.00	10,477	34,89,232
June, 2020	394.00	306.00	21,443	75,55,132
July, 2020	375.00	320.00	23,567	79,94,005
August, 2020	383.50	317.00	25,144	85,42,609
September,2020	370.00	311.00	22,667	75,45,204
October, 2020	370.00	327.00	17,597	60,26,724
November,2020	377.25	331.50	24,727	88,36,445
December,2020	375.00	332.05	18,653	66,86,662
January,2021	444.55	360.00	35,671	1,45,91,110
February, 2021	449.00	352.00	25,976	1,04,84,249
March, 2021	408.50	362.50	16,110	62,55,858
Total No. of shares traded & volume of 2020-2021			**2,74,516**	**9,80,85,955**

xii) **Distribution of Shareholding as on 31st March, 2021 :** Distribution of Shareholding pattern by the number of shares are as below :- **[a] Shareholding Pattern by Size (as on March 31, 2021) -**

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
1 - 500	2251	87.8611	2,21,481	7.3827
501 - 1,000	157	6.1280	1,19,847	3.9949
1,001 - 5,000	139	5.4254	2,71,144	9.0381
5,001 - 10,000	6	0.2342	43,499	1.4500
10,001 - 50,000	7	0.2732	1,50,729	5.0243
50,001 - 1,00,000	0	0.0000	0	0.0000
1,00,001 and above	2	0.0781	21,93,300	73.1100
TOTAL	**2562**	**100.0000**	**30,00,000**	**100.0000**

[b] Shareholding Pattern by Ownership (as on March 31, 2021) :-

Categories	Particulars of Categories	No. of shareholders	Total No. of Shares	As percentage of shares
Promoters Group (Indian)	Director's & their relatives holding	2	18,27,700	60. 923 %
	Promoter's Body Corporate holding	2	4,03,500	13. 450 %
	Total of Promoters holding(Indian)	**4**	**22,31,200**	**74. 373 %**
Non-Promoter Group	Indian – Body Corporate	25	21,805	0. 727 %
	Indian-Individual & HUF holding Nominal Shares Value Up to Rs.2 lakh	2411	6,22,621	20. 754 %
	Indian-Individual & HUF holding Nominal Shares Value above Rs.2 lakh	0	0	0.0 %.
	Any Others – NRI/OCB	112	1,01,963	3. 399 %
	Clearing Member	9	1,761	0. 059 %
	IEPF Authority	1	20,650	0. 688 %
	Total of Non-Promoters holding	**2558**	**7,68,800**	**25. 627 %**
TOTAL SHAREHOLDINGS		**2562**	**30,00,000**	**100. 000 %**

[c] Shareholding Pattern by Dematerialisation & Physical Form (as on March 31, 2021) :-

Particulars	No. of Equity Shares	% of Shareholding
Dematerialised with NSDL	26,30,149	87.67
Dematerialised with CDSL	3,43,119	11.44
Total Dematerialised Shares	**29,73,268**	**99.11**
Shares in Physical Form	26,732	0.89
Total Paid-up Equity Shares	**30,00,000**	**100.00**

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12. GENERAL SHAREHOLDER INFORMATION :

xiii) **Dividend** : The Board of Directors, recommended the dividend of Rs.4/- per Equity Share for the financial year ended March 31, 2021 (i.e.@40% of Equity Share capital of the Company), for approval of the shareholders at the ensuing Annual General Meeting. If approved, the dividend will be paid on or after 27th September, 2021, but before 26th October, 2021.

xiv) **Dividend History for the Last Five Years**

Sr.No.	Financial Year	Date of Declaration of Dividend	Amount declared per share (Rs.)
1	2015-2016	19/09/2016	Rs. 2.00
2	2016-2017	20/09/2017	Rs. 2.00
3	2017-2018	24/09/2018	Rs. 2.50
4	2018-2019	20/09/2019	Rs. 2.50
5	2019-2020	28/09/2020	Rs. 2.50

xv) **Transfer of unclaimed amount to Investor Education and Protection Fund :** The investors are advised to claim the unencashed dividends lying in the unpaid dividend accounts of the Company before the due date (as indicated in the Notes to the Notice) for crediting the same to the Investor Education and Protection Fund.

xvi) **Mandatory transfer of shares to demat account of Investor Education and Protection Fund Authorities (IEPFA) in case of Unpaid/Unclaimed Dividend on shares for a consecutive period of seven years** Pursuant to the provisions of Sections 124(6) of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, all Equity Shares of the Company on which dividend has not been paid or claimed for seven consecutive years or more on February 12, 2021 shall be transferred by the Company to Investor Education and protection Fund ("IEPF"). During the current financial year ended from April 1, 2020 to March 31, 2021, the Company has transferred the unpaid or unclaimed dividend of FY 2012-13 to the **IEPF and**, the Company has transferred the shares of constant unclaimed dividend from financial year ended 31st March, 2013 to till date to the **IEPF** on February 12, 2021.

Shares which are transferred to the demat account of IEPFA can be claimed back by the shareholders from IEPFA by following the procedure prescribed under the IEPF Rules.

xvii) **Address for Correspondence:** For transfer/dematerialisation of shares and any other query relating to the shares of the company.

Niche Technologies Private Limited
[Registrar & Share Transfer Agents of DHP India Limited]
3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata – 700 017.

For any query on Annual Report/Dividend and any Investor Grievance Matter etc.

DHP INDIA LIMITED
10, Middleton Row, Kolkata – 700 071.

xviii) **Compliance Certificate of the Auditors :** The Statutory Auditors have certified that the company has complied with the conditions of Corporate Governance as stipulated in the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in Regulation 15(2) of the Listing Regulations and the same is **Annexed** to this Report.

Place : Kolkata
Dated : 9th day of June , 2021

For and on behalf of the Board of Directors

Sd/-
ASHEESH DABRIWAL
Managing Director & C.E.O.
(DIN – 00044783)

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT OF 2020-2021

[As per Regulation 15(2) and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2021]

TO THE MEMBERS

In view of the lock-down declared across the country in last year by the Central/State Government due to COVID-19 First Phase pandemic from 22nd March 2020 to May, 2020 and in COVID-19 Second Phase pandemic in Current Year the lock-down declare by the West Bengal State Government from 16th May, 2021 to still continuing lockdown. The Company's operations were adversely impacted. The operations have since resumed in a phased manner in Last Financial Year 2020-21 from Middle of May 2020 to 31st March, 2021 and in Current Financial Year 2021-22, the full operation closed from 16th May 2021 to 28th May, 2021 and after getting partial permission from Government of West Bengal the limited way of operation started from 28th May, 2021 onwards, in accordance with the guidelines issued by relevant regularity authorities with regard to adhering of social distancing and following prescribed hygiene standards. The Company continues to comply with such guidelines.

The Company has sufficient liquidity / financing arrangements for the continuity of business operations. The Company is confident of its ability to service the debt / financing arrangements. The lock-down due to COVID-19 is continuing with certain relaxation and Company is continuing its operations with existing demand. The Company has assessed the potential impact of COVID-19 based on the current circumstances and expects no significant impact on the continuity of operations of the business on long-term basis. The Company does not have any material risk of non-fulfilment of obligations by any party arising out of existing contracts / arrangements.

The financial statements have been prepared in compliance with the requirement of the Companies Act, 2013. Our management accepts responsibility for the integrity and objectivity of these financial statements, as well as various estimates and judgements used therein. The estimates and judgements relating to the financial statements have been made on a prudent and reasonable basis, in order that the financial statements reflects in a true and fair manner the form and substance of transactions, and reasonably present our state of affairs, profits and cash flows for the year. Apart from financial analysis, the management discussed on following areas :-

(a). **Forward-Looking Statement :** All statements that address the expectations and/or projections for the future, not limited to the Company's strategy for growth, product development & innovation, market standing, expenses and financial results, are all forward-looking statements. These are based on assumptions and expectations in the future and the Company cannot guarantee its accuracy or its realisability. The Company's actual results and/or performance will hence differ from those portrayed in forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise such statements on the basis of any future developments, information and/or events.

(b) **Industrial structure and development :** The Company concentrated on expanding the export market for its products and continues to do so.

(c) **SWOT (Strength, Weakness, Opportunity & Threat) Analysis for the Company :** There is a big potential of increasing the sale of LPG Regulators for the export market. The SWOT analysis of the company are as below :-

Strengths :

- Obtain various License and Certification for Exported Goods in various Countries as well as in India for specific technical requirements and safety measurements.
- High quality and safe products at affordable prices.
- Ongoing product innovation and improvement.
- Strong and varied range of products as per requirement of varied markets.

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Weakness :

- Time delays in procurement of raw materials.

Opportunities :

- Potential for expansion for diversified products.
- The future global market is very optimistic relating to LPG Appliances.
- Growing trend for consumption of Low Pressure Regulators & Gas Appliances.
- Expanding into newer untapped markets.

Threat :

- Rising price of Raw Materials & Components.
- Competitive environment with diverse players.

(d) **Risk and concern** :The Company is exposed to risks from market fluctuations of foreign exchange, interest rates, commodity prices, business risk, compliance risks and people risks. It is difficult to assess the risk involved in the business. It is always the intention of the management to minimize the risk involvement with proper analysis and market study & internal control systems.

(e) **Internal Control System & Their Adequacy** : Given the nature of business and size of operations, your Company's Internal Control system has been designed to provide for :

i) Accurate recording of transactions with internal checks and prompt reporting.
ii) Adherence to applicable Accounting Standards and policies.
iii) Compliance with applicable statutes, policies and management policies and procedures.
iv) Effective use of resources and safeguarding of assets.

The Internal Control System provides for well documented policies/guidelines, authorizations and approval procedures. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of internal control systems and suggests improvement for strengthening them as appropriate. The observations arising out of the audit are periodically reviewed and compliance ensured. The summary of the Internal Audit observations and status of implementations are submitted to the Audit Committee and is reviewed by it on a regular basis and concerns, if any, are reported to the board.

(f) **Financial Performance** : During the year 2020-21 the Company recorded net revenue from operation of Rs.7026.76 lacs as compared to previous year of Rs.5553.01 lacs. Profit before tax were at Rs.2838.91 lacs and Profit after tax were at Rs.2313.79 lacs for the year ended March 31, 2021 as compared previous year ended March 31, 2020 of Rs.635.03 lacs and Rs.309.13 lacs respectively.

(g) **Operational Performance** : The Company has already shifted the main focus of its manufacturing business from domestic market to the export markets and is confident of obtaining satisfactory orders in the coming years.

(h) **Industrial Relation** : The Company considers its human resource as the most valuable ingredient of the functioning of the company and utmost endeavor is made to maintain good relations with the employees at all levels.

(i) **Cautionary Statement** : Statements in the Management Discussion & Analysis describing the Company's focal objectives, expectations or anticipations may be forward looking within the meaning of applicable securities, laws and regulations. Actual results may differ materially from the expectations.

Place : Kolkata
Dated : 9th day of June, 2021

For and on behalf of the Board of Directors

Sd/-
ASHEESH DABRIWAL
Managing Director & C.E.O.
(DIN – 00044783)

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555
Registered Office : 10, Middleton Row, Kolkata – 700 071
Phone No : (+91(033) 2229-5735/7995/9626/7929, Fax No : +91(033) 2217-2751
E-mail : info@dhpindia.com, Website : www.dilindia.co.in

CHIEF EXECUTIVE OFFICER (C.E.O.) DECLARATION IN TERMS OF REGULATION 26(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, RELATING TO CODE OF BUSINESS CONDUCT AND ETHICS OF THE COMPANY

TO THE MEMBERS OF DHP INDIA LIMITED

DECLARATIONS

I, **ASHEESH DABRIWAL, C.E.O. & Managing Director** of **DHP INDIA LIMITED,** hereby declare that, as per the requirements of Regulation 26(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Board Members and the Senior Management Personnel of the Company have affirmed compliance with the **Code of Conduct of the Business Conduct and Ethics of the Company**, for the year ended March 31, 2021.

Place : Kolkata
Dated : 9th day of June, 2021

For DHP INDIA LIMITED

Sd/-
ASHEESH DABRIWAL
Managing Director & C.E.O.
(DIN – 00044783)

DHP INDIA LIMITED KOL-71

SUSHIL TIWARI & ASSOCIATES

Company Secretaries

31A, S.P.Mukherjee Road, Kolkata – 700 025. Phone No. (033) 2476-5908 & (033)2455-9891

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS FROM COMPANY SECRETARY IN PRACTICE

[Pursuant to Regulation 34(3) and clause (10((i) of Para C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members of
DHP INDIA LIMITED [CIN : L65921WB1991PLC051555]
10, Middleton Row,
Kolkata – 700 071.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **DHP India Limited [CIN : L65921WB1991PLC051555]** having registered office at 10, Middleton Row, (hereinafter referred to as "the Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para – C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Directors	DIN	Date of appointment in Company
1	Mr. Asheesh Dabriwal	00044783	26/04/1991
2	Mr. Janak Bhardwaj	00047641	25/06/1998
3	Mrs. Anjum Dhandhania	00058506	31/01/2003
4	Mr. Buddhadeb Basu	00061771	31/01/2003
5	Dr. Subrata Haldar	00089655	17/05/2003
6	Mr. Surajit Raha	07019436	08/12/2014

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

For SUSHIL TIWARI & ASSOCIATES
Company Secretaries

Sd/-
[SUSHIL TIWARI]
Proprietor
Membership No.ACS-6199 & Certificate of Practice No.1903

31A, S. P. Mukherjee Road,
Kolkata - 700 025
The 15th day of April, 2021
UDIN : A006199C000094507

DHP INDIA LIMITED KOL-71

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DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555
Registered Office : 10, Middleton Row, Kolkata – 700 071
Phone No : (+91(033) 2229-5735/7995/9626/7929, Fax No : +91(033) 2217-2751
E-mail : info@dhpindia.com, Website : www.dilindia.co.in

CHIEF EXECUTIVE OFFICER (C.E.O.) AND CHIEF FINANCIAL OFFICER (C.F.O.) CERTIFICATION AS PER REGULATION 17(8) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

TO THE MEMBERS OF DHP INDIA LIMITED

We, Asheesh Dabriwal, C.E.O. and Managing Director and Ashok Kumar Singh, C.F.O. of DHP INDIA LIMITED ("the Company") to the best of our knowledge and belief certify that :-

1. We have reviewed the Standalone Financial Statements for the year ended March 31, 2021 and that to the best of our knowledge and belief, we state that :-
   (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. We further state that to the best of our knowledge and belief, no transactions are entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.

3. We are responsible for establishing and maintaining internal controls over financial reporting and that we have evaluated the effectiveness of the internal control systems pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.

4. We have indicated to the Auditors and the Audit Committee :-
   a) Significant changes, if any, in internal controls over financial reporting during the year;

   b) Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   c) 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 DHP INDIA LIMITED	For DHP INDIA LIMITED
Place : Kolkata	**Sd/-**	**Sd/-**
Dated : 9th June, 2021.	**ASHEESH DABRIWAL**	**ASHOK KUMAR SINGH**
	Chief Executive Officer(CEO) & Managing Director	***Chief Financial Officer (CFO)***
	Executive & Promoter Director **(DIN – 00044783)**	

DHP INDIA LIMITED KOL-71

SUSHIL TIWARI & ASSOCIATES

Company Secretaries

31A, S.P.Mukherjee Road, Kolkata – 700 025. Phone No. (033) 2476-5908 & (033)2455-9891

FORM NO. MR – 3
SECRETARIAL AUDIT REPORT OF "DHP INDIA LIMITED"
FOR THE FINANCIAL YEAR ENDED : 31ST MARCH, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
DHP INDIA LIMITED
10, Middleton Row,
Kolkata – 700 071.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DHP India Limited** (hereinafter called "the Company"). The Secretarial Audit Compliance was conducted in a manner, which provided us a reasonable basis of evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officer, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 ('Audit period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintain by the Company for the financial year ended on March 31, 2020 according to the provisions of :-

(i) The Companies Act, 2013 ("the Act") and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment, External Commercial Borrowings;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) :-
  (a) The Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011;
  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
  (d) The Securities and Exchange Board of India (Share Based Employee Benefit) Regulations, 2014 **(Not applicable to the Company during the Audit Period);**
  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
  (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the Audit Period);**
  (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
  (i) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not applicable to the Company during the Audit Period).**

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DHP INDIA LIMITED KOL-71

SECRETARIAL AUDIT REPORT OF "DHP INDIA LIMITED" FOR THE YEAR ENDED : 31ST MARCH, 2021

(vi) We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The list of major head/groups of Acts, Laws and Regulations as applicable to the Company is given as below :-

(1) The Factories Act, 1948 and Industrial (Development & Regulation) Act, 1951,

(2) Labour Laws and other incidental laws related to labour and employees appointed by the Company on its payroll as related to wages, gratuity, provident fund, ESIC etc. of the Central and State Act. Labour Welfare Act of States, Shops and Establishment Act of the States and Professional Tax Act of the States etc.

(3) Act prescribed under Direct Tax and Indirect Tax (like Finance Act, Income Tax Act, Goods and Services Tax Act, Customs Act, Import & Export Act and Rules etc.)

(4) Acts prescribed under prevention and control of pollution, environment protection etc.

(5) Land Revenue laws of the States and Trade Mark Act 1999.

(vii) We have also examined compliance with the applicable clause of the following :

(1) Secretarial Standards issued by The Institute of Company Secretaries of India.

(2) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject and no observations were noticed.

We further report that

Based on the information provided and the representation made by the Company and also on review by the compliance reports of Company Secretary/Chief Executive Officer taken on record by the Board of Directors of the Company, in our opinion, adequate systems and processes exist in the Company to monitor and ensure compliance with provisions of applicable general laws like labour laws and direct and indirect tax laws goods and service tax laws etc.

The Board of Director of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Woman Directors, and Independent Directors.

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

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

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

We further report that during the audit period the Company has not undertaken any events, action having a major bearing on the Companies Affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For SUSHIL TIWARI & ASSOCIATES
Company Secretaries

Sd/-
[SUSHIL TIWARI]
Proprietor
Membership No.ACS-6199 & Certificate of Practice No.1903

31A, S. P. Mukherjee Road,
Kolkata - 700 025
The 9th day of June, 2021
UDIN : A006199C000436321

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

DHP INDIA LIMITED KOL-71

SUSHIL TIWARI & ASSOCIATES

Company Secretaries

31A, S.P.Mukherjee Road, Kolkata – 700 025. Phone No. (033) 2476-5908 & (033)2455-9891

ANNEXURE – "A' {Forming part of Secretarial Audit Report}

To
The Member
DHP INDIA LIMITED
10, Middleton Row,
Kolkata – 700 071.

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis of our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happing of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SUSHIL TIWARI & ASSOCIATES
Company Secretaries

Sd/-
[SUSHIL TIWARI]
Proprietor
Membership No.ACS-6199 & Certificate of Practice No.1903

31A, S. P. Mukherjee Road,
Kolkata - 700 025
The 9th day of June, 2021
UDIN : A006199C000436321

DHP INDIA LIMITED KOL-71

SUSHIL TIWARI & ASSOCIATES

Company Secretaries

31A, S.P.Mukherjee Road, Kolkata – 700 025. Phone No. (033) 2476-5908 & (033)2455-9891

SECRETARIAL ANNUAL COMPLIANCE REPORT OF "DHP INDIA LIMITED" FOR THE FINANCIAL YEAR ENDED : 31ST MARCH, 2021

To
The Members
DHP INDIA LIMITED
10, Middleton Row,
Kolkata – 700 071.

We ***M/s. Sushil Tiwari & Associates, Practicing Companies Secretaries*** have examined :-

(a) All the documents and records made available to us and explanation provided by **DHP INDIA LIMITED ("the listed entity"),**
(b) The filing/submission made by the listed entity to the Stock Exchanges,
(c) Website of the listed entity,
(d) Any other document/filing, as may be relevant, which has been relied upon to make this certification,

For the year ended **31st March, 2021 ("Review Period")** in respect of compliance with the provisions of :-

(a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
(b) The Securities Contracts (Regulations) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include :-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
(c) Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011;
(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
(e) Securities and Exchange Board of India (Share Based Employee Benefit) Regulations, 2014 **(Not applicable to the Company during the Audit Period);**
(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period);**
(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not applicable to the Company during the Audit Period);**
(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
(i) Other Regulations as applicable and circulars/guidelines issued thereunder;
(j) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
(k) The Companies Act, 2013 (the Act) and the rules made thereunder;
(l) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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DHP INDIA LIMITED KOL-71

SUSHIL TIWARI & ASSOCIATES

Company Secretaries

31A, S.P.Mukherjee Road, Kolkata – 700 025. Phone No. (033) 2476-5908 & (033)2455-9891

SECRETARIAL ANNUAL COMPLIANCE REPORT OF "DHP INDIA LIMITED" FOR THE FINANCIAL YEAR ENDED : 31ST MARCH, 2021

(m) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

And based on the above examination. We hereby report that, during the Review Period :-

(a) The listed entity has complied with the provisions of the above regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below :-

Sr. No.	Compliance Requirement (Regulations/ circulars/guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
-------	---------- NIL----------	No deviation	--- All Regulation Complied------

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.

(c) The following are the details of actions taken against the listed entity / its Promoters / directors / material subsidiaries either by SEBI or by Stock Exchanges *(including under the Standard Operating Procedures issued by SEBI through various circulars)* under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder :-

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarments, etc.	Observations/remarks of the Practicing Company Secretary, if any.
--------	-No Action Taken--	-----No violation--	--No action taken etc.-	--All Regulation complied--

(d) The listed entity has taken the following actions to comply with the observation made in previous reports:-

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observation made in the secretarial compliance report for the year ended	Action taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity.
--------	-No observations made in any previous year ----	-No observations made in any previous year ----	Not applied	--All Regulation complied--

We hereby confirm that no observations made in any previous year under secretarial audit report and we also confirm that during the year no action taken by any regulatory/govt. body against the Company, its promoter, its director and its managerial personnel etc. Similarly the listed entity have no subsidiary companies. The company have complied all rules, regulations and directions issued under aforesaid regulations during the Review Period.

For SUSHIL TIWARI & ASSOCIATES
Company Secretaries

-Sd/-
[SUSHIL TIWARI]
Proprietor
Membership No.ACS-6199 & Certificate of Practice No.1903

31A, S. P. Mukherjee Road,
Kolkata - 700 025
The 16th day of April, 2021
UDIN : A006199C000107828

DHP INDIA LIMITED KOL-71

NAVIN NAYAR & COMPANY

Chartered Accountants

Address : Shantiniketan Buildings, 8, Camac Street, 9th Floor, Room No.15, Kolkata – 700 017.
Email : navinayar.nnco@yahoo.com Phone No. 9831025559

AUDITORS CERTIFICATE

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

TO
THE BOARD OF DIRECTORS OF DHP INDIA LIMITED [CIN : L65921WB1991PLC051555]

1. We **NAVIN NAYAR & COMPANY, Chartered Accountants,** the Statutory Auditors of **DHP INDIA LIMITED [CIN : L65921WB1991PLC051555] (hereinafter "the Company"),** have examined the Corporate Governance Report prepared by the Company, contains details as specified in regulations 17 to 27, clauses (b) to (i) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**"the Listing Regulations"**) ('Applicable criteria") for the year ended March 31, 2021 as required by the Company for annual submission to the Stock Exchange and to be sent to the Shareholders of the Company.

Managements' Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with thr Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Lising Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has compiled with the conditions of Corporate Governance as specified in the Listing Regulations.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Report or Certificate for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable. The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

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

7. The procedures selected depend on the Auditor's judgement, including the assessment of the risk associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed includes :-
   (I) Reading and understanding the information prepared by the Company and included in its Corporate Governance Report ;

   (II) Obtain and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been mate throughout the reporting period;

Cont page 2

DHP INDIA LIMITED KOL-71

AUDITOR'S CERFIFICATE ON CORPORATE GOVERNANCE [UDIN : 21053267AAAAAR5461]

Auditor's Responsibility - Paragraph 7 (Continuing) ..

(III) Obtain and read the Register of Directors and verified that at least one non-executive women director was on the Board of Directors throughout the year;

(IV) Obtain and read the minutes of the following committee meetings held from Aptril 01, 2020 to March 31, 2021 :-

(a) Board of Directors Meeting;
(b) Audit Committee Meeting;
(c) Annual General Meeting (AGM);
(d) Nomination and Remuneration Committee Meeting;
(e) Stakeholders Relationship Committee Meetings; and
(f) Corporate and Social Responsibility Committee Meetings

(V) Obtain necessary declaration from the directors of the Company;

(VI) Obtain and read the policy adopted by the Company for related party transactions;

(VII) Obtain the schedule of related party transaction during the year and balances at the year end;

(VIII) Obtain and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved prior by the audit committee;

(IX) Performed necessary inquiries with the management and also obtain necessary specific representations from management.

8. The above mentioned procedures includes examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit test for the purposes of expressing and opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinions

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the condition of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2021, referred to in paragraph 4 above.

Other Matters and Restriction on Use

10. This report 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.

11. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **NAVIN NAYAR & COMPANY**
Firm Registration No. 317117E
Chartered Accountants

8, Camac Street
Kolkata - 700 017
The 9th day of June, 2021

UDIN : 21053267AAAAAR5461

Sd/-
NAVIN NAYAR
Proprietor
Membership No. 053267

DHP INDIA LIMITED KOL-71

(C4)

NAVIN NAYAR & COMPANY

Chartered Accountants

Address : Shantiniketan Buildings, 8, Camac Street, 9th Floor, Room No.15, Kolkata – 700 017.
Email : navinayar.nnco@yahoo.com Phone No. 9831025559

INDEPENDENT AUDITOR'S REPORT
UDIN : 21053267AAAAAR5461

TO THE MEMBERS OF DHP INDIA LIMITED [CIN : L65921WB1991PLC051555]

1.Report on the Audit of the Standalone Ind AS Financial Statements :

(a) Opinion :

We have audited the accompanying **Standalone Ind AS** financial statements of **DHP INDIA LIMITED [CIN : L65921WB1991PLC051555] ("the Company")**, which comprise the **Balance Sheet** as at **March 31, 2021,** the **Statement of Profit & Loss (including Other Comprehensive Income),** the **Statement of Changes in Equity and** the **Statement of Cash Flows** for the **year then ended** on that date, and a **Notes to the Standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.**

In our opinion and to the best of our information and according to the explanation given to us, the aforesaid **Standalone Ind AS financial statements** give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit including other comprehensive income, its changes in equity and its cash flows for the year ended on that date.

(b)Basis for Opinion :

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

(c)Key Audit Matters :

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. As per our audit and verification of books and records and fact finding etc. we have determined that there are no separate key audit matters applied to this company which is communicated to the audit's report. Our audit report in unmodified and self explanatory.

2. Information other than the Standalone Ind AS Financial Statements and Auditor's Report Thereon :

The Company's Board of Director is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report (Director's Report) including Annexures to Board's Report (Director's Report), Corporate Governance Report, Management Discussion and Analysis, Annual Return, Report on CSR Activities, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Cont page 2

DHP INDIA LIMITED KOL-71

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

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

3. Responsibilities of Management for the Standalone Ind AS 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 Ind AS** financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (India Accounting Standards) Rules, 2015, as amended. 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Companies 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.

4. Auditor's Responsibility for the Audit of the Standalone Ind AS Financial Statements :

Our objectives are to obtain reasonable assurance about whether the **Standalone Ind AS** financial statements as a whole are free from material misstatements, 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 exits. 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 this standalone Ind AS financial statements.

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

- Identify an assess the risk of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risk, 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.

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DHP INDIA LIMITED KOL-71

- Obtain and understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place 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 exist related to events or conditions that may cast significant doubt on the Companies ability to continue as a going concern. If we conclude that a material uncertainty exist, 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 conclusion are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represents the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

From the matters communicated with those charge with governance, we determined those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2021 and are therefore no specific key audit matters. We described this matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determined that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

5. Report on Other Legal and Regulatory Requirements :

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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;

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INDEPENDENT AUDITORS' REPORT [UDIN : 21053267AAAAAR5461]

(c) The **Balance Sheet**, the **Statement of Profit and Loss including Statement of Other Comprehensive Income,** the **Statement of Changes in Equity** and the **Statement of Cash Flow** dealt with by this Report are in agreement with the relevant 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 Companies (Indian Accounting Standards) Rule, 2015, as amended;

(e) On the basis of the written representations received from the directors, as on March 31, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a directors 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 with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in **"ANNEXURE – A"** to this report. Our report expresses and **unmodified opinion** on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

(g) With respect to the other matters to be included in the Auditor's Report in accordance with requirement of section 197(16) of the Act, as amended in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us :

(i) The Company does not have any pending litigations which impact its financial position in its **Standalone Ind AS financial statements;**

(ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts- **Refer Note No. 27.2** to the **Standalone Ind AS financial statements;**

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

5.2 As required by the Companies (Auditors' Report) Order, 2016 ('the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "ANNEXURE- B", a statement on the matters specified in paragraph 3 and 4 of the said Order.

For **NAVIN NAYAR & COMPANY**
Firm Registration No. 317117E
Chartered Accountants

8, Camac Street
Kolkata - 700 017
The 9th day of June, 2021

UDIN : 21053267AAAAAR5461

Sd/-
NAVIN NAYAR
Proprietor
Membership No. 053267

DHP INDIA LIMITED KOL-71

NAVIN NAYAR & COMPANY

Chartered Accountants

Address : Shantiniketan Buildings, 8, Camac Street, 9th Floor, Room No.15, Kolkata – 700 017.
Email : navinayar.nnco@yahoo.com Phone No. 9831025559

"ANNEXURE – A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF DHP INDIA LIMITED

UDIN : 21053267AAAAAR5461

Report on the Internal Financial Control under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") - Referred to in paragraph 5.1(f) of our report of even date to the Standalone Ind AS financial statements of the Company for the year ended March 31, 2021 :

We have audited the internal financial controls over financial reporting of **DHP INDIA LIMITED [CIN : L65921WB1991PLC051555] ("the Company")**, as of **March 31, 2021**, in conjunction with our audit of the **Standalone Ind AS financial statements** of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the guidance note on Audit of Internal Financial Controls Over financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities includes 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 respective 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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DHP INDIA LIMITED KOL-71

"ANNEXURE – A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF DHP INDIA LIMITED [UDIN : 21053267AAAAAR5461]

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For **NAVIN NAYAR & COMPANY**
Firm Registration No. 317117E
Chartered Accountants

8, Camac Street
Kolkata - 700 017
The 9th day of June, 2021

UDIN : 21053267AAAAAR5461

Sd/-
NAVIN NAYAR
Proprietor
Membership No. 053267

DHP INDIA LIMITED KOL-71

NAVIN NAYAR & COMPANY

Chartered Accountants

Address : Shantiniketan Buildings, 8, Camac Street, 9th Floor, Room No.15, Kolkata – 700 017.
Email : navinayar.nnco@yahoo.com Phone No. 9831025559

"ANNEXURE - B" TO THE INDEPENDENT AUDITORS' REPORT
UDIN : 21053267AAAAAR5461

Referred to in paragraph 5.2 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the Standalone Ind AS financial statements of the Company for the year ended March 31, 2021 :

1. In respect of the Company's - Property, plant and equipment i.e. Fixed Assets :
   (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Fixed Assets.

   (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and nature of its business. Pursuant to the program, a portion of the fixed assets has physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

   (c) According to the information and explanations given to us the records examined by us and based on examination of the conveyance deeds/registered sale deeds provided to us, we report that the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the Balance Sheet date.

2. In respect of its Inventories :
   (a) The management has conducted the physical verification of inventory at reasonable intervals.

   (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

3. The Company has not granted any loans, secured or unsecured, to the companies, firms or other Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the Order are not applicable to the Company and hence not commented upon.

4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of loans, investments, guarantees and security.

5. The Company has not accepted any deposits from public and hence the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from public are not applicable.

6. We have broadly reviewed the cost records maintained by the Company pursuant to Companies (Cost Records and Audit) Rules, 2014 read with Companies (Cost Records and Audit) Amendment Rules, 2014 prescribed by the Central Government under Section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been maintained. We have, however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

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DHP INDIA LIMITED KOL-71

"ANNEXURE - B" TO THE INDEPENDENT AUDITORS' REPORT [UDIN : 21053267AAAAAR5461]

7. (a) According to the information and explanations given to us and on the basis of our examination of the books of accounts, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs, Value Added Tax, Cess, Goods & Service Taxes (IGST/CGST/SGST) and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.

   (b) According to the information and explanations given to us, there are no dues of income-tax, duty of customs, value added tax, goods & service tax (IGST/CGST/SGST) outstanding on account of any dispute.

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken loan either from financial institutions or from the government and has not issued any debentures.

9. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised money by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10. Based upon the audit procedures performed and the information and explanation given by the management, we report that no fraud by the Company or on the Company by its Officer or Employees has been noticed or reported during the year.

11. Based upon the audit procedures performed and the information and explanation given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15. Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For **NAVIN NAYAR & COMPANY**
Firm Registration No. 317117E
Chartered Accountants

8, Camac Street
Kolkata - 700 017
The 9th day of June, 2021

UDIN : 21053267AAAAAR5461

Sd/-
NAVIN NAYAR
Proprietor
Membership No. 053267

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Standalone Balance Sheet as at 31st March, 2021

	Note No.	As at 31st March, 2021 (Amount In Rs.)	As at 31st March, 2020 (Amount In Rs.)
A ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment (Tangiable Fixed Assets)	3	9,76,49,071	10,41,95,678
(b) Capital Work-in-Progress	3	50,56,980	----
Total Non-Current Assets (1)		10,27,06,051	10,41,95,678
2 Current Assets			
(a) Inventories	4	18,52,19,018	12,55,41,557
(b) Financial Assets			
(i) Investments	5	76,38,99,102	39,21,50,173
(ii) Trade Receivables	6	8,97,46,987	3,87,65,935
(iii) Cash and Cash Equivalents	7	2,22,52,210	6,88,56,815
(iv) Other Financial Assets	8	3,39,20,112	1,30,98,929
(b) Total Financial Assets		90,98,18,411	51,28,71,852
(c) Other Current Assets	9	23,13,791	25,00,191
Total Current Assets (2) [a+b+c]		1,09,73,51,220	64,09,13,600
[A] TOTAL ASSETS (1+2)		1,20,00,57,271	74,51,09,278
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	10	3,00,00,000	3,00,00,000
(b) Other Equity	11	1,06,39,62,334	65,52,17,554
Total Equity (1)		1,09,39,62,334	68,52,17,554
2 Liabilities			
(a) Total Non-current Liabilities			
Deffered Tax Liabilities /(Assets) (Net)	12	1,76,38,000	(1,56,06,000)
(b) Current Liabilities			
(i) Financial Liabilities			
Borrowings (Short-term working capital borrowings)	13	57,86,832	2,00,00,000
Trade Payables	14	3,18,15,440	3,41,69,589
Other Financial Liabilities (Unclaimed Dividend)		4,97,678	4,65,205
(ii) Current Tax Liabilities (Net)	15	1,68,50,311	61,59,389
(iii) Other Current Liabilities	16	3,35,06,676	1,47,03,541
Total Current liabilities (b)		8,84,56,937	7,54,97,724
Total Liabilities (2)		10,60,94,937	5,98,91,724
[B] TOTAL EQUITY AND LIABILITIES (1+2)		1,20,00,57,271	74,51,09,278

See Accompanying Notes Forming Parts of The Financial Statements 1 to 27.15

In terms of our report of even date
For NAVIN NAYAR & COMPANY
Chartered Accountants
[Firm Registration No. 317117E]

Sd/-
[NAVIN NAYAR]
Proprietor
(Membership No. 053267)

Place : 8, Camac Street, Kolkata-700 017.
Date : The 9th day of June, 2021
UDIN : 21053267AAAAAR5461

For and on behalf of the Board

Sd/-
[Asheesh Dabriwal - M.D. & C.E.O. DIN-00044783]

Sd/-
[Janak Bhardwaj - Director & C.O.O. DIN-00047641]

Sd/-
[Buddhadeb Basu - Independent Director DIN-00061771]

Sd/-
[Ashok Kumar Singh - Chief Financial Officer]

Place : Kolkata, Date : The 9th day of June, 2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Standalone Statement of Profit and Loss for the year ended 31st March, 2021

	Note No.	For the year ended 31st March, 2021 (Amount in Rs.)	For the year ended 31st March, 2020 (Amount in Rs.)
A CONTINUING OPERATIONS			
INCOME			
1 Revenue from Operations (net)			
(a) Sale of Products	17	61,99,70,560	47,87,01,127
(b) Other Operating Revenue	18	8,27,05,224	7,66,00,298
2 Other Income	19	1,35,05,935	3,12,00,080
3 TOTAL INCOME (1+2)		71,61,81,719	58,65,01,505
4 EXPENSES			
(a) Cost of Materials Consumed	20	34,34,66,016	28,35,74,904
(b) Changes in Inventories of Finished Goods and Scrap Goods	21	8,22,896	(1,51,30,148)
(c) Employee Benefits Expense	22	9,32,61,196	8,98,26,871
(d) Finance Costs	23	5,63,625	19,88,106
(e) Depreciation and Amortisation Expense	3	1,73,93,458	1,75,38,477
(f) Other Expenses			
(i) CSR Expenses - Contribution to PMNRF		29,36,000	29,71,000
(ii) Other Expenses	24	5,70,82,324	5,89,94,409
TOTAL EXPENSES (4)		51,55,25,515	43,97,63,619
5 Profit Before Exceptional Items & Tax (3-4)		20,06,56,204	14,67,37,886
6 Exceptional Items			
Appreciation /(Provision for Dimunation) in Value of Invest. in Mutual Fund	5	9,73,49,827	(9,73,49,827)
Add/(Less) : Deferred Tax Liability / (Assets) on such Provision on Exceptional Items		(1,41,15,000)	1,41,15,000
Net of Tax of Exceptional Items - Provision for Investments		8,32,34,827	(8,32,34,827)
7 Profit Before Tax (5+6)		28,38,91,031	6,35,03,059
8 Tax Expenses :	25		
(a) Current Tax Expenses for Current Year		5,29,19,853	3,18,13,090
(b) Net of Deferred Tax (Assets) / Liabilities		(4,08,000)	7,77,000
Total Tax Expenses (8)		5,25,11,853	3,25,90,090
9 Profit for the year from Continuing Operation (7-8)		23,13,79,178	3,09,12,969
B DISCONTINUING OPERATIONS			
10 Profit from Discontinuing Operations		-----	-----
C TOTAL OPERATIONS			
11 Profit for the year i.e. Profit After Tax (9+10)		23,13,79,178	3,09,12,969
12 Other Comprehensive Income / (Loss) for the Year	26		
(i) Items thart will not be reclassified to Profit & Loss Income /(Loss)		20,44,02,602	(4,73,22,345)
(ii) (Less)/Add: Income Tax relating to items that will not be reclassified to P & L		(1,95,37,000)	11,24,000
Total Other Comprehensive Income/(Loss) [(i)-(ii)]		18,48,65,602	(4,61,98,345)
13 Total Comprehensive Income / (Loss) for the period (11+12)		41,62,44,780	(1,52,85,376)
14 Earning per equity shares of face value of Rs.10 each of Total Operation & Continuing Operations - both Basic & Diluted (in Rs.)		77.13	10.30
See Accompanying Notes Forming Parts of The Financial Statements	1 to 27.15		

In terms of our report of even date
For NAVIN NAYAR & COMPANY
Chartered Accountants
[Firm Registration No. 317117E]

5d/-
[NAVIN NAYAR]
Proprietor
(Membership No. 053267)

Place : 8, Camac Street, Kolkata-700 017.
Date : The 9th day of June, 2021
UDIN : 21053267AAAAAR5461

For and on behalf of the Board

Sd/-
[Asheesh Dabriwal - M.D. & C.E.O. DIN-00044783]

Sd/-
[Janak Bhardwaj - Director & C.O.O. DIN-00047641]

Sd/-
[Buddhadeb Basu - Independent Director DIN-00061771]

Sd/-
[Ashok Kumar Singh - Chief Financial Officer]

Place : Kolkata, Date : The 9th day of June, 2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Standalone Statement of Changes in Equity For the Year Ended 31st March, 2021

[A] EQUITY SHARE CAPITAL

Particulars	Amount in (Rs.)
AS ON 31ST MARCH, 2020	
Balance at the beginning of the Reporting period i.e. 1st April, 2019	**3,00,00,000**
Changes in Equity Share Capital during the Financial Year 2018-19	-
Balance at the end of the Reporting period i.e. 31st March, 2020	**3,00,00,000**
AS ON 31ST MARCH, 2021	
Balance at the beginning of the Reporting period i.e. 1st April, 2020	**3,00,00,000**
Changes in Equity Share Capital during the Financial Year 2019-20	-
Balance at the end of the Reporting period i.e. 31st March, 2021	**3,00,00,000**

[B] OTHER EQUITY

Particulars	Securities Premium Reserve (Rs.)	General Reserve (Rs.)	Retained Earnings (Rs.)	Other Comprehensive Income (Rs.)	Total (Rs.)
				Equity Inst. (Unrealised Gain of Eq. Mutual Fund)	
AS ON 31ST MARCH, 2020					
Balance at the beginning of the Reporting period i.e. 1st April, 2019	**10,00,000**	**67,85,00,000**	**(4,61,53,769)**	4,61,98,345	**67,95,44,576**
Add : Trf. of Profit for the Year & Other Comprehensive Income (Net of Tax)	----	-----	3,09,12,969	(4,61,98,345)	(1,52,85,376)
(Less) : Dividend Declared & Paid	-----	-----	(75,00,000)	----	(75,00,000)
(Less) : Tax on Dividend paid	-----	-----	(15,41,646)	----	(15,41,646)
Transfer to / (from) Retained Earnings	-----	(2,43,00,000)	2,43,00,000	----	-----
Balance at the end of the Reporting period i.e. 31st March, 2020	**10,00,000**	**65,42,00,000**	**17,554**	----	**65,52,17,554**
AS ON 31ST MARCH, 2021					
Balance at the beginning of the Reporting period i.e. 1st April, 2020	**10,00,000**	**65,42,00,000**	**17,554**	----	**65,52,17,554**
Add : Trf. of Profit for the Year & Other Comprehensive Income (Net of Tax)	----	-----	23,13,79,178	18,48,65,602	41,62,44,780
Dividend	-----	-----	(75,00,000)	----	(75,00,000)
Transfer to / (from) Retained Earnings	-----	22,38,00,000	(22,38,00,000)	-----	-----
Balance at the end of the Reporting period i.e. 31st March, 2021	**10,00,000**	**87,80,00,000**	**96,732**	18,48,65,602	**1,06,39,62,334**

See Accompanying Notes Forming Parts of The Financial Statements 1 to 27.15

In terms of our report of even date
For NAVIN NAYAR & COMPANY
Chartered Accountants
(Firm Registration No. 317117E)

Sd/-
(NAVIN NAYAR)
Proprietor
(Membership No. 053267)

Place : 8, Camac Street, Kolkata-700 017.
Date : The 9th day of June, 2021
UDIN : 21053267AAAAAR5461

For and on behalf of the Board

Sd/-
(Asheesh Dabriwal - M.D. & C.E.O. DIN-00044783)

Sd/-
(Janak Bhardwaj - Director & C.O.O. DIN-00047641)

Sd/-
(Buddhadeb Basu - Independent Director DIN-00061771)

Sd/-
(Ashok Kumar Singh - Chief Financial Officer)

Place : Kolkata, Date : The 9th day of June, 2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Standalone Cash Flow Statement for the year ended 31st March, 2021

	For the year ended 31st March, 2021 (Amount in Rs.)		For the year ended 31st March, 2020 (Amount in Rs.)	
A CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit Before Extraordinary Items and Tax as per Statement of Profit and Loss		20,06,56,204		14,67,37,886
Adjustment for :				
Depreciation and amortisation (Non-Cash Expenditure)	1,73,93,458		1,75,38,477	
Provision for Gratuity/(Written Back) Gratuity as per Ind AS-19	1,86,400		(37,80,232)	
Finance Costs (for Separate Consideration)	5,63,625		19,88,106	
(Profit) on sale of Fixed Assets (for separate consideration)	(23,603)		(1,64,89,480)	
(Income) from Investment on Mutual Fund (for Separatte Consideration)	---		(55,20,475)	
Interest (Income) (for Separate Consideration)	(2,46,875)	1,78,73,005	(2,54,201)	(65,17,805)
Operating Profit before Working Capital Changes		21,85,29,209		14,02,20,081
Changes in Working Capital :				
Adjustment for (increase)/decrease in operating assets :				
Inventories	(5,96,77,461)		(1,10,00,917)	
Trade Receivables	(5,09,81,052)		3,04,44,898	
Other Financial Assets	(2,08,21,183)	(13,14,79,696)	75,37,910	2,69,81,891
Adjustment for increase /(decrease) in operating liabilities :				
Trade Payables	(23,54,149)		1,32,78,375	
Other Financial Liabilities (Unclaimed Dividend)	32,473		56,117	
Other Current Liabilities	1,88,03,135	1,64,81,459	(22,35,842)	1,10,98,650
Cash Generated from Operations		10,35,30,972		17,83,00,622
Net Income Tax (Paid)		(4,22,28,931)		(3,23,27,578)
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		6,13,02,041		14,59,73,044
B CASH FLOW FROM INVESTING ACTIVITIES				
Interest Income		2,46,875		2,54,201
Sale of Fixed Assets		1,25,000		6,55,28,814
(Investment) in Acquisition of Plant, Machinery & Equipments & WIP (Fixed Assets)		(1,60,05,228)		(2,07,98,061)
Current Investments not considered as Cash and Cash Equivalent :-				
(a) (Investment) of Current Investment in Mutual Fund		(6,99,96,500)		(17,15,00,000)
(b) Net of Sale Proceeds received from Sale of Current Investments of Mutual Fund		---		6,80,97,251
NET CASH (USED IN) INVESTING ACTIVITIES (B)		(8,56,29,853)		(5,84,17,795)
C CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES				
Net (Decrease) in Borrowings (Working Capital)		(1,42,13,168)		(1,12,90,023)
(Less) : Payment of Dividend & Dividend Tax		(75,00,000)		(90,41,646)
(Less) : Finance Cost		(5,63,625)		(19,88,106)
NET CASH (USED IN) FINANCING ACTIVITIES (C)		(2,22,76,793)		(2,23,19,775)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)		(4,66,04,605)		6,52,35,474
Cash and Cash Equivalents at the Beginning of the Year		6,88,56,815		36,21,341
Cash and Cash Equivalents at the End of the Year		2,22,52,210		6,88,56,815
Cash and Cash Equivalents at the End of the Year Comprises :				
(a) Cash in Hand		2,38,120		2,70,663
(b) Balances with Banks :-				
(i) In Current Accounts		1,92,89,031		6,63,25,163
(ii) In Fixed Deposit Accounts		22,27,380		17,95,783
(iii) In Unpaid Dividend Accounts		4,97,679		4,65,206
Net Cash and Bank Balances as per Balance Sheet		2,22,52,210		6,88,56,815

Note : The Cash Flow Statements reflects the Cash flow of continuing operations. There are no discontinued operations.

See Accompanying Notes Forming Parts of The Financial Statements 1 to 27.15

In terms of our report of even date
For NAVIN NAYAR & COMPANY
Chartered Accountants
(Firm Registration No. 317117E)

Sd/-
(NAVIN NAYAR)
Proprietor
(Membership No. 053267)

Place : 8, Camac Street, Kolkata-700 017.
Date : The 9th day of June, 2021
UDIN : 21053267AAAAAR5461

For and on behalf of the Board

Sd/-
(Asheesh Dabriwal - M.D. & C.E.O. DIN-00044783)

Sd/-
(Janak Bhardwaj - Director & C.O.O. DIN-00047641)

Sd/-
(Buddhadeb Basu - Independent Director DIN-00061771)

Sd/-
(Ashok Kumar Singh - Chief Financial Officer)

Place : Kolkata, Date : The 9th day of June, 2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

NOTES TO THE STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

1. CORPORATE INFORMATION

1.1 COVID – 19 Pandemic effected :

In view of the lock-down declared across the country in last year by the Central/State Government due to COVID-19 First Phase pandemic from 22nd March 2020 to May, 2020 and in COVID-19 Second Phase pandemic in Current Year the lock-down declare by the West Bengal State Government from 16th May, 2021 to still continuing lockdown. The Company's operations were adversely impacted. The operations have since resumed in a phased manner in Last Financial Year 2020-21 from Middle of May 2020 to 31st March, 2021 and in Current Financial Year 2021-22, the full operation closed from 16th May 2021 to 28th May, 2021 and after getting partial permission from Government of West Bengal the limited way of operation started from 28th May, 2021 onwards, in accordance with the guidelines issued by relevant regularity authorities with regard to adhering of social distancing and following prescribed hygiene standards. The Company continues to comply with such guidelines.

The Company has sufficient liquidity / financing arrangements for the continuity of business operations. The Company is confident of its ability to service the debt / financing arrangements. The lock-down due to COVID-19 is continuing with certain relaxation in FY 2020-21 & FY 2021-22 and Company is continuing its operations with existing demand. The Company has assessed the potential impact of COVID-19 based on the current circumstances and expects no significant impact on the continuity of operations of the business on long-term basis. The Company does not have any material risk of non-fulfilment of obligations by any party arising out of existing contracts / arrangements.

1.2 Other Corporate Information :

DHP India Limited ("the Company") is a listed entity incorporated in India. The Company is a mid-sized manufacturing Company of Engineering Goods like Liquified Petroleum Gas Regulator (LP GAS Regulator), Accessories and Parts thereof. The Company is ISO 9001 : 2015 Certified. The Company manufactures various designs of LP Gas Regulators, its Parts and Accessories as per requirement of export markets. As per Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the product of the Company covered under Non-Regulated Sector, which are as below :-

Name of the Industry/Sector/Product/Services Under Non-Regulated Sector	Custom Tariff Act (CTA) Head & Code of Product	Description of manufacturing Products or activities
Other Machinery	**8481** (84818090 & 84819090)	LPG Regulators for Cylinders, accessories & parts thereof
Base Metals	**7419** (74199930)	Articles of Brass used as accessories of LPG Regulators

2. SIGNIFICANT ACCOUNTING POLICIES :

2.1 Basis of Preparation of Financial Statements and Presentation :

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, ("the Act") and other relevant provisions of the Act.

Company's financial statements are presented in Indian Rupees, which is also its functional currency.

The standalone financial statements have been prepared on the historical cost basis except the following items :-

a) Financial Assets – Current Investment in Mutual Fund – Valued at Fair Market Value.

b) Deferred Tax Assets/Liabilities – Valued at Fair Value on Balance Sheet approach.

c) Other Comprehensive Income/(Losses) and Exceptional Income/(Losses) on Unrealised Gain/(Losses) on Mutual Fund as Current Investment – Valued on Fair Market Value.

d) Current Assets/Liabilities in Foreign Currencies – Valued at Fair Market Value

e) Revenue from Operation includes Indirect Taxes collected from parties (IGST/CGST/SGST) and reflected as Gross Revenue recognized and the payment of the same Indirect Taxes (IGST/CGST/SGST) reflected from Statement of Profit & Loss.

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NOTES TO THE STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

2.2 Use of Estimates and Judgements :

In preparation these Standalone Financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

The company has exercised due care in determining its significant accounting judgements and estimates while preparing its financial statements including internal control over financial reporting due to COVID-19 pandemic situation. As per the current assessment of the Company, there are no material impact on the carrying values of trade receivables, inventories and other financial / non financial assets as at the reporting date. The Company continues to closely monitor the developments in economic conditions and access their impact. However, considering the prevailing uncertainties, the final impact may differ from current estimates made as at the date of approval of financial statements for the year ended 31st March, 2021.

2.3 Measurement of Fair values :

The Company has valued Financial Assets : (a) Investment in Mutual Funds, (b) Trade Receivable and Financial Liabilities – Trade Payables at a fair value. Impact of fair value changes, if any as on the date of transition, is recognized in opening reserves and changes thereafter are recognized in Statement of Profit & Loss during the period.

2.4 Cash Flow Statement and Cash and Cash Equivalents :

Cash flow statements are reported using the indirect method, where profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The Cash Flows from operating, investing and financing activities of the Company are segregated based on available information.

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisitions), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk or changes in value.

2.5 Property, Plant and Equipment and Depreciation :

Property, Plant and Equipment i.e. Tangible Fixed Assets are stated at cost, less allowable net recoverable taxes like GST (IGST/CGST/SGST) Credit allowable, Import Duty Credit allowable less accumulated depreciation and impairment losses, if any. Such costs include purchase price, overheads directly attributable to bringing the assets to its working condition for its intended use less any recoverable tax credit entitled.

Depreciation on such tangible assets have been provided on the written down value method as per the useful life prescribed in Schedule II of the Companies Act, 2013.

2.6 Impairment of assets :

The carrying amount of the Property, Plant & Equipment i.e. Fixed Assets are reviewed at each Balance Sheet date. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized. An impairment loss is charged to the Depreciation Schedule and Statement of Profit and Loss in the year which the assets is identified as impaired.

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NOTES TO THE STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

2. SIGNIFICANT ACCOUNTING POLICIES :

2.7 Deferred Tax Assets/Liabilities and Provision for Deferred Tax :

During the year the Company has adopted and exercise the Section 115BAA (Lower Tax Rate and simultaneously forgo certain tax incentives, deductions and accumulated MAT Credit) as per Income Tax Act, 1961.

Deferred Tax Assets/Liabilities valued on Balance Sheet approach on availability of future taxable profit against which tax losses and tax benefit carried forward can be used. Provision for Deferred Tax recognized on the timing differences between the taxable income and the accounting income that originate in one period and are capable of the reversal in one or more subsequent period enacted as at the reporting date.

2.8 Inventories :

Items of inventories are measured as per "Valuation of Inventories" guidelines issued by Institute of Chartered Accountants of India and Institute of Cost Accountants of India. The details as follows :-

a) Stock of Raw Materials (inclusive of various components), Stock of Stores, spares & Consumables are valued at Cost on FIFO (First in First Out) basis (excluding the amount of IGST/CGST/SGST Credit allowable). A separate Ledger of IGST/CGST/SGST credit allowable has been maintained for the purpose of utilization of IGST/CGST/SGST credit and the same adjusted against the payment of Output IGST/CGST/SGST liability on account of any Sales. However the IGST/CGST/SGST realization from party and paid shown in a separate head in the statement of Profit & Loss as per Ind AS format. Rebate on IGST on exported goods, if any realized or receivable has been adjusted against such payment of IGST liability on exported goods.

b) Stock of Finished Goods are valued at lower of cost (excluding of the amount of IGST/CGST/SGST credit allowable) or net realizable value.

c) Stock of Scrap Materials such as Brass Generated Scrap, Zinc Ash/Dross, and M. S. Scrap are valued at net realizable value.

d) There is no deviation in method of valuation of stock as prescribed under section 142A of the Income Tax Act, 1961. Similarly there are no changes of method of accounting since previous year as per Ind AS accounting method.

2.9 Financial Assets & Financial Liabilities :

Financial Assets & Financial Liabilities are valued at fair market value. The details as below :-

a) Investments in Mutual Fund are valued at fair market value as per Ind AS method of accounting. Any differences from market value and cost treated as Unrealised Gain/(Losses) and their deferred tax assets/liabilities are provided in Statement of Profit & Loss Account as Other Comprehensive Income /(Losses) and/or Exceptional Income /(Losses).

b) Trade Payables and Trade receivables are valued fair Market value. Receivables and payable in Foreign Currencies are valued at lower of the closing market rate or relatively future forward contract rate on Balance Sheet date and any differences are recognized through Statement of Profit & Loss Account.

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NOTES TO THE STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

2. SIGNIFICANT ACCOUNTING POLICIES :

2.10 Provisions and contingencies :

A provision is recognized when the Company has a present obligation as a result of past events and its probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discontinues to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

However as per implementation of Ind AS there are no provision made for proposed dividend and their dividend taxes, which will be approved in forthcoming Annual General Meeting. Only the actual declaration of dividend and their taxes will be provided on the date of Annual General Meeting.

2.11 Revenue Recognisation and Government Grants :

The revenue are recognized as follows :-

a) **Sale of Manufactured Goods :** Domestic Sale of Manufacturing Goods are recognized on Net of GST. Export Sales in foreign currencies are recognized on prevailing exchange rate on the date of transaction of sales invoice less any export return of goods. The fluctuation of foreign currencies on the date of transaction and the date of actual realization etc. are recognized in the Statement of Profit and Loss under a separate account head. The IGST payment on exported goods, if any, are claimed as rebate after successful export. The IGST payment on Domestic Sale of Goods same collected from party and paid accordingly. However there is no amount of IGST on Exported/Domestic Goods reflected through Statement of Profit and Loss.

b) **Sale of Scrap :** As per Ind AS method the Domestic Sales recognized on Net of GST Collection The payment of above IGST/CGST/SGST collected from party and paid accordingly. The same is not reflected through Statement of Profit and Loss.

c) **Government Grants, subsidies and Export incentives :** The Export benefit like Sale of Licence and Duty Drawback are covered as export subsidies and the same are accounted for in the year of such actually materialized.

2.12 Foreign currency transaction and translations :

The foreign currencies transactions are recognized as follows :-

a) **Initial recognition :** Transaction in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at the rates that closely approximate the rate at the date of transaction.

b) **Measurement of foreign currency monetary items at the Balance Sheet date :** Foreign currency monetary items (other than derivative contracts) of the Company outstanding at the balance Sheet date are restated at the year-end rates. Exchange differences arising out of these transactions are charged to the Statement of Profit and Loss.

c) **Treatment of exchange differences :** Exchange differences arising on settlement/restatement of short-term foreign currency monetary assets and liabilities of the Company relates to any transactions are recognized as income or expense in the Statement of Profit and Loss.

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NOTES TO THE STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

2. SIGNIFICANT ACCOUNTING POLICIES :

2.12 Foreign currency transaction and translations :

d) **Accounting of forward contracts :** Premium/discount on forward exchange contracts, which are not intended for trading or speculation purposes are amortised over the period of the contracts if such contracts relate to monetary items as at the Balance Sheet date. Due to COVI-19 pandemic the short-term fluctuation in foreign currencies rate adversely effected the forward exchange contracts and their MTM (Marked to Market) Gain/losses of outstanding forward exchange contracts are not recognized in the Statement of Profit and Loss, but same will be indicated in Notes of Accounts.

2.13 Other Income, Other Expenditures, Other Comprehensive Income / (Losses) and Exceptional Income / (Losses) :

a) Investment Income on actual transaction are recognized on actual basis.
b) Unrealised Gain /(Losses) on Investment Income recognized as Other Comprehensive Income / (Losses) and/or Exceptional Income / (Losses) along with their deferred tax assets/liabilities on the basis of fair market value at the prevailing Balance Sheet date as per implementation of Ind AS.
c) Interest Income are recognized on accrual basis.
d) Freight Outward Collection over Actual Freight Outward Expenses recognized as Other Income.
e) Other expenses (other than Borrowing Cost and Employees benefits, which shows separately) are recognized on accrual basis.

2.14 Borrowing Cost i.e. Finance Cost :

The accounting for borrowing costs represented as Finance Cost in Statement of profit and Loss and Its include interest, amortization of ancillary cost incurred and exchange differences, if any arises from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

2.15 Employee Benefits :

Employee benefit include employees provident fund, group gratuity fund.

a) **Defined contribution plans :**
The Company's contribution to provident fund are considered as defined contribution plans to Recognised Provident Fund (EPFO) which are fully funded and administered by the Central Government.

b) **Defined benefit plans :**
For defined benefit plans in the form of Group Gratuity Fund, the cost of providing benefits is determined using the actuarial valuations being carried out at each Balance Sheet date. Actuarial gain and losses are recognized in the Statement of Profit and Loss in the period in which they occur. The retirement benefit obligation recognized in the Balance Sheet represents the present value of defined benefit obligation as adjusted for unrecognized past service cost, as reduced by the fair value of scheme assets. Any assets resulting from calculation is limited to past service cost plus the present value of available refunds and reductions in future contributions to the schemes. The Company contributes to the Group Gratuity Fund under a Group Gratuity cash Accumulated Scheme with Life Insurance Corporation of India (LICI) for future payment of Gratuity liability to its employees.

c) **Short-term employee benefits :**
The undiscounted amount of short-term employee benefits expected to be paid in exchange for the service rendered by employees are recognized during the year when the employees render the service. These benefits includes Leave Encashment benefit of unutilized leave and bonus/exgratia, both are charged to the Statement of Profit and Loss each year on accrual basis. There are no rules in the Company for any carried forward unutilized leave benefits.

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NOTES TO THE STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021

2. SIGNIFICANT ACCOUNTING POLICIES :

2.16 GST Input Credit : Custom Duty payment elements, Goods and Services Tax payment elements on Purchase / Import / Reverse Charges payment, whichever applied, covered and allowable as IGST/CGST/SGST credit are accounted for in the books in the period in which the underlying service received is accounted.

2.17 Taxes on Income : The provision for current income tax and the amount of tax payable on taxable income for the year as determined with exercising the section 115BAA of the Income Tax Act, 1961. Provision for deferred tax assets/liabilities charged to Statement of Profit and Loss measured on differences of Valuation of Deferred Tax Assets/Liabilities from one Balance Sheet date to next Balance Sheet date.

2.18 Earning per share : The Basic Earning Per Share is computed by dividing the Net Profit/(Loss) after Tax, by the weighted average number of equity shares outstanding during the year. Diluted Earning Per Share is computed by divining the Net Profit/(Loss) after Tax, as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares. The Company has not incurred any expenses for issue of shares, hence the Basic and Diluted Earning Per Share of before and after extraordinary items are same.

2.19 Dividend and Dividend Tax : As per Ind AS presentation the Dividend and their taxes (in case of previous year, current year no dividend tax payable only TDS applied) appropriates from Profit and Loss on actual dividend declaration basis. There are no provisions made for proposed dividend and their taxes, if any, which will be approved in forthcoming Annual General Meeting.

2.20 Hedge accounting : The Company used foreign currency forward contracts to hedge its risk associated with foreign currency fluctuations relating to highly probable forecast transactions. The Company designates such forward exchange contracts in a cash flow hedging relationship by applying the hedge accounting principles set out in Accounting Standard (AS) – 30. This forward exchange contracts are stated at fair value of each reporting date. The MTM (Marked to Market) Gains are a short-term phase, hence, no provision made in the Statement of Profit and Loss Account, but the same has been disclosed in the Notes.

2.21 Derivative contracts : The Company enters into derivative contracts in the nature of forward exchange contracts with an intension to hedge its existing assets and liabilities and highly probable transactions. Derivative contracts which are closely linked to the existing assets and liabilities are accounted as per the policy stated for **"Foreign currency transactions and translations".** Derivative contracts designated as a hedging instrument for highly probable forecast transactions are accounted as per the policy stated for **"Hedge accounting".** The MTM (Marked to Market) gains are a short-term phase, hence, no provision made in the Statement of Profit and Loss Account, but the same has been disclosed in the Notes.

2.22 Segment reporting : The Company has only one primary segment i.e. manufacturing of Engineering Goods i.e. Liquified Petroleum Gas Regulator (LP Gas Regulator), accessories and parts thereof. The Secondary segment of its geographical markets like domestics (within India) and export (outside India) are reportable regularly.

2.23 Operating Cycle : Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

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NOTE - "3" OF NON-CURRENT ASSETS [TANGIBLE FIXED ASSETS - PROPERTY, PLANT AND EQUIPMENT AND CAPITAL-WORK-IN-PROGRESS] ANNEXED TO AND FORMING PART OF THE STANDALONE BALANCE SHEET AS AT 31st MARCH, 2021

TANGIBLE ASSETS	GROSS BLOCK				DEPRECIATION AND AMORTISATION				NET BLOCK		Capital Work-in-Progress	
	Opening As at 01.04.2020 Rs.	Additions during the year Rs.	Disposal during the year Rs.	Total As at 31.03.2021 Rs.	Opening As at 01.04.2020 Rs.	Depreciation & Impairment during the year Rs.	Disposal during the year Rs.	Total As at 31.03.2021 Rs.	As at 31.03.2021 Rs.	As at 31.03.2020 Rs.	As at 31.03.2021 Rs.	As at 31.03.2020 Rs.
(a) LAND (Freehold) :												
Land with Factory - Dhulagarh	92,49,340	----	----	92,49,340	----	----	----	----	92,49,340	92,49,340	----	----
(b) Buildings (Own use) :												
(i) Factory Building - Dhulagarh	6,57,19,271	----	----	6,57,19,271	2,99,23,337	33,87,982	----	3,33,11,319	3,24,07,952	3,57,95,934	----	----
(ii) Fixed Electrical Installation in Building	24,76,309	----	12,46,535	12,29,774	15,43,002	3,06,764	12,46,535	6,03,231	6,26,543	9,33,307	----	----
(c) Plant & Equipment (own used) :												
(i) Plant & Machinery (other than Office Equipment and Computer)	14,93,00,771	91,18,088	94,13,003	14,90,05,856	9,55,90,781	1,21,42,077	94,13,003	9,83,19,855	5,06,86,001	5,37,09,990	50,56,980	----
(ii) Computer	2,10,881	1,95,000	1,51,066	2,54,815	1,63,679	1,33,411	1,51,066	1,46,024	1,08,791	47,202	----	----
(d) Furniture & Fixtures (Owned)	4,70,860	95,040	2,53,125	3,12,775	3,27,094	58,268	2,53,125	1,32,237	1,80,538	1,43,766	----	----
(e) Office Equipment (Owned)	13,800	----	----	13,800	2,039	5,351	----	7,390	6,410	11,761	----	----
(f) Vechiles & Motor Car (Owned)	1,00,07,408	15,40,120	8,93,292	1,06,54,236	57,03,030	13,59,605	7,91,895	62,70,740	43,83,496	43,04,378	----	----
GRAND TOTAL	**23,74,48,640**	**1,09,48,248**	**1,19,57,021**	**23,64,39,867**	**13,32,52,962**	**1,73,93,458**	**1,18,55,624**	**13,87,90,796**	**9,76,49,071**	**10,41,95,678**	**50,56,980**	----
PREVIOUS YEAR	27,21,43,899	2,07,98,061	5,54,93,320	23,74,48,640	12,21,68,471	1,75,38,477	64,53,986	13,32,52,962	10,41,95,678	14,99,75,428	----	----

Note : 1) Pursuant to the enactment of Companies Act 2013, the Company has applied the estimated useful lives as specified in Schedule II on w.d.v. method according to their useful life of assets.

2) Disposal during the year in Gross Block of Rs.1,19,57,021/- is not the Sale Price of Fixed Assets, it is a Cost Price of Fixed Assets eigther sold neigther fully depreciated fixed assets during the year.

3) Disposal during the year in Depreciation Block of Rs.1,18,55,6246/- is the cumulative depreciation of Fixed Assets which is fully depreciated and cumulative depreciation of Sale of Motor Car during the year.

4) During the year only one Old Motor Car (Fixed Assets) sold and their Sale value as Rs.1,25,000/-.

5) During the year Plant & Machinery acquired of Rs.50,56,980/- but same not installed/put to use and trated as Capital Work-in-Progress as on 31st March, 2021.

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Notes Forming Part of The Standalone Ind AS Financial Statements for the Year Ended 31st March, 2021

NOTES ON ACCOUNTS

	As at 31st March, 2021 (Rs.)	As at 31st March, 2020 (Rs.)
4 INVENTORIES		
(a) Raw Materials (including various Components)		
(i) Raw Materials-Indigenous (Brass, Zinc & Others)	2,49,83,054	1,98,49,629
(ii) Raw Materials-Imported (Brass)	5,75,27,497	2,74,53,519
(iii) Components-Indigenous (parts of Raw Materials)	4,90,54,690	3,30,56,849
(iv) Components-Imported (parts of Raw Materials)	1,23,59,557	63,34,332
Sub-Total of Raw Materials (including various Components)	14,39,24,798	8,66,94,329
(b) Finished Goods (Manufactured)	1,46,12,060	1,41,86,523
(c) Stores and Spares	1,64,62,146	1,31,92,258
(d) Scrap Materials (Brass Scrap/M.S.Scrap & Zinc Ash)	1,02,20,014	1,14,68,447
	18,52,19,018	12,55,41,557

Notes : (1) Raw Materials (including various Components), Traded Goods & Stores and Spares are valued at Cost.

(2) Finished Goods (Manufactured) are valued at Cost or Market Value, whichever is less.

(3) Scrap Materials are valued at net realisable value

(4) The above stock are certified by the management and there are no changes of method of valuation since earlier year.

(5) Similarly there are no deviation in method of valuation of stock as prescribed U/s.145A of the Income Tax Act, 1961.

5 CURRENT INVESTMENTS	Face Value Rs.	As at 31st March, 2021 No. of Units of Mutual Fund	As at 31st March, 2021 Value as at 31/03/2021 (Rs.)	As at 31st March, 2020 No. of Units of Mutual Fund	As at 31st March, 2020 Value as at 31/03/2020 (Rs.)
Other Current Investment (Valued at Fair Market Value)					
Investment in Unquoted Equity Oriented Units of Mutual Fund					
Axis Bluechip Fund - Regular Plan -Growth	10	673661.307	2,24,99,500	386956.738	1,25,00,000
Axis Focused 25 Plan Fund - Regular Plan -Growth	10	698876.415	2,24,99,500	400276.795	1,25,00,000
DSP Equity Opportunities Fund -Regular Plan- Growth	10	411965.863	8,69,99,500	371971.676	7,70,00,000
Franklin India Prima Fund-Regular Plan-Growth	10	94966.017	8,69,99,500	85388.352	7,70,00,000
HDFC Midcap Opportunities Fund-Regular Plan-Growth	10	977741.201	5,00,00,000	977741.201	5,00,00,000
HDFC Top 100 Fund-Regular Plan-Growth	10	55352.847	2,65,00,000	55352.847	2,65,00,000
ICICI Pru Mid Cap Fund-Regular Plan-Growth	10	556398.658	5,00,00,000	556398.658	5,00,00,000
ICICI Pru Multi Cap Fund-Regular Plan-Growth	10	154738.651	4,49,99,500	121708.080	3,50,00,000
ICICI Pru Value Discovery Fund-Regular Plan-Growth	10	48993.853	70,00,000	48993.853	70,00,000
SBI Bluechip Fund-Regular Plan-Growth	10	2045915.543	7,49,99,500	1820568.474	6,50,00,000
SBI Focused Equity Fund-Regular Plan-Growth	10	675529.466	8,69,99,500	614182.552	7,70,00,000
(a) Total Other Current Investments (Cost Price)			55,94,96,500		48,95,00,000
(Less)/Add : Provision for appreciation/(dimunation) in value of Other Current Investment as Investment in Unquoted Units of Mutual Fund					
Axis Bluechip Fund - Regular Plan -Growth			35,77,929		(24,39,125)
Axis Focused 25 Plan Fund - Regular Plan -Growth			36,94,388		(31,37,526)
DSP Equity Opportunities Fund -Regular Plan- Growth			3,42,49,056		(1,44,31,016)
Franklin India Prima Fund-Regular Plan-Growth			3,20,33,375		(1,79,72,288)
HDFC Midcap Opportunities Fund-Regular Plan-Growth			2,17,74,026		(1,18,49,516)
HDFC Top 100 Fund-Regular Plan-Growth			52,87,037		(74,15,778)
ICICI Pru Mid Cap Fund-Regular Plan-Growth			2,06,84,886		(1,41,06,723)
ICICI Pru Multi Cap Fund-Regular Plan-Growth			1,03,27,305		(99,28,136)
ICICI Pru Value Discovery Fund-Regular Plan-Growth			24,37,686		(18,20,370)
SBI Bluechip Fund-Regular Plan-Growth			3,09,61,739		(1,08,35,175)
SBI Focused Equity Fund-Regular Plan-Growth			3,93,75,175		(34,14,174)
(b) Total Appreciation measured at Fair Value through Profit & Loss			20,44,02,602		(9,73,49,827)
Total Other Current Investments (valued at Fair Market as per Ind AS)-(a+b)			76,38,99,102		39,21,50,173
Aggregate Market Value of Other Current Investments in Unquoted-Mutual Fund			76,38,99,102		39,21,50,173
Aggregate Provision for Unrealised Gain/(Loss) in the Value of Other Current Investments			20,44,02,602		(9,73,49,827)
Principal Income/(Loss on Dimunation) in Value of Investment in Mutual Fund on FMV due to Temporaty phase (time of COVID-19) Credited/(Debited) as Extraordinary Item in P & L A/c.			9,73,49,827		(9,73,49,827)
Adj. : (Less)/Add - Deferred Tax (Liability)/Assets arises on such Loss recognised as Extraordinary Items			(1,41,15,000)		1,41,15,000
Net of Tax of Extraordinary Items (Prov for Appr./Dimunation in value of Investment Cr./Dr. to P & L)			8,32,34,827		(8,32,34,827)
Indexed Cost of Acquisation of Current Investments in Unquoted-Mutual Fund in perview of Section 55(2)(ac)/112A of Income Tax Act,1961 for Carried Forward			59,86,35,382		49,30,61,757

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NOTES ON ACCOUNTS

	As at 31st March, 2021 (Rs.)	As at 31st March, 2020 (Rs.)
6 TRADE RECEIVABLES		
(Unsecured and Considered Good)		
Due for more than six months	—	—
Others	8,97,46,987	3,87,65,935
	8,97,46,987	3,87,65,935
7 CASH AND BANK BALANCES		
(a) Cash in Hand	2,38,120	2,70,663
(b) Balances with Banks		
(i) In Current Accounts	1,92,89,031	6,63,25,163
(ii) In Fixed Deposit Accounts	22,27,380	17,95,783
(iii) In Unpaid Dividend Account for unclaimed dividend	4,97,679	4,65,206
Cash at bank balances (b)	2,20,14,090	6,85,86,152
Cash and cash Equivalent as per Standalone Statement of Cash Flow	2,22,52,210	6,88,56,815
8 OTHER FINANCIAL ASSETS		
(Unsecured and Considered Good)		
(a) (i) Staff Advances (Attributed to Other Employees)	8,60,000	2,52,703
(ii) Staff Advances (Attributed to Related Party)	—	—
(b) Security Deposits	32,49,558	30,59,720
(c) Prepaid Expenses	8,29,032	8,30,847
(d) Balances with Government Authorities		
(i) Goods & Service Tax (GST) Credit Receivable	67,40,613	32,46,846
(ii) Export Refund of Goods & Service Tax (GST) Receivable	1,01,51,440	33,84,104
(iii) Provisional GST Credit Receivable in Next Year	5,61,930	10,377
(e) Advance recoverable in cash or in kind or for value to be received	1,15,27,539	23,14,332
	3,39,20,112	1,30,98,929
9 OTHER CURRENT ASSETS		
Excess of Funded Value of Group Gratuity over Actual Valuation as per Ind-AS-19 and or (Provision for Gratuity Liability)	23,13,791	25,00,191

10 SHARE CAPITAL

	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
(a) Authorised :				
Equity Shares of Rs. 10/- each with voting rights	40,00,000	4,00,00,000	40,00,000	4,00,00,000
(b) Issued :				
Equity Shares of Rs. 10/- each with voting rights	30,00,000	3,00,00,000	30,00,000	3,00,00,000
(c) Subscribed and fully paid-up (in cash) :				
Equity Shares of Rs. 10/- each with voting rights	30,00,000	3,00,00,000	30,00,000	3,00,00,000

Notes : (i) Reconciliation of the number of shares and amount at the beginning and at the end of the reporting period :

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Beginning of the year i.e. opening Balances of Issued, Subscribed & Fully Paid-up Equity shares with voting rights	30,00,000	3,00,00,000	30,00,000	3,00,00,000
End of the year i.e. Closing Balances of Issued, Subscribed & Fully Paid-up Equity shares with voting rights	30,00,000	3,00,00,000	30,00,000	3,00,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates :

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
Shares held by holding company, the utlimate holding Co., their subsidiaries and associates (with voting rights)	NIL	N. A.	NIL	N. A.

(iii) Details of shares held by each shareholders holding more than 5% shares :

Name of the Shareholders (all are Promoters Group with voting rights)	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Dabriwala Constructions Private Limited	3,85,600	12.85%	3,85,600	12.85%
Asheesh Dabriwal	18,07,700	60.26%	6,62,600	22.09%
Kumkum Dabriwal	—	—	1,80,100	6.00%
Nirmal Kumar Dabriwala	—	—	9,65,000	32.17%

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NOTES ON ACCOUNTS

	As at 31st March, 2021		As at 31st March, 2020	
11 OTHER EQUITY	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
(a) Securities Premium Account				
Balance as per Last Account		10,00,000		10,00,000
(b) General Reserve				
Balance as per Last Account	65,42,00,000		67,85,00,000	
(Less) / Add : Transferred (to) / from Profit & Loss Account	22,38,00,000		(2,43,00,000)	
Closing Balance of General Reserve		87,80,00,000		65,42,00,000
(c) Surplus in Statement of Profit and Loss				
Balance as per Last Account : Surplus /(Deficit)	17,554		(4,61,53,769)	
Add : Trf. of Profit for the Year	23,13,79,178		3,09,12,969	
	23,13,96,732		(1,52,40,800)	
(Less) : Actual Dividends Declared to be distributed to equity shareholders - Rs. 2.50 per share (Previous year Rs. 2.50 per share)	(75,00,000)		(75,00,000)	
(Less) : Tax on dividend	----		(15,41,646)	
Add / (Less) : Amount transferred from / (to) General Reserve	(22,38,00,000)		2,43,00,000	
Closing Balance of Profit & Loss Account		96,732		17,554
(d) Other Comprehensive Income				
Balance as per Last Account	—		4,61,98,345	
Add/(Less): Other Comp. Income/(Loss) for the year [Unrealised Gain/(Loss) on Equity Oriented Units of Mutual Fund] - on Equity Instrumments	20,44,02,602		(4,73,22,345)	
(Less) / Add : Def. Income Tax (Liability)/(Assets) on above Other Comp. Income	1,95,37,000		11,24,000	
Closing Balance of Other Comprehensive Income		18,48,65,602		----
Total Other Equity		1,06,39,62,334		65,52,17,554

12 DEFERRED TAX LIABILITIES (NET)	As at 31st March, 2021 (Rs.)	As at 31st March, 2020 (Rs.)
[a] Related to Profit & Loss Account - As Extraordinary Items		
Deferred Tax (Assets) arising on account of Dimunation in value of Investments	----	(1,41,15,000)
[b] Related to Profit & Loss Account - As Normal Items of P & L Accounts		
Deferred Tax (Assets) arising on account of Depreciation on Fixed Assets	(24,81,000)	(21,20,000)
Add : Deferred Tax Liability on Excess of Funded Value of Group Gratuity over Actuarial Valuation	5,82,000	6,29,000
Net of Deferred Tax (Assets) arises on account of Normal Items of P & L Accounts	(18,99,000)	(14,91,000)
[c] Related to Other Comprehensive Income		
Deferred Tax Liability arising on account of Appreciation in Value of Investment under OCI	1,95,37,000	----
TOTAL OF NET OF DEFERRED TAX LIABILITIES /(ASSETS) (a+b+c)	1,76,38,000	(1,56,06,000)

13 FINANCIAL LIABILITIES : SHORT-TERM BORROWINGS		
Loans Payable on demand from Bank (Working Capital Loan) - Secured		
(i) Cash Credit Loan from Citibank N.A. (in Rs.)	57,86,832	----
(ii) Packing Credit in Indian Currencies from The Citibank	----	2,00,00,000
	57,86,832	2,00,00,000

Notes : Loans Repayble on demand means Working Capital Loans are secured by the hypothecation of Company's entire stock, book debts and other current assets both present and future and also secured by first charge of fixed assets of the company, equitable mortgage of factory land and building situated at Dhulagarh by way of collateral security.

14 TRADE PAYABLE		
(a) Micro, Small and Medium Enterprises	—	—
(b) Others - Creditors in respect of purchse of goods & services	3,18,15,440	3,41,69,589
	3,18,15,440	3,41,69,589

Notes : There are no transaction entered and delay in payment made to the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" (MSMED Act). The details of disclosures u/s.22 of the MSMED Act are as below :-

Sl. No.	Particulars	As at 31st March, 2021 (Rs.)	As at 31st March, 2020 (Rs.)
1	Principal amount due and remaining unpaid	NIL	NIL
2	Interest due on (1) above and unpaid interest	NIL	NIL
3	Interest paid on all delayed payments under the MSMED Act.	NIL	NIL
4	Payment made beyond the appointed day during the year	NIL	NIL
5	Interest due and payable for the period of delay other than (3) above	NIL	NIL
6	Interest accrued and remaining unpaid	NIL	NIL
7	Amount of further interest remaining due and payable in succeeding years	NIL	NIL

15 CURRENT TAX LIABILITIES (NET)		
Provision for Income Tax	5,29,39,478	3,18,13,090
(Less) : Advance Income Tax paid & Tax Deducted at Source	(3,60,89,167)	(2,56,53,701)
Net of Provision for Income Tax over Advance Income Tax & TDS	1,68,50,311	61,59,389

16 OTHER CURRENT LIABILITIES		
(a) Statutory Liabilities	1,42,34,861	97,09,571
(b) Others Liabilities for Expenses	89,11,632	43,27,110
(c) Advance from customers against sales	1,03,60,183	6,66,860
	3,35,06,676	1,47,03,541

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NOTES ON ACCOUNTS	For the year ended 31st March, 2021 (Amount in Rs.)		For the year ended 31st March, 2020 (Amount in Rs.)	
17 REVENUE FROM OPERATIONS				
SALE OF PRODUCTS (EXPORTED GOODS)				
(a) Export Sale of Manufacturing Products "LPG Regulators, its parts & accessories"				
(i) Sale of LPG Regulators for Cylinders, accessories & parts				
[Non Regulatory Sector Industry Code : Other Machinery and				
CTA Gr. Code : 8481 & Tarrif Code : 84818090 & 84819090]				
Direct Export Sales in Foreign Currencies		43,94,76,987		34,33,50,009
(ii) Sale of Articles of Brass used as accessories of LPG Regulators				
[Non Regulatory Sector Industry Code : Base Material and				
CTA Gr. Code : 7419 & Tarrif Code : 74199930]				
Direct Export Sales in Foreign Currencies		18,04,64,863		13,51,99,823
Net Export Sale of "LPG Regulators, its parts & accessories"		61,99,41,850		47,85,49,832
(b) Domestic Sale of Manufacturing Products "LPG Regulators, its parts & accessories"				
Sale of Articles of Brass used as accessories of LPG Regulators				
[Non Regulatory Sector Industry Code : Base Material and				
CTA Gr. Code : 7419 & Tarrif Code : 74199930]				
Domestic Sales (inclusive of GST)		33,878		1,78,528
GROSS SALES		61,99,75,728		47,87,28,360
(Less) : GST Recovered on Domestic Sales		(5,168)		(27,233)
NET SALES		61,99,70,560		47,87,01,127
18 REVENUE FROM OPERATIONS				
OTHER OPERATING REVENUE				
(i) Sale of Scrap in Domestic Market (including of GST)	8,29,97,956		6,11,51,846	
(Less) : GST components of Sele of Scrap	(1,26,60,706)		(93,28,248)	
Net Sale Value of Scrap Materials		7,03,37,250		5,18,23,598
(ii) Income from Sale of Licence		23,24,584		1,52,01,935
(iii) Duty Drawback received		1,00,43,390		95,74,765
OTHER OPERATING REVENUE		8,27,05,224		7,66,00,298
19 OTHER INCOME				
(a) Net Profit / (Loss) due to Forex rate Fluctuation		65,60,132		1,08,10,121
(b) Interest Income (TDS Rs.18,571/-, Previous Year TDS Rs. 25,427/-)				
(i) Interest from Banks on Fixed Deposits	56,678		73,520	
(ii) Interest from WBSEB on Security Deposits	1,90,197	2,46,875	1,80,681	2,54,201
(c) Surplus/(Deficit) of Freight Collection over				
Freight Outward Expenses on account of Export Sales		54,86,791		(18,74,301)
(d) Insurance Claim received during the year		11,69,432		-----
(e) Sundry balances written back (net)		19096		101
(f) Profit /(Loss) on Sale of Fixed Assets		23,603		1,64,89,480
(g) Miscellaneous Receipt		6		3
(h) Profit on Redemption of Mutual Fund (for separate consideration)		-----		55,20,475
		1,35,05,935		3,12,00,080
20 COST OF MATERIAL CONSUMED				
Opening Stock of Raw Materials & Components				
(a) Raw Materials-Indigenous (Brass, Zinc & Others)	1,98,49,629		2,35,11,798	
(b) Raw Materials-Imported (Brass)	2,74,53,519		3,00,44,230	
(c) Components-Indigenous (parts of Raw Materials)	3,30,56,849		2,72,68,965	
(d) Components-Imported (parts of Raw Materials)	63,34,332	8,66,94,329	1,02,13,912	9,10,38,905
Add : Net of Purchase of Raw Materials & various components				
(inclusive of their freight etc.)				
(i) Indigenous Purchase of Raw Mateials & Components	18,12,34,404		10,03,96,617	
(ii) Imported Raw Materials (Brass) & Components	21,94,62,081	40,06,96,485	17,88,33,711	27,92,30,328
(Less) : Closing Stock of Raw Materials & Components				
(a) Raw Materials-Indigenous (Brass, Zinc & Others)	(2,49,83,054)		(1,98,49,629)	
(b) Raw Materials - Imported (Brass)	(5,75,27,497)		(2,74,53,519)	
(c) Components-Indigenous (parts of Raw Materials)	(4,90,54,690)		(3,30,56,849)	
(d) Components-Imported (parts of Raw Materials)	(1,23,59,557)	(14,39,24,798)	(63,34,332)	(8,66,94,329)
Net Cost of Raw Materials & Components Consumed		34,34,66,016		28,35,74,904

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NOTES ON ACCOUNTS		For the year ended 31st March, 2021 (Amount in Rs.)		For the year ended 31st March, 2020 (Amount in Rs.)	
20 COST OF MATERIAL CONSUMED					
20.1 The Consumption of Raw materials & Stores & Spares consists Geographical :					
(a)	Indigenous Consumption of Raw Materials etc.	16,01,03,138		9,82,70,902	
(b)	Imported Consumption of Raw Materials etc.	18,33,62,878	34,34,66,016	18,53,04,002	28,35,74,904
(c)	Imported Consumption of Stores & Spares etc.		55,323		-----
20.2 The Consumption of Raw materials consists Material wise :					
(a)	Zinc Alloys	4,70,78,333		2,99,63,672	
(b)	Brass Rod/HEX	17,10,15,528		14,62,42,121	
(c)	Others (each value less than @10% of purchase)	12,53,72,155	34,34,66,016	10,73,68,811	28,35,74,604
20.3 The Value of Raw Material & Stores Imports on CIF Basis :					
	Raw Materials & Components and Stores & Spares		21,94,62,081		17,88,33,711
	Stores & Spares		55,323		-----
21 CHANGE IN INVENTORY : DECREASE / (INCREASE) IN INVENTORIES OF FINISHED GOODS & SCRAP					
Opening Stock of Finished Goods at the beginning of the year			1,41,86,523		2,42,482
Opening Stock of Scrap at the beginning of the year			1,14,68,447		1,02,82,340
(Less) : Closing Stock of Finished Goods at the end of the year			(1,46,12,060)		(1,41,86,523)
(Less) : Closing Stock of Scrap at the end of the year			(1,02,20,014)		(1,14,68,447)
Net of Decrease / (Increase) in Inventories of Finished Goods & Scrap			8,22,896		(1,51,30,148)
22 EMPLOYEE BENEFITS EXPENSE					
(a) Salaries, Wages & Bonus :					
- Paid to Key Managerial Personnel [As per Ind AS-24]		1,30,85,539		1,29,03,459	
- Paid to Other Employees		6,69,63,358	8,00,48,897	6,31,72,541	7,60,76,000
(b) Employers Contribution to Provident Fund & other funds					
(i) Employers Contribution to Provident Fund etc.		72,71,624		73,27,648	
(ii) Employers Contribution to Group Gratuity Fund with LIC		38,10,551	1,10,82,175	28,46,147	1,01,73,795
(c) Staff Welfare Expenses					
(i) Employers Contribution to ESI		12,00,599		12,65,720	
(ii) Employers Contribution to Welfare Fund		5,400		5,430	
(iii) Other Staff Welfare Expenses		9,24,125	21,30,124	23,05,926	35,77,076
			9,32,61,196		8,98,26,871

22.1 As per Ind AS -19 - "Employees Benefit", the disclosure defined in the Accounting Standard are as below :-

I **Defined Contribution Plans :** The Company's Contribution to Recognised Provident Fund with "Employees Providend Fund Organisation" is covered under defined Contribution plan & the disclosure are as below :-

Particulars	Current Year Ended 31/03/2021 (Amount in Rs.)	Previous Year Ended 31/03/2020 (Amount in Rs.)
Employer's Contribution to Providend Fund etc.	72,71,624	73,27,648

II **Defined Benefit Plan :** The disclosure for defined benefit plans based on actuarial report of Funded with Life Insurance Corporation of India as "Gratuity Benefit" as per Ind AS - 19 are as below:-

A. Change in Present Value of Defined Benefit Obligations :	Current Year Ended 31/03/2021 [Gratuity Funded - in Rs.]	Previous Year Ended 31/03/2020 [Gratuity Funded - in Rs.]
Present Value of Defined Benefit Obligations as at the beginning of the year	2,01,26,302	1,97,09,090
Interest Cost	14,59,157	14,78,182
Current Service Cost	13,57,519	13,68,267
Benefits paid by the Funded Group Gratuity Schemes	(6,43,644)	(27,404)
Net of Actuarial Losses / (Gains) recognised during the year	27,45,166	(24,01,833)
Present Value of Defined Benefit Obligations as at the end of the year	2,50,44,500	2,01,26,302

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NOTES ON ACCOUNTS

22.1 As per Ind AS 19 - "Employees Benefit", the disclosure defined in the Accounting Standard are as below *(continuing)* :-

Particulars	Current Year Ended 31/03/2021 [Gratuity Funded - In Rs.)	Previous Year Ended 31/03/2020 [Gratuity Funded - in Rs.)
B. Change in the Fair Value of Plan Assets :		
Fair Value of the Plan Assets at the beginning of the year	**2,26,26,493**	1,84,29,049
Expected / Actual Return on the Plan Assets	**18,01,759**	15,91,185
Contribution paid by the Employer to under Group Gratuity Fund	**35,73,683**	26,33,663
Benefit paid by the Funded Schemes from Group Gratuity Fund	**(6,43,644)**	(27,404)
Actuarial Gain / (Loss) of the Plan Assets	-----	-----
Fair Value of the Plan Assets at the end of the year	**2,73,58,291**	2,26,26,493
C. Reconciliation of Present Value of Defined Benefit Obligation and the Fair Value of Assets :		
Present Value of Defined Benefit Obligation as at the end of the year	**2,50,44,500**	2,01,26,302
Fair Value of the Plan Assets at the end of the year	**(2,73,58,291)**	(2,26,26,493)
(Assets) recognised in the Balance Sheet as "Current Assets"	**(23,13,791)**	(25,00,191)
D. (Income) / Expenses recognised in the Profit & Loss Account :		
Current Service Cost	**13,57,519**	13,68,267
Life Cover Premium/Mortality Exp. paid(inclusive of GST) under Group Gratuity Fund to LICI	**2,33,719**	2,08,155
On A/c. of Revenue Expenses of Group Gratuity Fund paid	**3,149**	4,329
Interest Cost	**14,59,157**	14,78,182
Expected / Actual Return on the Plan Assets	**(18,01,759)**	(15,91,185)
Net of Actuarial Losses recognised during the year	**27,45,166**	(24,01,833)
Total of Net (Income) / Expense recognised in the Profit & Loss Account* (See Note below as "G")	**39,96,951**	(9,34,085)
E. Investment Details (% of Total Invested) :		
Life Insurance Corporation of India - Insurance Policies	**100.00%**	100.00%
F. Principal Actuarial Assumption used :		
Discounted Rate (per annum) Compound	**7.00%**	7.25%
Expected Rate of Return on Plan Assets	**6.84%**	7.50%
Rate of Salary Increase (per annum)	**4.25%**	3.00%
Mortality Rate	**LIC Ultimate (Revised 2005)**	LIC Ultimate (Revised 2005)
(*) G. (CREDITED)/DEBITED IN PROFIT & LOSS ACCOUNT (NET)		
Total of Employers Contribution paid to Group Gratuity Fund for LICI Contribution & Statutory Audit Fees Debited to P & L A/c.	**38,10,551**	28,46,147
Add/(Less) : Net of Provision for Gratuity debited/(Credited) to Statement of P & L A/c.	**1,86,400**	(37,80,232)
	39,96,951	(9,34,085)

22.2 Leave Encashment benefit for unutilised leave are encashed at the end of year and charged to Profit & Loss Account under the head of "Salary & Wages". There are no rules for any carried forward unutilised leave benefit.

23 FINANCE COSTS	Current Year Ended 31/03/2021 (Amount in Rs.)	Previous Year Ended 31/03/2020 (Amount in Rs.)
(a) Interest Expenses on Working Capital Borrowing from Bank	**2,74,525**	16,99,006
(b) Other Borrowing Costs - Loan Processing Fees	**2,89,100**	2,89,100
	5,63,625	19,88,106

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Notes Forming Part of The Standalone Ind AS Financial Statements for the Year Ended 31st March, 2021

NOTES ON ACCOUNTS	Current Year Ended 31/03/2021 (Amount In Rs.)		Previous Year Ended 31/03/2020 (Amount in Rs.)	
24 OTHER EXPENSES				
(a) (i) Consumption of Stores and Spare Parts -Indigenous	2,12,02,639		1,69,22,588	
(ii) Consumption of Stores and Spare Parts -Imported	55,323	2,12,57,962	-----	1,69,22,588
(b) Power & Fuel		1,55,93,004		1,52,23,989
(c) Travelling and Conveyance				
(i) Net of Cancellation of Last Year Travelling Exp. (Refund) /Travelling Expenses	(1,66,058)		73,42,882	
(ii) Local Conveyance Expenses	1,23,664		78,108	
(iii) Car/Bus Hire Charges for Staff	20,82,364		16,77,173	
(iv) Motor Car / Vechicles Expenses	8,94,865		9,39,256	
(v) Motor Cycle Expenses	95,630	30,30,465	97,275	1,01,34,694
(d) Local Freight,loading & unloading Charges		10,26,099		4,46,593
(e) Rent, Rates & Taxes				
(i) Office Rent (paid to related party as per Ind AS 24)	1,50,000		1,50,000	
(ii) Rates & Taxes	5,56,436	7,06,436	6,98,627	8,48,627
(f) Legal & Professional Charges (other than Finance Cost)				
(i) Consultancy Fees	7,90,843		10,84,348	
(ii) Internal Audit Fees	31,350	8,22,193	- 21,150	11,05,498
(g) Repairs & Maintenance				
(i) Repairs & Maintenance - Buildings	5,56,354		45,15,320	
(ii) Repairs & Maintenance - Machinery	39,44,911		32,02,326	
(iii) Repairs & Maintenance - Others	5,39,454	50,40,719	6,26,688	83,44,334
(h) Testing & Certification Charges		30,65,497		23,87,731
(i) Advertisement & Business Promotion Expenses :				
(i) Statutory Advertisement	45,480		28,545	
(ii) Other Advertisement	1,03,000		5,13,000	
(iii) Business Promotion Expenses	64,040		3,75,274	
(iv) Trade Fair Exibition Expenses	—	2,12,520	11,98,255	21,15,074
(j) Security Service Charges		16,41,087		16,44,915
(k) Communication Expenses				
(i) Telephone & Internet Charges	1,97,744		2,52,473	
(ii) Postage & Telegram	3,97,494	5,95,238	4,36,106	6,88,579
(l) Insurance Charges		11,86,590		12,18,444
(m) Bank Charges (Other than Finance Cost)		10,41,557		7,41,137
(n) Printing & Stationery		2,78,292		2,96,039
(o) Donation & Contribution :				
(i) Donation	19,100		32,100	
(ii) Fees & Subscription	41,000	60,100	38,400	70,500
(p) Payment & Provision to Auditors Remuneration :-				
(i) Statutory Audit Fees provided	1,31,250		1,31,250	
(ii) Tax Audit Fees provided	43,750		43,750	
(iii) GST Audit & Certification Fees	30,000		15,000	
(iv) Other Certification Fees paid	4,000		5,000	
(v) Secretarial Audit Fees provided	7,500		7,500	
(vi) Cost Audit Fees provided	17,500	2,34,000	17,500	2,20,000
(q) Non-Executive Director's Sitting Fees				
(i) Paid to related party as per Ind AS-24	10,000		10,000	
(ii) Paid to other non-executive directors	30,000	40,000	30,000	40,000
(r) Loss on Cancellation of Forward Contract-Speculation Loss		5,78,288		-----
(S) Provision for Gratuity as per AS-15 provided/(Written back)		1,86,400		(37,80,232)
(S) Miscellaneous Expenses		4,85,877		3,25,899
		5,70,82,324		5,89,94,409

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Notes Forming Part of The Standalone Ind AS Financial Statements for the Year Ended 31st March, 2021

NOTES ON ACCOUNTS

	Current Year Ended 31/03/2021 (Amount in Rs.)	Previous Year Ended 31/03/2020 (Amount in Rs.)
25 TAX EXPENSES		
A Amount recognised in Profit & Loss		
Current Income Tax	5,29,19,853	3,18,13,090
(Less)/Add : Deferred Tax (Assets) / Liability (Net) pertaining to Current Year	(4,08,000)	7,77,000
Total of Tax Expenses Recognised in Profit and Loss [A]	5,25,11,853	7,77,000
B Amount recognised in Profit & Loss as Exceptional Items		
Deferred Tax Liability /(Assets) of Unrealised Gain/(Loss) on Equity Oriented Units of Mutual Fund	(1,41,15,000)	1,41,15,000
Total Recognised during the financial year in Profit & Loss as Exceptional Items [B]	(1,41,15,000)	1,41,15,000
C Amount recognised in Other Comprehensive Income		
Deferred Tax Liability /(Assets)		
On Items that will not be reclassified to Profit or Loss		
Equity Instuments throught Other Comprehensive Income i.e.		
Deferred Tax (Liability) /Assets (Net) of Unrealised Gain/(Loss) on Eq. Oriented Units of Mutual Fund	(1,95,37,000)	11,24,000
Total Recognised during the financial year in Profit & Loss as Other Comprehensive Income [C]	(1,95,37,000)	11,24,000
26 OTHER COMPREHENSIVE INCOME /(LOSS)		
Items that will not be reclassified to Profit and Loss		
Re-Equity Instruments through Other Comprehensive Income /(Loss) i.e.		
Unrealised Gain/(Loss) of Equity Oriented Units of Mutual Fund on valuation of Fair market value as on year ended date	20,44,02,602	(4,73,22,345)
(Less)/Add : Income Tax [Deferred Tax (Liability)/Assets] relating to Items that will not be re-classified to Profit and Loss as stated above	(1,95,37,000)	11,24,000
Net of Other Comprehensive Income (Loss) recognised during the year	18,48,65,602	(4,61,98,345)

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Notes Forming Part of The Standalone Ind AS Financial Statements for the Year Ended 31st March, 2021

	As at 31st March, 2021 (Amount in Rs.)	As at 31st March, 2020 (Amount in Rs.)
27 NOTES ON ACCOUNTS		
27. ADDITIONAL INFORMATION TO THE FINANCIAL STATEMENTS & OTHERS ACCOUNTING STANDARDS		
Contingent liabilities (to the extent not provided for)		
a) Claim against the company not acknowledge as debt	Nil	Nil
b) Letter of Credit Given by bank on Import :		
Value of Letter of Credit issued by bank on behalf of the Company	Nil	1,74,97,958

27.2 Details on derivatives instruments and unhedged foreign currency exposures

A Only one derivative as "Forward exchange contracts" is open as on 31st March, 2021. These transactions have been undertaken to act as economic hedges for the Company's exposures to various risks in foreign exchange markets and may/may not qualify or designated as hedging instruments. The Forward exchange contracts, which are not intended for trading or speculative purpose but for hedge purposes to establish the amount of reporting currency available at the settlement date of certain receivables. The accounting for these transactions is stated in Notes of accounts. The details of exposures are as below:-

Details of Forward exchange contracts exposures are as below :-

	Particulars	Curre-ncies	Current Year 31/03/2021 (in Foreign Currencies)	Previous Year 31/03/2020 -(in Foreign Currencies)
(a)	Opening forward exchange contract as on the beginning of the year for Export Receivables	USD	$25,00,000	$16,00,000
(b)	Forward exchange contracts made during the financial year for Export Receivables	USD	$4,00,000	$37,50,000
(c)	Forward exchange contracts materialised during the year from Export Receivables	USD	$25,00,000	$28,50,000
(d)	Closing forward exchange contract as on the end of the year for Export Receivables	USD	$4,00,000	$25,00,000

B Details of Hedged Foreign Currencies Exposures as on the year ended valued at the Closing Exchange Rate

	Particulars	Curre-ncies	As at 31st March, 2021 (in Foreign Currencies)	As at 31st March, 2020 (in Foreign Currencies)
(a)	Export Receivables in Foreign currencies as on year ended - valued at closing exchange rate	USD	-------	$5,35,909
(b)	MTM - Profit on Outstanding forward exchange contracts as on year ended -*Not to be recognised*	Rupee	Rs. 7,22,285	-----
(c)	MTM - Loss, if any on Outstanding forward exchange contracts as on year ended - Not to be recognised	Rupee	-------	Rs. 16,90,944

C Details of Unhedged Foreign Currencies Exposures as on the year ended valued at the Closing Exchange Rate

	Particulars	Curre-ncies	As at 31st March, 2021 (in Foreign Currencies)	As at 31st March, 2020 (in Foreign Currencies)
(a)	Export Receivables in Foreign currencies as on year ended - valued at closing exchange rate	USD	$12,25,829	-----
(b)	Outstanding Sundry Creditors against Import	USD	$1,60,991	$2,31,256
(c)	Advance received Cutomers against Export Sales	USD	$20,000	$3,616
	— do ----------	GBP	£88,125	£4,201
(d)	Advance paid to suppliers against Import	USD	$3,960	$3,660

D Details of Unhedged Foreign Currencies Exposures as on the year ended valued on booking rate only

Particulars	Curre-ncies	As at 31st March, 2021 (in Foreign Currencies)	As at 31st March, 2020 (in Foreign Currencies)
Advance paid against expenses	EURO	€ 10,350	€ 10,350

27.3 C.I.F.Value of Imports :

	Current Year Ended 31/03/2021 (Amount in Rs.)	Previous Year Ended 31/03/2020 (Amount in Rs.)
(a) Raw Materials & Components	21,94,62,081	17,88,33,711
(b) Consumable Stores & Spares	55,323	----
Total C.I.F. Value of Imports	21,95,17,404	17,88,33,711

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Notes Forming Part of The Standalone Ind AS Financial Statements for the Year Ended 31st March, 2021

NOTES ON ACCOUNTS

	Current Year Ended 31/03/2021 (Amount in Rs.)	Previous Year Ended 31/03/2020 (Amount in Rs.)
27.4 Expenditure in Foreign Currency :		
Travelling Expenses	—	45,20,301
Trade Fair & Exibition Expenses (net of pmt.)	—	8,33,725
Testing & Certification Expenses	27,15,751	20,80,914
Advance paid against Trade Exibition expenses	—	8,17,909
Total Expenditure in Foreign Currency	27,15,751	82,52,849
27.5 Earning in Foreign Exchange :		
Net Export of Manufactured Goods calculated on FOB basis	61,99,41,850	47,85,49,832
Net of Freight Outward Collection during Export Sales over Freight Outward Expenditure	54,86,791	—
Total Earning in Foreign Currency	62,54,28,641	47,85,49,832

27.6 Details of Government Grants :

Government grants received by the Company during the year towards - Other Incentive like	Current Year Ended 31/03/2021 (Amount in Rs.)	Previous Year Ended 31/03/2020 (Amount in Rs.)
Duty Drawback Received	1,00,43,390	95,74,765
Sale of Licence	23,24,584	1,52,01,935

27.7 Details of Segment Information :

(a) Information about Primary Business Segments :- The Company is primarily engaged in the business of manufacturing of Engineering Goods like Liquified Petroleum Gas Regulator (LP Gas Regulator), Accessories and Parts thereof. Since inherent the nature of all these manufacturing items have been grouped as a single segment in the financial statement. As the Company's business activity falls within a single primary business segment the disclosure requirements in this regard are not applicable.

(b) Information about Secondary Business Segments :

	Current Year Ended 31/03/2021 (Amount in Rs.)		Previous Year Ended 31/03/2020 (Amount in Rs.)	
[i] Revenue by Geographical Markets				
Revenue from Operation : Export in Foreign Cuffrencies	61,99,41,850		47,85,49,832	
Revenue from Operation : Domestic	8,27,33,934	70,26,75,784	7,67,51,593	55,53,01,425
[ii] Segment Assets by Geographical Markets				
Export receivable represents outside India	8,97,46,987		3,87,65,935	
Total Assets in India (other than Export receivable)	1,11,03,10,284	############	70,63,43,343	74,51,09,278
[iii] Capital Expenditure incurred during the year				
In Foreign Markets	—		—	
In Domestic Markets	1,09,48,248	1,09,48,248	2,07,98,061	2,07,98,061

27.8 Details of Related Party Transaction - As per Ind AS 24 & Compensation of Key Management Personnel :

A) List of Related Parties :-

(a) Main promoters holding more than twenty percent as substantial intrerest of the Company and have Significance influence over the activity :-

Promoters Group Name (holdding more than 20%)	Relationship
Asheesh Dabriwal (holding 60.26%)	Managing Director of the Company

(b) Key Management Personnel & their Relative involved in Companies activities :-

(i) Sri Asheesh Dabvriwal - Managing Director & Chief Executive Officer of the Company.
(ii) Smt. Anjum Dhandhania-Non Executive Director of the Company (sister of Managing Director Sri Asheesh Dabriwal)
(iii) Sri Janak Bhardwaj - Executive Director & Chief Operating Officer of the Company.
(iv) Sri Ashok Kumar Singh - Chief Financial Officer of the Company.
(v) Ms. Suruchi Tiwari - Company Secretary-cum-Compliance Officer of the Company.

(c) Enterprises where Key Management Personnel & their Relatives have substantial interest and / or significance influence i.e. "Promoter Group" :

Dabriwala Constructions Private Limited

B) The Company has entered into transactions with certain parties as listed above during the year under consideration. Full disclosures have been made and the board considers such transactions as being in the normal course of business at rates agreed between parties. Details of related party transactions during the year ended 31st March, 2021 and balances outstanding as at 31st March, 2021 :

(a) Related party transaction during the year ended 31st March, 2021

Head of Accounts (Name in case of more than 10%)	Categories of Related Party	Current Yr.Ended 31/03/2021 (Rs)	Previous Yr.Ended 31/03/2020 (Rs.)
Employees Benefit Expenses incurred for Key Management Personnel		—	
Salary & Wages and Bonus	Key Management Personnel	1,30,85,539	1,29,03,459
Non-Executive Director's Sitting Fees			
paid to Anjum Dhandhania	Key Management Personnel	10,000	10,000
Office Rent paid to			
Dabriwala Constructions Pvt. Ltd.	Promoter Group	1,50,000	1,50,000
Total of Related Party Transaction during the year		1,32,45,539	1,30,63,459

(b) Outstanding of Related party transaction as at 31st March, 2021

Total of Related Party Transaction outstanding as at year ended	------	----

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Notes Forming Part of The Standalone Ind AS Financial Statements for the Year Ended 31st March, 2021

NOTES ON ACCOUNTS

27.9 Details of Earning Per Shares :

Basic & Diluted (excluding and including Extraordinary items) of Earning Per Share on Continuing Operation as well as Total Operations	Current Yr.Ended 31/03/2021 (Rs.)	Previous Yr.Ended 31/03/2020 (Rs.)
Net Profit for the year from Continuing Operations attributable to the equity shareholders (Amount in Rs.)	23,13,79,178	3,09,12,969
Weighted average number of equity shares of Rs. 10/- each per Value (in numbers)	30,00,000	30,00,000
Basic & Diluted (excluding & including Extraordinary Items) of Earning Per Shares on Continuing Operations as well as Total Operations (Amount in Rs.)	₹ 77.13	₹ 10.30

27.10 Corporate Social Responsibility (CSR) :

CSR amount to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is Rs.29,36,000/- (Previous Year Rs.29,71,000/-) and the entire CSR expenses Contributed/paid to Prime Minister national Relief Fund.

27.11 Events after the Reporting period :

The Board of Directors have recommended final equity dividend of Rs.4/- per fully paid-up equity shares of Rs.10/- each, i.e. @40% of the total Equity Share Capital, aggregating Rs.120 lakhs for out of profit of Financial Year 2020-21 (year ended 31/03/2021). The actual dividend amount and their taxes will be reflected at the time of actual declaration in AGM.

27.12 Details of Deferred Tax Assets :

(a) During the year, the Company recorded the cumulative net timing difference as a "Deferred Tax Liability" up to 31st March, 2021 of Rs. 1,76,38,000/- (Previous Year Deferred Tax Assets of Rs.1,56,06,000/-). The Net Deferred Tax Assets of Rs.4,08,000/- credited to Statement of Profit and Loss for the year ended 31st March, 2021. (Previous Year deferred tax liability debited of Rs.7,77,000/-). The Net Deferred Tax Liability of Exceptional Item (Gain from Mutual Fund due to COVID-19) Adjusted in Profit & Loss Account of Rs.1,41,15,000/- (Previous Year Deferred Tax Assets Rs.1,41,15,000/-). Deferred Tax Liability on Other Comprehensive Income for the year ended 31st March 2021 adjusted Rs.1,95,37,000/- (Previous Year Deferred Tax Assets adjusted of Rs.11,24,000/-).

(b) In the current financial year Income Tax Liability for the year ended 31st March, 2021 has been determined after taking into consideration the benefits available under the provisions of the Income Tax Act, 1961 and accordingly Rs.5,29,19,853/- for Current Year Income tax has been provided (Previous year Rs.3,18,13,090/-). The above provision for Income Tax in the opinion of the Management is adequate.

(c) The Income-Tax assessment of the Company U/s 143(1)(a) has been completed up to Assessment Year 2019-2020.

27.13 Approval of Financial Statements :

The Standalone Ind AS Financial Statements were approved by the Board of Directors of the Company on 9th June, 2021.

27.14 Previous Year Figures :

The above statement is prepared according to the Companies Act, 2013. This has significantly impacted the disclosure and presentation made in the financial statements. Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosures.

27.15 Other Information :

Other information required by the Companies Act, 2013 are either nil or not applicable in the circumstances of the Company.

SIGNATORIES TO NOTES "1" TO "27.15"

In terms of our report of even date
For NAVIN NAYAR & COMPANY
Chartered Accountants
(Firm Registration No. 317117E)

Sd/-
[NAVIN NAYAR]
Proprietor
(Membership No. 053267)

Place : 8, Camac Street, Kolkata-700 017.
Date : The 9th day of June, 2021
UDIN : 21053267AAAAAR5461

For and on behalf of the Board

Sd/-
[Asheesh Dabriwal - M.D. & C.E.O. DIN-00044783]

Sd/-
[Janak Bhardwaj - Director & C.O.O. DIN-00047641]

Sd/-
[Buddhadeb Basu - Independent Director DIN-00061771]

Sd/-
[Ashok Kumar Singh - Chief Financial Officer]

Place : Kolkata, Date : The 9th day of June, 2021

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Attendance Slip

Corporate Identity Number (CIN) : L65921WB1991PLC051555

Registered Office : 10, Middleton Row, Kolkata – 700 071

E-mail : info@dhpindia.com, Website : www.dilindia.co.in

Thirtieth Annual General Meeting at Calcutta Chamber of Commerce, 18H, Park Street, Stephen Court, Kolkata – 700 071 held on Monday, 27th September, 2021

Folio No._____ DP ID No._____ Client Id No._____

Name of the Member _____ Signature _____

Name of the Proxy holder _____ Signature _____

I certify that I am registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the Thirtieth Annual General Meeting held on Monday, 27th September, 2021.

.....

Member's / Proxy's Signature

Note : Shareholders / Proxy holders desiring to attend the meeting should bring their copy of the Annual Report as the same will not be distributed again at the meeting.

DHP INDIA LIMITED

Form of Proxy

Corporate Identity Number (CIN) : L65921WB1991PLC051555

Registered Office : 10, Middleton Row, Kolkata – 700 071

E-mail : info@dhpindia.com, Website : www.dilindia.co.in

PROXY FORM – Form NO. MGT-11

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Thirtieth Annual General Meeting at Calcutta Chamber of Commerce, 18H, Park Street, Stephen Court, Kolkata – 700 071 held on Monday, 27th September, 2021

Name of the Member (s) :.....

Registered address :.....

E-mail Id :.....

Folio No./Client ID No. :..... DP Id No. .....

I/We, being the member(s) of .....shares of DHP India Limited, hereby appoint

Name :.....E-mail Id :.....

Address :.....Signature :.....

or falling him/her

Name :.....E-mail Id :.....

Address :.....Signature :.....

or falling him/her

Name :.....E-mail Id :.....

Address :.....Signature :.....

as my / our proxy to attend and vote (on a poll) for me / us on my / our behalf at the **THIRTIETH ANNUAL GENERAL MEETING** of the Company to be held on Monday, 27th September, 2021 at 11.00 A.M. and / or any adjournment thereof in respect of such resolutions as are indicated below :-

i. Adoption of Standalone Financial Statements like Statement of Profit & Loss, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement, and Report of Board of Directors and Auditors for the year ended March 31, 2021.

ii. Declaration of dividend of Rs.4/- per Equity Shares [@40%] for the financial year 2020-21.

iii. Re-appointment of Smt. Anjum Dhandhania as a Director of the Company who retire by rotation.

iv. Re-increase of Remuneration of Sri Asheesh Dabriwal, Managing Director of the Company for his remaining three years period.

Signed this .....day of.....2021

Affix Revenue Stamp

Signature of shareholder ..... Signature of Proxy holder(s).....

Note : 1. The Proxy must be deposited at the Registered Office of the Company at 10, Middleton Row, Kolkata 700 071, not less than 48 hours before the time for holding of Annual General Meeting (on or before September 27, 2021 at 11.00 a.m.).

2. The form should be signed across the stamp as per specimen signature registered with the Company.

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

BALLOT FORM

Corporate Identity Number (CIN) : L65921WB1991PLC051555

Registered Office : 10, Middleton Row, Kolkata – 700 071

E-mail : info@dhpindia.com, Website : www.dilindia.co.in

(For voting for the resolutions to be passed at the Thirtieth Annual General Meeting of the Company to be held on Manday, the 27th day of September, 2021 at 11.00 A.M. at "Calcutta Chamber of Commerce", 18II, Park Street, Stephen Court, Kolkata – 700 071)

Name of Member/Proxy attending meeting : _____

Name of Shareholders : _____

Folio No./Client ID No. _____ DP ID NO. _____

No. of Equity Shares Held _____

I/We hereby exercise my/our vote in respect of the Resolution to be passed through ballot for the business stated in the Notice of the Company dated 9th June, 2021 by conveying my/our assent or dissent to the said Resolution by placing the tick (√) mark at the appropriate box below :

Resolution Sr. No.	Description	I/we assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
	ORDINARY BUSINESS		
1	Ordinary Resolution to consider and adopt the Audited Financial Statements (including the Standalone Financial Statement like Balance Sheet, Statement of Profit & Loss, Statement of Changes in Equity, Cash Flow Statement and other Financial Reports) together with Report of the Board of Directors and Auditors report for the year ended March 31, 2021.		
2	Ordinary Resolution to declare a final dividend of Rs.4 per Equity Shares (i.e. @405% of Share Capital of the Company) for the financial year ended March 31, 2021.		
3	Ordinary Resolution seeking approval for re-appointment of Director Smt. Anjum Dhandhania (DIN : 00058506), who retire by rotation and, being eligible offer herself for re-appointment.		
	SPECIAL BUSINESS		
4	Special Resolution seeking approval for Increase of Remuneration of Sri Asheesh Dabriwal, (DIN – 00044783) as Managing Director of the Company for his remaining period of Three Years from 1st April, 2021 to 31st March, 2024.		

Signature of Member/Proxy Voting

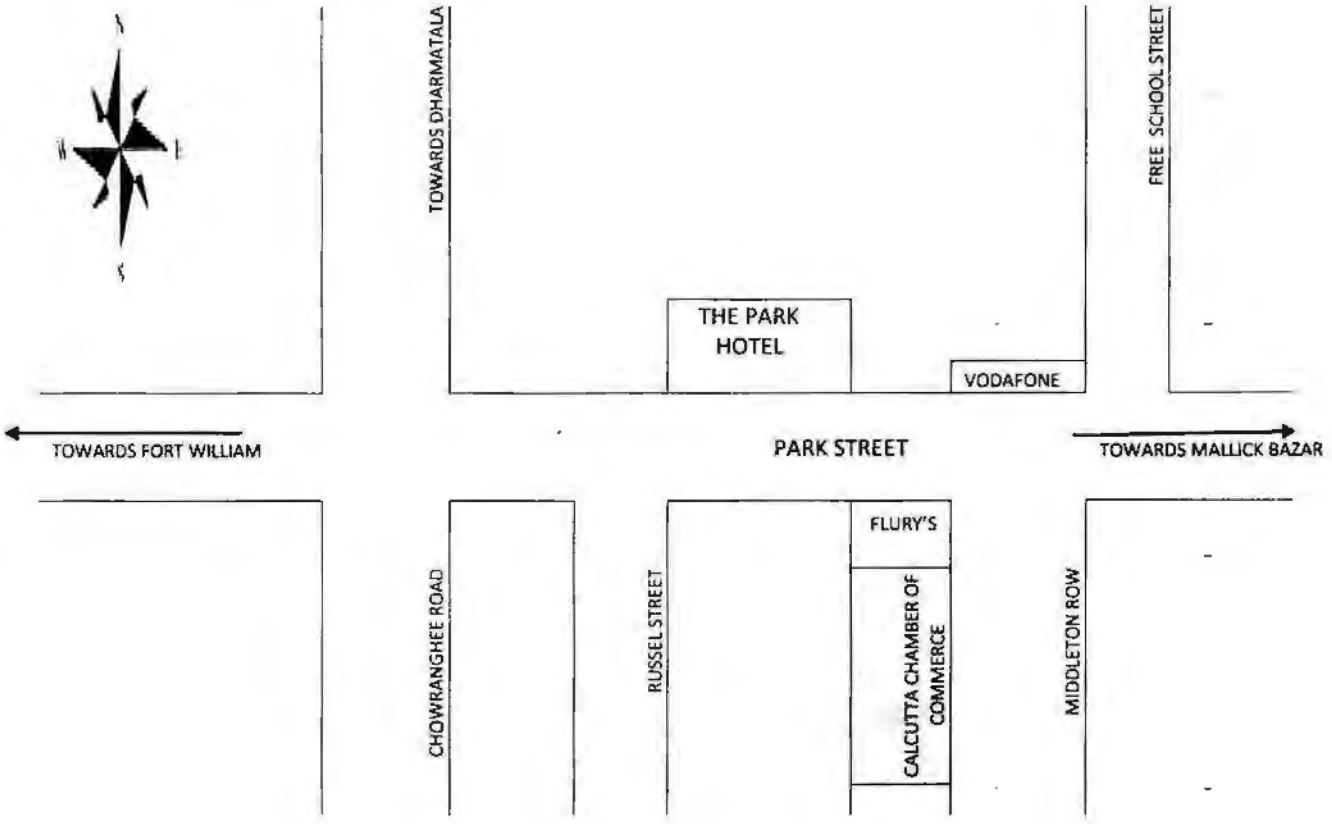
Notes : This Ballot Form shall be used by the Shareholders/Proxy holders who does not have access to the e-voting system.

DHP INDIA LIMITED KOL-71

DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555
Registered Office : 10, Middleton Row, Kolkata – 700 071
E-mail : info@dhpindia.com, Website : www.dilindia.co.in

A Route Map of Place of 30th Annual General Meeting to be held on Monday, 27th September, 2021 at 11. A.M. to CALCUTTA CHAMBER Of COMMERCE, 18H, Park Street, Stephen Court, Kolkata – 700 071, is given below as per requirement of Secretarial Standard - 2



DHP INDIA LIMITED KOL-71

If undelivered please return to :

DHP INDIA LIMITED
Regd. Office : 10, Middleton Row,
Kolkata – 700 071
Phone : (033) 2229-5735/7995

DHP INDIA LIMITED KOL-71