



# Maheshwari Logistics Limited

ISIN: INE263W01010

SYMBOL: MAHESHWARI

Moving Every Mile With A Smile  
DATE: 07.09.2021

To,  
**The Manager-Listing Department,**  
**The National Stock Exchange of India Limited,**  
Exchange Plaza, NSE Building,  
Bandra Kurla Complex,  
Bandra East, Mumbai-400 051,

**Subject: Submission of Notice Convening the 15<sup>th</sup> Annual General Meeting of Maheshwari Logistics Limited and Annual Report under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.**

Respected Sir,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Annual Report of the company along with the Notice of **15<sup>th</sup> Annual General Meeting ('AGM')** for the financial year 2020-21, which is being sent through electronic mode to the members.

The **15<sup>th</sup> Annual General Meeting ('AGM')** is scheduled to be held on **Thursday, September 30, 2021 at 4:00 p.m.** through video conferencing ('VC') / other audio-visual means ('OAVM').

Kindly take the above on your records.

Thanking You,  
Yours Truly,

For **Maheshwari Logistics Limited**

*Vamsikrishna*

**Nandula. Vamsikrishna**  
Company Secretary &  
Compliance Officer



Encl: 15<sup>th</sup> Annual Report for the year financial year 2020-21.

**SUPPLIERS OF ALL TYPE OF COAL, COKE, LIGNITE, KRAFT PAPER & DUPLEX BOARD, FLEET OWNERS & TRANSPORTS CONTRACTORS**

MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Vapi-396 195 (Guj.) Phone : +91 260 2431024 Fax : 2427024

E-mail : info@mlpl.biz

Web : www.mlpl.biz

CIN : L60232GJ2006PLC049224



**Maheshwari Logistics Limited**  
Moving Every Mile With A Smile



15<sup>TH</sup>  
ANNUAL  
REPORT 2020-21





# 1

## WHATS INSIDE

### COMPANY OVERVIEW

|                                   |     |
|-----------------------------------|-----|
| Corporate Information             | 1   |
| Vision - Mission - Values         | 2   |
| Our Milestones                    | 3   |
| Managing Director's Desk          | 4   |
| Meet The Management               | 6   |
| Business Review                   | 8   |
| Strategic Plan                    | 16  |
| Competitive Strength              | 16  |
| Notice                            | 17  |
| Board's Report                    | 31  |
| Corporate Governance Report       | 60  |
| Standalone Financial Statements   | 70  |
| Consolidated Financial Statements | 120 |

**Disclaimer** Certain statements in this Report relating to our business operations and prospects may be forward-looking statements. These statements can be identified by usage of words such as 'believes', 'estimates', 'anticipates', 'expects', 'intends', 'may', 'will', 'plans', 'outlook' and other words of similar meaning in connection with a discussion of future operating or financial performance.

These forward-looking statements are dependent on assumptions, data or methods that may be incorrect or imprecise and hence may be incapable of being realised. Such statements are not

guaranteed of future operating, financial and other results, but constitute our current expectations based on reasonable assumptions. The Company's actual results could materially differ from those projected in any forward-looking statements due to various future events, risks and uncertainties some of which are beyond our control. We do not assume any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

All Images used in reports are for presentation purposes only.

# 2

## CORPORATE INFORMATION

### Management Team

#### Chairman & Wholetime Director

Mr. Vinay Maheshwari

#### Managing Director

Mr. Varun Kabra

#### Executive Directors

Mr. Amit Maheshwari

Mr. Vipul Vashi

#### Non-Executive Directors

Mrs. Mukta Maheshwari

Mrs. Mayadevi Kabra

#### Chief Executive Officer

Mr. Neeraj Maheshwari

#### Independent Directors

Mr. Giriraj Laddha

Mr. Mukesh Agrawal

Mr. Ajay Shah

Mr. A. B. Panchal

Mr. Hemant Pant

Mr. Ramnaresh Kabra

Mrs. Payal Tosniwal

#### Chief Financial Officer

Mr. Pradeep Kumar Dad

#### Company Secretary & Compliance Officer

Mr. Nandula Vamsikrishna

### Auditors

#### Statutory Auditors

M/s. NPV and Associates

#### Internal Auditor

M/s. Shailendra Jain & Associates

#### Secretarial Auditor

M/s. Shilpi Thapar & Associates

### Registered Office

#### Maheshwari Logistics Limited

MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase, GIDC, Vapi, Valsad Gujarat-396195 India

### Registrar & Share Transfer Agents

#### Bigshare Services Pvt Ltd

1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059, India.

### Bankers

State Bank of India

Axis Bank Limited

### Details

ISIN : INE263W01010

NSE Code : MAHESHWARI

CIN : L60232GJ2006PLC049224



# 3



## VISION

To achieve success and be a premium company with a clear focus on our values without missing any opportunity.

## MISSION

To deliver excellent and timely services to our customers and maximum benefits to our shareholders as well as our employee and the society.

## VALUES

### **DREAM**

Dreaming on big challenges and seeing them through.

### **INTEGRITY**

Integrity and Honesty in our dealings.

### **ETHICS**

In the end success or failure will come down to an ethical decision, one on which those now living will be judged for generations to come.

# 4

## OUR MILESTONES



Maheshwari Logistics Limited (MLL) is a diversified business house with its primary focus on managing bulk cargo logistics. Besides, we also manufacture Kraft paper. A family business legacy of logistics management, serving clients like Coal India & its subsidiaries for four decades now. The subsidiaries then, now taking a step ahead, Maheshwari Logistics went public, on 5th December 2016, and got listed on the NSE Emerge Platform on 16th January 2017. On 15th April 2019, MLL made its spot on the main board of NSE. Our head office is located in Vapi, Gujarat, and we operate from 21 offices, with an employee base of 500. (Including contractual).

We are one of the largest logistics companies in Gujarat & Rajasthan, with an owned fleet of 60 trucks, and a strong association with 7,000 truck owners. We are into logistics of bulk cargo via road for multiple sectors- Cement, Paper, Textiles, and Fertilizers, and many more. Over the years, we have developed a strong stature in logistics services and are well known for our reliability and on-time delivery.

Through years of experience, we witnessed the need for procuring coal/petcoke in bulk and then passing on the benefits to SME & MSME consumers. Seizing the opportunity and, being aware of the Industry-specific needs, we also ventured our way in grading and screening of coal, setting up a plant in Vapi.

In 2015, we ventured in paper manufacturing, taking over an existing unit in Vapi to produce Kraft Paper, widely used in the packaging industry. Keeping the environment sacred, we manufacture kraft papers with 100% recyclable items.

- The company has 5 centers for collection of Waste Paper

5



## MANAGING DIRECTOR'S DESK

### Highlights Of The Year

**45.03**

**Rs. Crores**

**EBITDA**

**9.29**

**Rs. Crores**

**PAT**

**676**

**Rs. Crores**

**REVENUE**

### Dear Shareholders,

Confronted by compounding crises, 2020-21 remained an unprecedented fiscal – the world strived to find its way back from a pandemic as corrosive to the commercial and political order as it has been devastating to lives and livelihood. FY21 was a completely unprecedented year; a year of a global pandemic followed by global recession and subsequent government actions to reduce uncertainty in the business scenario.

In February 2021, it appeared that India may have managed the situation pretty well, but then the numbers increased unprecedentedly. The Indian government stepped up, allowed vaccination for all eligible adults and initiated several measures to reduce the impact of the second wave. This coupled with the support of equipment, medicines and other essentials from the global community has helped India in its fight against the COVID crisis.

The Indian economy recorded a negative growth rate of 24.4 percent and 7.3 percent in Q1 FY 2021 and Q2 FY 2021 due to lockdown measures. However, the lifting of lockdown measures brought the GDP growth into positive territory of 0.4 percent in Q3 FY2021, which again fell into a negative territory of 1.1 percent in Q4 FY2021 due to the reimposition of certain lockdown type restrictions in certain states. Hence, the overall growth is expected to be in negative territory by 8.0% in FY2021 compared to the growth rate of 4.2 percent in 2019-20.

Today, I am proud of what your company has achieved and learnt during this truly uncommon year. The resilience and the agility with which response was initiated to safeguard employees and partners were praiseworthy. On the business front, our focus on sustainability, digitisation, automation and creating a process driven organization helped us tide through tough times. We also focused on cost optimisation, growth, the wellbeing of all stakeholders and creating an agile and innovative organisational culture.

As the Managing Director of the Company, let me assure you that despite myriad challenges, your company is focused on maintaining the growth momentum and delivering value. In FY 21 due to COVID 19, our sales for the year and PAT declined

**13.87**

Lakh MT Cargo handled

More than **05**

lakh MT of coal handling

**80,000 MT**

of Kraft Paper Produced

**100%** recycled

Kraft Paper

by 11% and 37% respectively; partially attributable to the lockdown imposed during last week of March 2020.

Though the top line and profits declined in the first half of FY21, we were able to reverse this trend and achieved healthy growth and margin in the second half. By the fourth quarter, plant utilization was back to pre-COVID levels. Better capacity utilisation supported by a positive demand scenario, favourable recovery trends combined with operational excellence steered recovery in the second half of the year.

As an organisation, we have left no stone unturned to ensure value creation for our stakeholders. We are focused on driving positive change and our future growth strategy is based on various initiatives such as green energy, technological upgradation, long term sustainability, environment friendly practices, corporate governance and talent management. Your company is also focusing on several growth opportunities in both its business segments to improve the bottom line.

I wish to thank all our stakeholders – shareholders, investors, bankers, customers, vendors and employees for their continued support.

Sincerely,

**Mr. Varun Kabra**

Managing Director





# 6

## MEET THE MANAGEMENT



### **Mr. Vinay Maheshwari**

Mr. Vinay Maheshwari, - 43 years is the Promoter, Chairman and Whole Time Director of the Company. He has completed his Bachelor of Commerce from Shri Shahuji Maharaj University, Kanpur. He has an experience of more than 10 years in the coal industry. His jurisdiction of work includes overall management of coal.



### **Mr. Varun Kabra**

Mr. Varun Kabra, - 35 years Promoter and Managing Director of the Company. He has completed Masters of Business Administration from the University of Technology, Sydney. With an experience of more than 7 years in the logistics industry, he looks after the Logistics business.



### **Mr. Amit Maheshwari**

Mr. Amit Maheshwari, - 45 years is the Whole Time Director of the Company. He has completed Bachelor of Commerce from Kanpur University. His scope of work includes management of sales and production of paper business of the Company.



### **Mr. Vipul Vashi**

Mr. Vipul Vashi, - 51 years is the Executive Director of the Company. He is associated with the Paper Division of the Company. He is a Mechanical Engineer having more than 15 years of experience in production. He handles the production process at the Paper Manufacturing Unit.



### **Mrs. Mukta Maheshwari**

Mrs. Mukta Maheshwari, - 48 years is a Non-executive Director of the Company. She has completed her education from Rajasthan University. Her work includes guiding the Employee welfare activities and Human Resource Department of the Company.



### **Mrs. Mayadevi Kabra**

Mrs. Mayadevi Kabra, - 65 years is a Non-executive Director of our Company.



### **Mr. Giriraj Laddha**

Mr. Giriraj Laddha, - 54 years is an Independent Director of the Company. He is a Chartered Accountant by profession having relevant expertise in the field of Accounting and Finance and has also been empanelled as Reviewer with the Peer Review Board. He is the Chairman of Audit Committee and Stakeholder Relationship Committee of the Company.



### **Mr. Ajay G. Shah**

Mr. Ajay G. Shah, - 55 Years is an Independent Director on the Board of the Company. He is a Law graduate having 25 year of rich exposure in the field of Finance & Taxation. He has played key role as an advisor and as a position holder in the various Associations, Committees, Colleges, Chamber of Commerce, and Companies. He is the Chairman of Nomination and Remuneration Committee and Member of Corporate Social Responsibility Committee of the Company.

**Mr. Mukesh Agrawal**

Mr. Mukesh Agrawal, - 52 years has been appointed as an Independent Director on the Board of the Company with effect from 30th May, 2018. He is Qualified Chartered Accountant with an experience of 21 years and has headed multiple positions in renowned business groups in Finance, Accounts and Taxation Domain.

**Mr. Hemant Pant**

Mr Hemant K. Shah, - 45 years is an Independent Director of the Company. He is a Commerce graduate and has an experience of more than 25 years in Sales Tax, Income Tax, Service Tax, Industrial And Financial Advisory Services, etc.

**Mr. A. B. Panchal (Retd. IAS)**

Mr. Ambalal Panchal, - 73 is an Independent Director of the Company. He is retired IAS Officer and B.E (Technical) by qualification. He has a vast experience in the field of Administration, Financial Viability and Assessment of asset. He has more than 30 years of experience in the field of Industries, Administration and Rural Development etc. He was also associated with Bhavnagar Energy Co. Ltd. Additional Secretary to Government of Gujarat in Energy and Petrochemical Department, worked as a Collector of Bhavnagar district, Director of Employment and Training Gandhinagar, District Development Officer Vadodara, etc.

**Mr. Ramnaresh Kabra**

Mr. Ramnaresh Kabra, - 62 years is an Independent Director of the Company. He is a Commerce graduate from Rajasthan University and has an experience of more than 35 years in the field of Human Resource, administration and management.

**Mr. Pradeep Kumar Dad, Chief Financial Officer**

Mr. Pradeep Kumar Dad, - 34 years is a Chief Financial Officer of the Company, he is a Chartered Accountant by qualification and his scope of work includes looking after overall Accounts/ Finance & Taxation of the Company.

**Mr. Nandula Vamsikrishna**

Mr. Nandula Vamsikrishna is a qualified Company Secretary and is an Associate Member of Institute of Company Secretaries of India and Management graduate in Finance having Six years of work exposure in Accounts/Taxation & Secretarial.

**Mr. Neeraj Maheshwari, Chief Executive Officer**

Mr. Neeraj Maheshwari, - 48 years is the Chief Executive Officer of the Company. He has completed Bachelor of Commerce from Kanpur University. He is the highest-ranking executive in a company, whose primary responsibilities include making major corporate decisions, managing the overall operations and resources of a company, acting as the main point of communication.

**Mrs. Payal Tosniwal**

Mrs. Payal Kishna Tosniwal is a Member of the Indian Institute of Chartered Accountants of India having 7 years of work experience in Accounts/ Finance & Taxation.



# 7

## BUSINESS REVIEW

### Kraft Paper

We manufacture Kraft paper made from 100% recycled waste paper, since 2015. Over the years, we have utilized our resources on technology to reduce the water content to ensure an efficient production process. Our firm has a manufacturing capacity of more than 90,000 tonnes per annum at its Manufacturing Plant Located at Ambheti, Vapi, Gujarat.

During the year 2020-21, we have manufactured a total of 80,000 MT of Kraft Paper.

This has helped us in minimizing the costs of procurement and ensuring the quality of raw materials. The company also installed and operationalized a captive power plant – lowering our cost of power and the use of steam in the production process.

For the cause :

Single-use plastics have already done their damage, with a cause in our heart, the scope of non-plastic packaging is at its peak. Packaging accounts for a third of India's plastic consumption according to a new study. Paper offers a sustainable alternative for plastic and can capture a substantial share of single-use plastics market by 2025. It's cheaper to produce paper than plastic. This made us grab the opportunity, as the demand is high in every sector, be it from food to courier packaging.

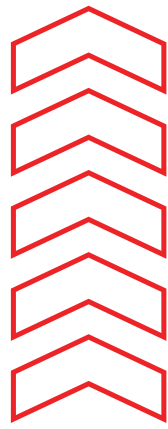
The major drivers for the packaging industry include the increased demand for FMCG and pharmaceutical packaging, rising e-commerce sales due to the coronavirus-induced lockdown.











## Waste Paper

Going green for the Kraft paper, we need waste paper as it's raw material to recycle and reuse it for manufacturing the Kraft Paper. We procure Waste paper from various areas, using it for the in house production and then further sell the excess to other businesses or customers. Waste Paper acts as a substitute for pulp which in turn is the raw material for paper manufacturing. More than 50 percent of the total paper produced from the recovered paper is produced in western India due to the availability of berthing space at ports to import raw materials. Waste paper is utilized for newsprint, duplex, and kraft paper. The Paper industry is heavily dependent on waste paper or recycled fiber, which is scarce. This need is realized through imports, keeping the domestic production untapped. As there are limited players, capitalizing the opportunity will help the company in two ways, to have full control and availability at a competitive price for the raw material of Kraft Paper manufacturing, and the excess is traded to other manufacturers.

During the year 2020-21 your company has collected approx 1 lac ton of Waste Paper..

The COVID 19 Pandemic has collapsed the waste paper market significantly across the world; India is also suffering from the disrupted supply of high strength waste paper for its paper manufacturing.

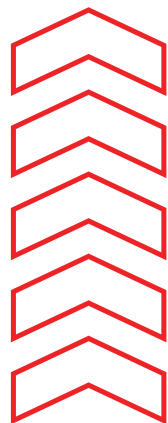
The streamline of the waste paper supply chain is estimated to improve from Q2 onwards; normalcy will prevail in paper recovery. Further, various sentiments and economic packages announced by the Government of India for Making India "Atma Nirbhar"- increase in the import duty, etc. will propagate domestic markets.

- **Identify the centers for procurement of waste items**
- **Segregate recyclable items, from plastic products**
- **Baling or creating bunches for recycling**
- **Converting the recycled waste into Kraft Paper**









## Logistics

Our bulk cargo services are majorly spread over in the states- Rajasthan, Gujarat, Maharashtra, and few parts of Karnataka, Kerala and Uttar Pradesh. We are one of the largest logistics cargo Companies in Gujarat & Rajasthan. During the year, we handled 13.87 lakh tonnes of cargo for our customers, moving coal for cement manufacturers to finished goods for other industries. Some of our major clients are-Ultratech, ACC, JK Cement, Ambuja Cement, Nirma Cement, Ghadi Detergent, Gayatrishakti Paper, Shree Ajit Pulp and Paper, and more. As of March 2020, we have a fleet of 60 trucks and trailers and are in affiliation with 7000+ trucks through third party truck owners. We have a total of 28 operating offices and full-time employees taking care of the client services and ensuring the timely delivery of goods.

Logistics Segment contributes Rs. 115.26 Crore revenue in the Company's financial statement for the financial year 2020-21 which is 17.05% of the total revenue of the Company. The logistics sector plays a vital role in facilitating economic activity and trade movement in the country. The Indian logistics sector was estimated to be at Rs. 19,56,000 crores in the Fiscal Year 2020-21. It is expected to reach a value of Rs. 34,50,000 crores by 2025, growing at a rate of 12 to 13% CAGR during the forecast period of 2020 to 2025. Short term growth due to COVID-19 may be slower due to lower growth in various verticals.

Road transportation accounts for approximately 75% of transportation (by volume), dominates India's logistics spends given the vast landscape and reliance on expensive road transportation.

Recently, the government has invested a lot in logistics infrastructure, to ensure a safe and smooth move. Post-COVID period, demand is likely to be driven by e-commerce and other players who will continue to explore urban spaces. Along with the opportunities and future outlook sector will continue to face the challenges caused by COVID-19 outbreak and various other factors like decrease in demand, an increase in fuel price, decline in industrial output, etc.







**60 +**  
Owned Trucks  
**7,000 +**  
3rd Party Truck  
**13.87 Lakh**  
MT Cargo Handling



## Coal

Our third business is trading Coal/ Lignite/petcoke (includes importing coal, and sale in the domestic market). We purchase in bulk and further sell it to small businesses. Petcoke is procured from the Indian Companies and coal is mainly imported at various ports and then supplied to the customers.

Our integrated logistics help us in each way by ensuring timely supply, giving us a cost advantage. Our coal supply is mainly to customers of varied sectors like paper manufacturing, cement, chemical, textile, fertilizer, lime, and more. We provide extra value-added services like procuring imported coal & Petcoke for our customers, sort the coal by grade in our screening plant, and transport the same to their doorstep. This is advantageous as many small producers don't have the required resources to carry out these activities.

We supplied a total of 5.15 lakh tons of coal and petcoke during the year. Coal Division of the Company consist of 33.43% of the total revenue of the Company.

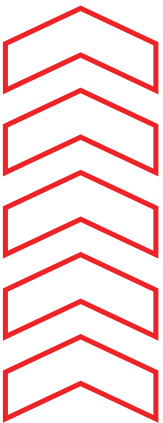
Our strength lies in procuring superior quality coal at better rates and reliability in delivering the same to our clients. We are one of the most preferred vendors for supplying petcoke produced by Essar & Reliance (Petcoke is a cost-effective substitute for natural coal).

Strengths: Procuring good quality coal at low costs

Reliability

We are the third-largest primary energy consumers, after China and the US. The total primary energy consumption from various sectors is led by Coal, followed by crude oil, natural gas, hydroelectricity, renewable power, and nuclear energy respectively. India's coal supply has increased rapidly for many years, and coal continues to be the largest domestic source of energy. Amid stringent air pollution regulations, new coal power plants that are more efficient, flexible, and relatively emits lower substances are sustainable. In contrast, coal demand in India and other emerging Asian economies is picking its pace. India is the most potentially growing market for coal, with a share of global coal consumption more than twice the current intake, by 2040.

The Short-Term Energy Outlook remains subjective, as uncertainty is high due to COVID -19. Reduced economic activities due to COVID-19 has affected energy supply and demand patterns in 2021.







**5.15 lakh tons of coal  
and petcock during  
the year**



8

## STRATEGIC PLAN

1

Expansion to more states for logistics

2

Increase in the consumer base across varied sectors

3

Expand Our Network of Offices and Fleet

4

Increased production Capacity of Paper Manufacturing with minimum costs and high margins for Kraft Paper

5

To commence new collection centres for procuring waste paper

9

## COMPETITIVE STRENGTHS

01.

Wide & well connected logistics network

03.

Experienced & Adept Management

05.

Well developed Infrastructure

### Competitive Strengths

Diversified Business Model

02.

Large Fleet of Owned Vehicles

04.

Integration and alliance of all business sectors

06.

# NOTICE OF ANNUAL GENERAL MEETING

(PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013)

**NOTICE** is hereby given that the Fifteenth (15th) Annual General Meeting of members of **MAHESHWARI LOGISTICS LIMITED** ("the Company") will be held on **Thursday, September 30th, 2021 at 04:00 P.M. Indian Standard Time (IST)** through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility to transact the following business:

## ORDINARY BUSINESS

1. To receive, consider and adopt the Audited financial statements (including audited consolidated financial Statements) of the company for the financial year ended 31st March, 2021 which includes the Balance Sheet, statement of profit & Loss, cash flow statement as at the date, the Auditor's Report and Board's Report thereon
2. To declare final dividend of ₹ 0.50/- per equity share of ₹ 10 each for the financial year ended 31st March 2021.
3. To appoint Mr. Vinay Premnarayan Maheshwari (DIN: 01680099), who retires by rotation and being eligible, offers himself for re-appointment as a director of the company.

## SPECIAL BUSINESS

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

**"RESOLVED THAT Mrs. Punam PushpKumar Dhoot (DIN: 01071852),** who was appointed as an Additional Director in the capacity of a Non-executive, Independent Director of the Company with effect from June 23, 2021 and who holds office until the date of this Annual General Meeting pursuant to section 149,152,161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and Article of Association of the Company, and who meets the criteria for independence as provided in Section 149 (6) of the Companies Act, 2013 along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and in respect of whom the company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a Member proposing her candidature for the office of a Director, be and is hereby appointed as a Non-

Executive, Independent Director of the Company to hold office from a term of Five years from September 30, 2021 to September 29, 2026, not liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 149,197 and other applicable provisions, if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification (s) or re-enactment thereof for the time being in force, Mrs. Punam PushpKumar Dhoot (DIN: 01071852), be paid such fees and remuneration, including commission and reimbursement of expenses, as the Board or the Nomination & Remuneration Committee may approve from time to time within the limits approved by the Members of the Companies subject to the limits prescribed under the Companies Act, 2013."

**RESOLVED FURTHER THAT** any Directors of the company or the Company Secretary of the Company be and are hereby severally authorised to file the necessary e-forms with Registrar of Companies and to do all such acts and deeds as may be required to give effect to the above resolution."

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

**"RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and Articles of Association of the Company and subject to such other approvals as may be necessary in this regard, the approval of the Members of the Company be and is hereby accorded to the re-appointment and the terms of remuneration of **Mr. Varun Kabra (DIN: 02760600)**, as the Managing Director of the Company, for a further period of 5 (five) years with effect from December 01, 2021 to November 30, 2026, as recommended/ approved by the Nomination & Remuneration Committee and Board of Directors in its meeting held on August 13, 2021, on the terms and conditions including remuneration as set out in explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Varun Kabra (DIN: 02760600):





- a. Consolidated Salary: Up to ₹ 87,00,000/- (Rupees Eighty-Seven Lacs only) Per Annum (excluding reimbursement of expenses, and Bonus if any).
- b. Perquisites: He may be entitled to furnished/non-furnished accommodation; Company maintained car, or such other perquisites as may be decided by the Board of Directors of the Company in accordance with the Company's rules from time to time.
- c. All other terms and conditions are as per the HR policy of the Company, if any.

**RESOLVED FURTHER THAT** notwithstanding anything stated herein above, wherein in any financial year, closing on and after March 31, 2022, the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. Varun Kabra the minimum remuneration as per the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board and the Nomination and Remuneration Committee of the Board be and is hereby authorized to decide the remuneration (salary, perquisites and bonus) payable to Mr. Varun Kabra, within the terms approved by the members as above, subject to such other approvals as may be required.

**RESOLVED FURTHER THAT** any Directors of the company or the Company Secretary of the Company be and are hereby severally authorised to file the necessary e-forms with Registrar of Companies and to do all such acts and deeds as may be required to give effect to the above resolution."

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

**"RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and Articles of Association of the Company and subject to such other approvals as may be necessary in this regard, the approval of the Members of the Company be and is hereby accorded to the re-appointment and the terms of remuneration of **Mr. Vinay Premnarayan Maheshwari (DIN: 01680099)**, as the Chairman and Whole Time Director of the Company, for a further period of 5 (five) years with effect from December 08, 2021 to December 07, 2026, as recommended/approved by the Nomination & Remuneration Committee and Board of Directors in its meeting held on August 13, 2021, on the terms and conditions including remuneration as set out in explanatory statement annexed to the notice

convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Vinay Premnarayan Maheshwari (DIN: 01680099):

- a. Consolidated Salary: Up to ₹ 72,00,000/- (Rupees Seventy-Two Lacs only) Per Annum (excluding reimbursement of expenses and Bonus if any).
- b. Perquisites: He may be entitled to furnished/non-furnished accommodation; Company maintained car, or such other perquisites as may be decided by the Board of Directors of the Company in accordance with the Company's rules from time to time.
- c. All other terms and conditions are as per the HR policy of the Company, if any.

**RESOLVED FURTHER THAT** notwithstanding anything stated herein above, wherein in any financial year, closing on and after March 31, 2022, the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. Vinay Premnarayan Maheshwari the minimum remuneration as per the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board and the Nomination and Remuneration Committee of the Board be and is hereby authorized to decide the remuneration (salary, perquisites and bonus) payable to Mr. Vinay Premnarayan Maheshwari, within the terms approved by the members as above, subject to such other approvals as may be required.

**RESOLVED FURTHER THAT** any Directors of the company or the Company Secretary of the Company be and are hereby severally authorised to file the necessary e-forms with Registrar of Companies and to do all such acts and deeds as may be required to give effect to the above resolution."

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

**"RESOLVED THAT** pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and Articles of Association of the Company and subject to such other approvals as may be necessary in this regard, the approval of the Members of the Company be and is hereby accorded to the re-appointment and the terms of remuneration of **Mr. Amit Kailashnarayan Maheshwari (DIN: 01680183)**, as the Whole Time Director of the Company, for a further period of 5 (five) years with effect from December 08, 2021 to December 07, 2026, as recommended/

approved by the Nomination & Remuneration Committee and Board of Directors in its meeting held on August 13, 2021, on the terms and conditions including remuneration as set out in explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Amit Kailashnarayan Maheshwari (DIN: 01680183):

- a. Consolidated Salary: Up to ₹ 48,00,000/- (Rupees Forty-Eight Lacs only) Per Annum (excluding reimbursement of expenses and Bonus if any).
- b. Perquisites: He may be entitled to furnished/non-furnished accommodation; Company maintained car, or such other perquisites as may be decided by the Board of Directors of the Company in accordance with the Company's rules from time to time.
- c. All other terms and conditions are as per the HR policy of the Company, if any.

**RESOLVED FURTHER THAT** notwithstanding anything stated herein above, wherein in any financial year, closing on and after March 31, 2022, the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. Amit Kailashnarayan Maheshwari the minimum remuneration as per the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board and the Nomination and Remuneration Committee of the Board be and is hereby authorized to decide the remuneration (salary, perquisites and bonus) payable to Mr. Amit Kailashnarayan Maheshwari, within the terms approved by the members as above, subject to such other approvals as may be required.

**RESOLVED FURTHER THAT** any Directors of the company or the Company Secretary of the Company be and are hereby severally authorised to file the necessary e-forms with Registrar of Companies and to do all such acts and deeds as may be required to give effect to the above resolution."

**By Order of the Board of Directors**

**Nandula. Vamsikrishna**  
Company Secretary &  
Compliance Officer

Date: 20.08.2021  
Place: Vapi

**Registered Office:**

MLL House Shed No. A2-3/2, OPP. UPL, 1st Phase, GIDC, Vapi  
Valsad, Gujarat-396195 (India)  
CIN: L60232GJ2006PLC049224  
Website: [www.mlpl.biz](http://www.mlpl.biz)  
E-mail: [investors@mlpl.biz](mailto:investors@mlpl.biz), [cs@mlpl.biz](mailto:cs@mlpl.biz)  
Tel: +91260 2431034/8155000688

**Important Notes:**

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the special business under Item Nos. 4 to 7 of the accompanying Notice, is annexed hereto. The Board of Directors of the Company on August 20, 2021 considered that the special business under Item Nos. 4 to 7, being considered unavoidable, be transacted at the 15th AGM of the Company.

Further additional information with respect to Item Nos. 4 to 7 of this Notice, as required under Regulation 36(3) of the SEBI Listing Regulations and clause 1.2.5 of Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India, is also annexed to this Notice and shall be read as part of this Notice.

2. In view of the outbreak of the COVID-19, social distancing norms and pursuant to General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively, issued by the Ministry of Corporate Affairs (MCA) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) ("hereinafter collectively referred to as "the Circulars") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the 15th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The deemed venue for the 15th AGM shall be the Registered Office of the Company.
3. Since this AGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, a member may appoint a representative as per applicable provisions of the Companies Act, 2013 to attend and / or vote.
4. Copies of the Balance Sheet, the Statement of Profit and Loss, the Directors' Report, the Auditor's Report and every other document required by law to be annexed or attached to the Balance Sheet for the financial year ended March 31, 2021, are annexed / attached.
5. The Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2021, to September 30, 2021 (both days inclusive).
6. The dividend, if approved, will be paid to those Members whose names appear on Register of Members on September 23, 2021.



7. Record Date for Dividend:

- a) The Company has fixed September 23, 2021 as the "Record Date" for determining entitlement of members to dividend for the financial year ended March 31, 2021
- b) The dividend on equity shares, if declared at the Meeting, will be credited / dispatched within a month from the conclusion of the Meeting to those members whose names appear on the Company's Register of Members on the Record Date fixed for the purpose; in respect of the shares held in dematerialized mode, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.

8. The Members holding shares in the electronic form may please note that:

- i) Instructions regarding bank details that they wish to incorporate in future dividend warrants must be submitted to their Depository Participants (DPs). As per the regulation of National Securities Depository Ltd and Central Depository Services (India) Ltd, the Company is obliged to print bank details as furnished by these depositories, on the dividend warrants.
- ii) Instructions already given by the Members for shares held in the physical form will not be automatically applicable to the dividend paid on shares held in the electronic form. Fresh instructions regarding bank details must be given to the DPs.
- iii) Instructions regarding change in address, nomination and power of attorney must be given directly to the DPs.

9. The Members may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividend paid or distributed by a company after April 01, 2020, will be taxable in the hands of the Members. The Company will therefore be required to deduct Tax at Source (TDS) at the time of making the final dividend. In order to enable the Company to determine the appropriate TDS rate as applicable, the Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961.

- i) For Resident Members, TDS will be deducted under Section 194 of the Income Tax Act, 1961 at 10% on the amount of dividend declared and paid by the Company during the financial year 2021-22, provided PAN is registered by the Members. If PAN is not registered, TDS will be deducted at 20% rate as per Section 206AA of the Income Tax Act, 1961.

However, no tax will be deducted on the dividend payable to resident individuals if the total dividend to be received by them during the financial year 2020-21

does not exceed ₹ 5,000. Please note that this includes the future dividends, if any, which may be declared by the Board in the financial year 2021-22.

Separately, in cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS will be deducted.

- ii) For non-resident Members, taxes are required to be withheld in accordance with the provisions of Section 195 of the Income Tax Act, 1961 at the rates in force. As per the relevant provisions of the Income Tax Act, 1961, the withholding tax will be at 20% rate (plus applicable surcharge and cess) on the amount of dividend payable to them. However, as per Section 90 of the Income Tax Act, 1961, the non-resident Members have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the Members, if they are more beneficial to them. For this purpose, that is, to avail the Tax Treaty benefits, the non-resident Members will have to provide the following:

- a) Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the Members are a resident.
- b) Self-declaration in Form 10F if all the details required in this form are not mentioned in the TRC.
- c) Self-attested copy of the PAN card allotted by the Indian income tax authorities.
- d) Self-declaration, certifying the following points:
  - The Members are and will continue to remain tax residents of the countries of their residence during the financial year 2021-22
  - The Members are eligible to claim the beneficial DTAA rate for the purposes of tax withholding on the dividend declared by the Company
  - The Members have no reason to believe that their claim for the benefits of the DTAA are impaired in any manner
  - The Members are the ultimate beneficial owners of their shareholding in the Company and dividend receivable from the Company
  - The Members do not have taxable presence or permanent establishments in India during the financial year 2021-22

10. Members are requested to note that dividends not claimed within 7 years from the date of transfer to company's unpaid divided account will, in accordance with the provisions of Sections 124, 125 and other applicable provisions, if any, of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), transfer to IEPF maintained by the Central Government.
11. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. The Members are requested to claim their dividends from the Company within the stipulated timeline. Details of Members whose unclaimed dividends / shares will be transferred to IEPF are available on the Company's website: [www.mlpl.biz](http://www.mlpl.biz).
12. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz). The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange Limited at [www.nseindia.com](http://www.nseindia.com) and AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
13. The Members desiring any information relating to the accounts or having any questions, are requested to write to the Company on [cs@mlpl.biz](mailto:cs@mlpl.biz) at least seven days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the responses ready and expeditiously provide them at the AGM, as required.
14. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the e-AGM circulars, the Company is pleased to provide the Members with the facility to attend the Annual General Meeting (AGM) through video conferencing / other audio-visual means (VC) and exercise their right to vote at the AGM by electronic means. The business will be transacted through remote e-voting prior to and during the AGM.
15. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
16. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned below.
17. In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 details of director retiring by rotation at the ensuing annual general meeting is given in Annexure to this notice.
18. In respect of shares held in electronic/demat form, beneficial owners are requested to notify any change in their address, bank account, mandate, etc. to their respective Depository Participant or to the RTA, Bigshare Services Pvt., Ltd. at [www.bigshareonline.com](http://www.bigshareonline.com).
19. M/s. Bigshare Services Private Limited, the Registrar and Transfer Agent (RTA) having their administrative office situated at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol Andheri – East, Mumbai – 400059 in the State of Maharashtra, is handling registry work in respect of shares held in electronic/demat form. Bigshare Services has put in place a module to enable the shareholders to update the Email Id, Mobile No., PAN No. and Bank Details by visiting the website, [www.bigshareonline.com](http://www.bigshareonline.com). (For Investors section).
20. In support of the Green Initiative – Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically. Members may also note that Annual Report for the FY 2020-21 will also be available on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz).
21. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e., Thursday September 23, 2021, may obtain the login ID and password by sending a request at mail to: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., Thursday September 23, 2021, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
22. The Certificate from Secretarial Auditor of the Company as required under SEBI (Share Based Employee Benefits) Regulations, 2014 will be uploaded on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz)
23. **VOTING BY MEMBERS**
  - A. In compliance with the provisions of Section 108 of the Act and Rule 20 of Companies (Management and Administration) Rules, 2014, together with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from





time to time the Company is pleased to provide members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means by remote e-voting (by using the electronic voting system provided by NSDL as explained herein below). Resolution(s) passed by members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.

- B. "Cut-off date" for determining the eligibility for voting through electronic voting system is fixed as Thursday September 23, 2021. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting / Voting at AGM. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- C. The voting rights of the Equity Shareholders shall be in the same proportion to the paid-up share capital of the Company.
- D. The Board of Director of the Company has appointed Ms. Shilpi Thapar of M/s. Shilpi Thapar & Associates, Practicing Company Secretaries, (Membership No. 5492 and Certificate of Practice No.6779) having its office at Ahmedabad, Gujarat as the Scrutinizer to scrutinize the remote e-voting and e-voting process at the AGM, in a fair and transparent manner.
- E. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- F. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- G. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of

participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- H. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- J. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

#### **K. INFORMATION AND INSTRUCTIONS FOR REMOTE E-VOTING**

The instructions for shareholders voting electronically are as under:

The remote e-voting period begins on September 26, 2021 at 9:00 A.M. and ends on September 29, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday September 23, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday September 23, 2021.

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

| Type of shareholders  | Login Method  |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> 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 options available against company name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |
| Individual Shareholders holding securities in demat mode with CDSL  | <ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</li> </ol>  |



| Type of shareholders   | Login Method  |
|--|---|
| 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. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

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

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

| Login type   | Helpdesk details  |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30              |
| 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43 |

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical   | Your User ID is:   |
|--|--|
| a) For Members who hold shares in demat account with NSDL.<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. | 8 Character DP ID followed by 8 Digit Client ID                  |
| b) For Members who hold shares in demat account with CDSL.<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.                          | 16 Digit Beneficiary ID  |
| c) For Members holding shares in Physical Form.<br><br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***                       | EVEN Number followed by Folio Number registered with the company |



5. Password details for shareholders other than Individual shareholders are given below:
  - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c. How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to office. [shilpithapar@gmail.com](mailto:shilpithapar@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.



3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Ms. Sarita Mote) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@mlpl.biz](mailto:cs@mlpl.biz).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@mlpl.biz](mailto:cs@mlpl.biz). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, along with the questions, from their registered e-mail id mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. at [cs@mlpl.biz](mailto:cs@mlpl.biz) on or before 20th September, 2021. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers/ questions depending on the availability of time for the AGM.

**By Order of the Board of Directors**

**Nandula. Vamsikrishna**  
Company Secretary &  
Compliance Officer

Date: 20.08.2021  
Place: Vapi

**Registered Office:**

MLL House Shed No. A2-3/2, OPP. UPL, 1st Phase, GIDC, Vapi  
Valsad, Gujarat-396195 (India)  
CIN: L60232GJ2006PLC049224  
Website: [www.mlpl.biz](http://www.mlpl.biz)  
E-mail: [investors@mlpl.biz](mailto:investors@mlpl.biz), [cs@mlpl.biz](mailto:cs@mlpl.biz)  
Tel: +91260 2431034/8155000688

**EXPLANATORY STATEMENT**

(Pursuant to Sec.102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act 2013, the following Explanatory statement sets out all material facts relating to the business mentioned in the notice.

**Item No. 5: To approve re-appointment of Mr. Varun Kabra, as a Managing Director.**

**Mr. Varun Kabra** (DIN: 02760600) was appointed as the Managing Director of the Company for a period of five years with effect from December 01, 2016 and his term completes on November 30, 2021. The Board of Directors of the Company (the "Board") on August 13, 2021 re-appointed Mr. Varun Kabra as the Managing Director of the Company for a further period of five years with effect from December 01, 2021 to November 30, 2026 subject to the approval of the Members and such other approvals as may be required.

Mr. Varun Kabra is not disqualified from being re-appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be re-appointed and has given his consent to act as Managing Director of the Company. He satisfies all the conditions set out in Section 196(3) and Part I of Schedule V of the Companies Act, 2013 and hence, is eligible for re-appointment.

The terms and conditions of re-appointment and remuneration payable to Mr. Varun Kabra are as follows:

- a) Consolidated Salary: Up to ₹ 87,00,000/- (Rupees Eighty-Seven Lacs only) Per Annum (excluding reimbursement of expenses, and Bonus if any).
- b) Perquisites: He may be entitled to furnished/non-furnished accommodation; Company maintained car, or such other perquisites as may be decided by the Board of Directors of the Company in accordance with the Company's rules from time to time.
- c) All other terms and conditions are as per the HR policy of the Company, if any.

The remuneration payable to Mr. Varun Kabra as set out in the resolution at item no. 5 of the Notice is within the limits permitted under the provisions of Sections 197 and 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force).

The draft agreement to be entered into between Mr. Varun Kabra and the Company would be made available for inspection by the Members of the Company.

Except Mr. Varun Kabra and Mrs. Mayadevi Kabra, no other Director or Key Managerial Personnel of the Company, or their relatives, is in any way concerned or interested in the resolution at item no. 5 of the Notice.

Your directors recommend the resolution at item no. 5 of the Notice.

**Item No. 6: To approve re-appointment of Mr. Vinay Premnarayan Maheshwari, as the Chairman & Whole Time Director.**

**Mr. Vinay Premnarayan Maheshwari** (DIN: 01680099) was appointed as the Chairman & Whole Time Director of the Company for a period of five years with effect from December 08, 2016 and his term completes on December 07, 2021. The Board of Directors of the Company (the "Board") on August 13, 2021 re-appointed Mr. Vinay Premnarayan Maheshwari as the Chairman & Whole Time Director of the Company for a further period of five years with effect from December 08, 2021 to December 07, 2026 subject to the approval of the Members and such other approvals as may be required.

Mr. Vinay Premnarayan Maheshwari is not disqualified from being re-appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be re-appointed and has given his consent to act as Chairman & Whole Time Director of the Company. He satisfies all the conditions set out in Section 196(3) and Part I of Schedule V of the Companies Act, 2013 and hence, is eligible for re-appointment.

The terms and conditions of re-appointment and remuneration payable to Mr. Vinay Premnarayan Maheshwari are as follows:

- a) Consolidated Salary: Up to ₹ 72,00,000/- (Rupees Seventy-Two Lacs only) Per Annum (excluding reimbursement of expenses, and Bonus if any).
- b) Perquisites: He may be entitled to furnished/non-furnished accommodation; Company maintained car, or such other perquisites as may be decided by the Board of Directors of the Company in accordance with the Company's rules from time to time.
- c) All other terms and conditions are as per the HR policy of the Company, if any.

The remuneration payable to Mr. Vinay Premnarayan Maheshwari as set out in the resolution at item no. 6 of the Notice is within the limits permitted under the provisions of Sections 197 and 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force).

The draft agreement to be entered into between Mr. Vinay Premnarayan Maheshwari and the Company would be made available for inspection by the Members of the Company.





Except Mr. Vinay Premnarayan Maheshwari and Mr. Neeraj Premnarayan Maheshwari, no other Director or Key Managerial Personnel of the Company, or their relatives, is in any way concerned or interested in the resolution at item no. 6 of the Notice.

Your directors recommend the resolution at item no. 6 of the Notice.

**Item No. 7: To approve re-appointment of Mr. Amit Maheshwari, as the Whole Time Director.**

**Mr. Amit Kailashnarayan Maheshwari** (DIN: 01680183) was appointed as the Whole Time Director of the Company for a period of five years with effect from December 08, 2016 and his current term ends on December 07, 2021. The Board of Directors of the Company (the "Board") on August 13, 2021 re-appointed Mr. Amit Kailashnarayan Maheshwari as the Whole Time Director of the Company for a further period of five years with effect from December 08, 2021 to December 07, 2026 subject to the approval of the Members and such other approvals as may be required.

Mr. Amit Kailashnarayan Maheshwari is not disqualified from being re-appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be re-appointed and has given his consent to act as Whole Time Director of the Company. He satisfies all the conditions set out in Section 196(3) and Part I of Schedule V of the Companies Act, 2013 and hence, is eligible for re-appointment.

The terms and conditions of re-appointment and remuneration payable to Mr. Amit Kailashnarayan Maheshwari are as follows:

- a) Consolidated Salary: Up to ₹ 48,00,000/- (Rupees Forty Eight Lacs only) Per Annum (excluding reimbursement of expenses, and Bonus if any).
- b) Perquisites: He may be entitled to furnished/non-furnished accommodation; Company maintained car, or such other perquisites as may be decided by the Board of Directors of

the Company in accordance with the Company's rules from time to time.

- c) All other terms and conditions are as per the HR policy of the Company, if any.

The remuneration payable to Mr. Amit Kailashnarayan Maheshwari as set out in the resolution at item no. 7 of the Notice is within the limits permitted under the provisions of Sections 197 and 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force).

The draft agreement to be entered into between Mr. Amit Kailashnarayan Maheshwari and the Company would be made available for inspection by the Members of the Company.

Except Mr. Amit Kailashnarayan Maheshwari, no other Director or Key Managerial Personnel of the Company, or their relatives, is in any way concerned or interested in the resolution at item no. 7 of the Notice.

Your directors recommend the resolution at item no. 7 of the Notice.

**By Order of the Board of Directors**

**Nandula. Vamsikrishna**  
Company Secretary &  
Compliance Officer

Date: 20.08.2021

Place: Vapi

**Registered Office:**

MLL House Shed No. A2-3/2, OPP. UPL, 1st Phase, GIDC, Vapi  
Valsad, Gujarat-396195 (India)  
CIN: L60232GJ2006PLC049224  
Website: [www.mlpl.biz](http://www.mlpl.biz)  
E-mail: [investors@mlpl.biz](mailto:investors@mlpl.biz), [cs@mlpl.biz](mailto:cs@mlpl.biz)  
Tel: +91260 2431034/8155000688

**ANNEXURE TO THE NOTICE DATED AUGUST 20, 2021****ADDITIONAL INFORMATION (AS ON MARCH 31, 2021) OF DIRECTOR RETIRING BY ROTATION / SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 15TH ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD -2 ON GENERAL MEETINGS**

|  |  |
|--|--|
| <b>Mrs. Punam Pushpkumar Dhoot</b>   |  |
| Age  | 50 years   |
| Qualifications   | B.A. Honors (Sociology)  |
| Experience (including expertise in specific functional area) / Brief Resume  | Mrs. Punam Pushpkumar Dhoot is a B.A (Honors) graduate, specialized in Sociology.  |
| Terms and Conditions of Re-appointment                                       | As per the resolution at item no. 4 of the Notice convening Annual General Meeting.  |
| Remuneration last drawn (including sitting fees, if any)                     | NIL  |
| Remuneration proposed to be paid   | ₹ 5000/- sitting fees per Board Meeting.   |
| Date of first appointment on the Board                                       | 23rd June, 2021  |
| Shareholding in the Company as on March 31, 2021                             | NIL  |
| Relationship with other Directors / Key Managerial Personnel                 | Not related to any Director / Key Managerial Personnel   |
| Number of meetings of the Board attended during the financial year (2020-21) | N.A.   |
| Directorships of other Boards as on March 31, 2021                           | NIL  |
| Membership / Chairmanship of Committees of other Boards as on March 31, 2021 | NIL  |
| <b>Mr. Varun Kabra</b>   |  |
| Age  | 35 years   |
| Qualifications   | Master of Business Administration  |
| Experience (including expertise in specific functional area) / Brief Resume  | He has completed Masters of Business Administration from the University of Technology, Sydney. He has an experience of more than 10 years in Logistics industry. His scope of work includes the overall management of the logistics division of the Company. |
| Terms and Conditions of Re-appointment                                       | To enable compliances by the company with provisions of Section 152 of the companies Act, 2013, Mr. Varun Kabra is being made liable to be re-appointed as Managing Director of the Company.   |
| Remuneration last drawn (including sitting fees, if any)                     | 36,00,000 per annum  |
| Remuneration proposed to be paid   | As per existing terms and conditions   |
| Date of first appointment on the Board                                       | 01st September, 2009   |
| Shareholding in the Company as on March 31, 2021                             | 22,00,000 (Twenty-Two Lakh Shares)   |
| Relationship with other Directors / Key Managerial Personnel                 | Son of Mrs. Mayadevi Kabra and not related to any other Director / Key Managerial Personnel  |
| Number of meetings of the Board attended during the financial year (2020-21) | 5  |
| Directorships of other Boards as on March 31, 2021                           | NIL  |
| Membership / Chairmanship of Committees of other Boards as on March 31, 2021 | NIL  |

**Mr. Vinay Maheshwari**

|  |  |
|--|--|
| Age  | 43 Years   |
| Qualifications   | Commerce Graduate  |
| Experience (including expertise in specific functional area) / Brief Resume    | He is the Chairman Cum Whole Time Director of the Company. He is associated with the company since inception. Having more than 19 years of Experience in the Logistics and trade of coal business. |
| Terms and Conditions of Re-appointment   | To enable compliances by the company with provisions of Section 152 of the companies Act, 2013, Mr. Vinay Maheshwari is being made liable to be re-appointed as Chairman cum Whole Time Director.  |
| Remuneration last drawn (including sitting fees, if any)                       | 24,00,000 per annum  |
| Remuneration proposed to be paid   | As per existing terms and conditions   |
| Date of first appointment on the Board   | 12th October, 2006   |
| Shareholding in the Company as on March 31, 2021                               | 28,77,242 (Twenty-Eight Lakh Seventy-Seven Thousand Two Hundred Forty-Two Shares)  |
| Relationship with other Directors / Key Managerial Personnel                   | Brother of Mr. Neeraj Maheshwari (CEO) and not related to any other Director / Key Managerial Personnel  |
| Number of meetings of the Board attended during the financial year (2020-2021) | 5  |
| Directorships of other Boards as on March 31, 2021                             | Samarth Finstock Limited   |
| Membership / Chairmanship of Committees of other Boards as on March 31, 2021   | NIL  |

**Mr. Amit Maheshwari**

|  |  |
|--|--|
| Age  | 45 Years   |
| Qualifications   | Commerce Graduate  |
| Experience (including expertise in specific functional area) / Brief Resume    | Mr. Amit Maheshwari is on the Board of the company since Nov, 2007. He is having valuable experience of almost 20 years in the field of marketing and he is independently handling the sales / marketing of Paper manufacturing unit of the company. |
| Terms and Conditions of Re-appointment   | To enable compliances by the company with provisions of Section 152 of the companies Act, 2013, Mr. Amit Maheshwari is being made liable to be re-appointed as Whole Time Director .   |
| Remuneration last drawn (including sitting fees, if any)                       | 36,00,000 Lakh per annum   |
| Remuneration proposed to be paid   | As per existing terms and conditions   |
| Date of first appointment on the Board   | 12th October, 2006   |
| Shareholding in the Company as on March 31, 2021                               | 19,20,000 (Nineteen Lakh Twenty Thousand Shares)   |
| Relationship with other Directors / Key Managerial Personnel                   | Not related to any other Director/Key managerial personnel.  |
| Number of meetings of the Board attended during the financial year (2020-2021) | 5  |
| Directorships of other Boards as on March 31, 2021                             | Samarth Finstock Limited   |
| Membership / Chairmanship of Committees of other Boards as on March 31, 2021   | NIL  |



# BOARD'S REPORT

To  
**The Members,**  
**Maheshwari Logistics Limited,**  
 Vapi.

Your directors take pleasure in presenting their 15th Annual Report on the business and operations of the Company together with the Audited Financial Statements for the financial year ended 31st March, 2021.

## FINANCIAL SUMMARY AND HIGHLIGHTS

The financial performance of the Company for the year ended on 31st March, 2021 and the previous financial year ended 31st March, 2020 is given below:

| Particulars   | (Amount in Lakhs) |                  |                  |                  |
|---|-------------------|------------------|------------------|------------------|
|   | Standalone        |                  | Consolidated     |                  |
|   | 31st March 2021   | 31st March 2020  | 31st March 2021  | 31st March 2020  |
| Net Sales/Income from Business operations                             | 67,043.56         | 75,858.24        | 67,618.52        | 75,999.82        |
| Other Income  | 224.46            | 230.72           | 179.46           | 219.84           |
| <b>Total income</b>   | <b>67,268.03</b>  | <b>76,088.96</b> | <b>67,797.97</b> | <b>76,219.66</b> |
| Less: Expense (Excluding depreciation and Finance Cost)               | 62,786.02         | 70,752.60        | 63,295.44        | 70,878.35        |
| Profit before Depreciation and Finance Cost                           | 4,482.01          | 5,336.37         | 4,502.53         | 5,341.32         |
| Less: Depreciation  | 1,285.04          | 1,187.68         | 1,285.04         | 1,187.68         |
| Less: Finance Cost  | 1,932.76          | 2,137.26         | 1,932.96         | 2,137.30         |
| <b>Profit before Exceptional &amp; extra-ordinary items &amp; Tax</b> | <b>1,264.21</b>   | <b>2,011.42</b>  | <b>1284.53</b>   | <b>2,016.33</b>  |
| Less: Exceptional Item  | -                 | -                | -                | -                |
| Add/Less: Extra Ordinary Items  | -                 | -                | -                | -                |
| <b>Profit Before Tax</b>  | <b>1,264.21</b>   | <b>2,011.42</b>  | <b>1,284.53</b>  | <b>2,016.33</b>  |
| Less: Current tax   | 255.56            | 375.72           | 275.42           | 380.52           |
| Less: Deferred tax  | 80.36             | 165.78           | 80.36            | 165.78           |
| <b>Net Profit/ (Loss) after Tax for the year</b>                      | <b>928.30</b>     | <b>1,469.93</b>  | <b>928.75</b>    | <b>1,470.04</b>  |

### TRANSFER TO RESERVE: -

The Board of Directors of the company has transferred ₹928.30/- lakhs to its Reserves & Surplus Account for the Financial Year 2020-21.

### DIVIDEND: -

The Board of Directors is pleased to recommend a final dividend of 0.50/- per equity share (being 5% on face value of ₹10/- each) for the financial year 2020-21, payable to those Members whose names appear in the Register of Members and list of beneficial owners as on book closure date.

The final dividend is subject to approval of Members at the ensuing Annual General Meeting ("AGM") and deduction of tax at source. The equity dividend outgo for the financial year 2020-21, if declared, would result in cash outflow of approximately ₹ 1.48 crores.

The Company has not paid any Interim Dividend during the financial year under review.

### Request to submit information and documents

In order to receive the relevant information and documents from Shareholders to determine the rate of tax deduction as applicable to them, we request all Shareholders to link their PAN with Aadhar, ensure past Income Tax returns are filed, as applicable and verify the correctness of their PAN, residential status and category of holding and update the same with their respective Depository Participant or with the Registrar and Share Transfer Agent of the Company – Big Share Services Private Limited ("Big Share")

### BUSINESS OPERATIONS AND STATE OF AFFAIRS OF THE COMPANY: -

Total revenue of the Company for the FY-2020-21 is ₹ 67,268.03 Lakhs on standalone basis as compared to the ₹ 76,088.96 Lakhs



in previous year depicting a decline in total revenue of 11.59% year on year basis. It is resulting in Profit Before Tax (PBT) of ₹ 1264.21 Lakhs as against ₹ 2011.42 Lakhs in the previous year depicting a decline of 37.14%. Net Profit of the Company stood at ₹ 928.30 Lakhs as against ₹ 1469.93 Lakhs in the previous year depicting a slightly decline of 36.86%.

On Consolidated basis total revenue of your Company is ₹ 67,797.97 Lakhs and Profit Before Tax is ₹ 1284.53 Lakhs.

Total revenue of the Maheshwari Logistics (India) LLP, for the FY-2020-21 is ₹ 2373.10 Lakhs on standalone basis as compared to the ₹ 1582.11 Lakhs in previous year. It is resulting in Profit Before Tax (PBT) of ₹ 65.33 Lakhs as against ₹ 15.79 Lakhs in the previous year.

### CHANGE IN THE NATURE OF BUSINESS

There have been no changes in the nature of the business and operations of the Company during the financial year under review.

### MATERIAL CHANGES AND COMMITMENTS AFTER THE END OF THE FINANCIAL YEAR: -

No material changes and commitments affecting the financial position of the Company have occurred after the end of the financial year 2020-21 till the date of this report.

### CAPITAL STRUCTURE

The paid-up Equity Share Capital as on March 31, 2021 was ₹ 29,59,72,000/-. During the period under review, the Company has not granted any stock options nor sweat equity. The Company has also not purchased its own shares by employees however the company has bought 56,129 shares under the trust named MLL EMPLOYEE WELFARE TRUST by trustees for the benefit of employees.

Your Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services (India) Limited as of March 31, 2021. As on the end of F.Y. shares of only one Shareholder holding 2000 shares are in physical form.

During the year the company issued Bonus Shares in the Ratio of 1:1 which has resulted the change in the Capital Structure of the Company.

### CREDIT RATING: -

A detail of Credit rating of the Company is described in Corporate Governance Report forming part of the Annual Report. It is also available on website of the Company at [www.mlpl.biz](http://www.mlpl.biz).

### TRANSFER OF UNPAID AND UNCLAIMED AMOUNT TO IEPF:

The Ministry of Corporate Affairs under Section 124 and 125 of the Companies Act, 2013 requires dividends that are uncashed/unclaimed by the shareholders for a period of seven consecutive years, to be transferred to the Investor Education and Protection Fund (IEPF).

During the year under consideration, no amount was due for transfer to IEPF in accordance with Section 125 of the Companies Act, 2013.

The details of unclaimed dividend along with their due dates for transfer to IEPF are as below.

- a) year wise amount of unpaid/unclaimed dividend lying in the unpaid account at the Year and the corresponding shares, which are liable to be transferred to the IEPF and the due dates for such transfer;

| For the Financial Year | Type of Dividend | Balance in Unpaid Account | Corresponding Shares liable to transfer to the IEPF | due dates for transfer to IEPF |
|------------------------|------------------|---------------------------|---|--------------------------------|
| 2017-18                | Interim Dividend | 5,000.0                   | 10,000  | 21.09.2024                     |
|                        | Final Dividend   | 5,000.0                   | 10,000  | 22.10.2025                     |
| 2018-19                | Final Dividend   | 8,413.2                   | 7,011   | 13.10.2026                     |

- b) The amount of donation, if any, given by the company to the IEPF: - N.A
- c) Other amounts transferred to the IEPF, if any, during the year: - NIL
- d) Nodal officer details: The details of IEPF are available on company's website <http://mlpl.biz/shareholders-information.html>.

## DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED

During the year and up to the date of this report following changes took place in the Compositions of the Board of Directors and Key Managerial Personnel of your Company;

| Sr. No. | Name of Director                           | Nature of Change                                | Mode of Appointment/ Cessation | Effective Date of Change |
|---------|--|---|--------------------------------|--------------------------|
| 1.      | Payal Tosniwal<br>(DIN: 08913467)          | Appointed as an Additional Independent Director | By Board of Directors          | 16.10.2020               |
| 2.      | Paresh Vallabh Raiyani                     | Resigned as a Company Secretary                 | By Board of Directors          | 15.10.2020               |
| 3.      | Nandula. Vamsikrishna                      | Appointed as a Company Secretary                | By Board of Directors          | 16.10.2020               |
| 4.      | Punam Pushp Kumar Dhoot<br>(DIN: 01071852) | Appointed as an Additional Independent Director | By Board of Directors          | 23.06.2021               |

### STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR.

The Board of Directors are collectively responsible for selection of a member on the Board. The Nomination and Remuneration Committee of the Company follows a defined criterion for identifying, screening, recruiting and recommending candidates for election as a Director on the Board. Board of directors is of opinion that Independent Directors appointed during the financial year possesses a requisite qualification, experience and expertise which will help in the development of the Company.

### DIRECTORS RETIRE BY ROTATION:

In accordance with the provisions of section 152[6] of the Act and in terms of the Articles of Association of the Company, Mr. Vinay Premnarayan Maheshwari, Chairman & Whole Time Director (DIN: 01680099) will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board recommends his re-appointment.

The disclosures required pursuant to Regulation 36 of the Listing Obligation and Disclosure Requirement Regulations, 2015 and Secretarial Standard is given in the Notice of AGM, forming part of the Annual Report and in the Corporate Governance Report, forming part of the Annual Report. Attention of the Members is also invited to the relevant items in the Notice of the AGM.

### CODE OF CONDUCT

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of LODR Regulations, , the Company has devised a Policy for Directors; appointment and remuneration including criteria for determining qualifications, performance evaluation and other matters of Independent Directors, Board, Committees and other individual Directors which include criteria for performance evaluation of both non-executive directors and executive directors and the policy for Nomination and Remuneration is available on the website of the company at the link <http://mlpl.biz/img/pdf/NOMINATION%20and%20REMUNERATION.pdf>

The Board has carried out the annual performance evaluation of its own performance as well as the evaluation of the working of its committees. A separate exercise was carried out to evaluate individual Director Performance including that of the Chairman and the Managing Director, who were evaluated on parameters such as engagement level, contribution, independence of judgment, safeguarding the Company interests and its minority shareholders etc. The Board of Directors expresses its satisfaction with the evaluation process.

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and specified employees in the course of day-to-day business operations of the company. Such code of conduct has also been placed on the Company's website. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance on the expected behavior from an employee in a given situation and the reporting structure.

### DECLARATION BY INDEPENDENT DIRECTORS: -

The terms and conditions of appointment of Independent Directors are in accordance with the Listing Regulations and also as per the provisions of the Companies Act, 2013 ("Act") read with Schedule IV to the Act.

Your Company has received annual declarations from all the Independent Directors of the Company under sub - section (7) of section 149 confirming that they meet with the criteria of Independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulation Regulations and there has been no change in the circumstances which may affect their status as Independent Director during the year.

Your Company has also received confirmation that Independent Directors are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge their duties with an objective independent judgment and without any external influence and





that he/she is independent of the management. They have also complied with the Code for Independent Directors prescribed in Schedule IV to the Act and Code of Conduct for directors and senior management personnel formulated by the company.

All the Members of the Board and the Management Committee have affirmed their compliance with the Code of Conduct as on 31st March, 2021 and a declaration to that effect, signed by the chairman, is attached and forms part of this Report as **ANNEXURE-I**.

## BOARD AND COMMITTEE MEETINGS

The board meets at regular intervals to discuss and take a view on the company's policies and strategy apart from the board Matters. The Notice for the board meeting is given well in advance to all the directors.

During the year the Board met 5 (Five) times details of which are provided in Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and LODR Regulations.

## COMMITTEES OF THE BOARD: -

The Board of Directors has constituted following mandatory committees, Viz.

01. Audit Committee
02. Nomination & Remuneration Committee (NRC)/ Compensation Committee
03. Stakeholders Relationship Committee (SRC)
04. Corporate Social Responsibility Committee (CSR)

Details such as terms of reference, powers, functions, meetings, membership of committee, attendance of directors etc. are dealt with in Corporate Governance Report forming part of this Annual report.

Board has accepted all recommendations made by the Audit Committee during the year.

## GENERAL MEETING:

The 14th (Previous) Annual General Meeting (AGM) of the Company was held on 30th September, 2020.

## DIRECTOR RESPONSIBILITY STATEMENT: -

Pursuant to section 134(5) of the Companies Act, 2013, your Directors, based on the representations received from the Operating Management confirm that:

- (a) in the preparation of annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors have had in consultation with Statutory Auditors, selected accounting policies and applied them consistently,

and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, safeguarding the Company assets and for the prevention and detection of fraud and other irregularities;
- (d) They have prepared the annual accounts on a going concern basis; and
- (e) The directors have laid down adequate Internal Financial Controls to be followed by the company and that such Internal Financial Controls were operating effectively during the Financial Year ended 31st March, 2021;
- (f) The directors had devised proper systems to ensure compliance with applicable law provisions and that such systems are adequate and operating effectively;

## INTERNAL FINANCIAL CONTROL

The Company has an internal financial control system, commensurate with the size, scale and complexity of the operations. The internal audit function is carried out by the internal auditor appointed by the Company. The main function of internal audit is to monitor and evaluate adequacy of internal control system in the Company, its compliances with the operating systems, accounting procedures and policies at all Company locations. Based on the internal audit function report, process owners take corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions are reported to the Audit Committee.

Your Company recognizes that Internal Financial Controls cannot provide absolute assurance of achieving financial, operational and compliance reporting objectives because of its inherent limitations. Also, projections of any evaluation of the Internal Financial Controls to future periods are subject to the risk that the Internal Financial Control may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate. Accordingly, regular audits and review processes ensure that such systems are reinforced on an ongoing basis.

## REPORTING OF FRAUDS BY AUDITORS & COMMENTS ON AUDITORS' REPORT

There are no qualifications, reservations, adverse remarks or disclaimers made by M/s. NPV & Associates, Statutory Auditors in their Audit Report, and by Ms. Shilpi Thapar & Associates, Company Secretary in Practice, in her Secretarial Audit Report for the F.Y. 2020-21. Except mentioned otherwise in this report.

During the year under review, the Statutory Auditors, and Secretarial Auditor have not reported any instances of frauds

committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

## DETAILS OF SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATES

The company does not have any subsidiary/joint venture/ Associate Company as on the year ended 31<sup>st</sup> March, 2021.

## DEPOSITS

Company has not accepted any public deposit within the Meaning of section 73, of Companies Act, 2013 read with the companies (Acceptance & Deposits) Rules, 2014 and there is no outstanding deposit due for re-payment.

## PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT

Particulars of the loan given, investment made or guarantee given or security provided and the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient of the loan or guarantee or security are provided in the notes to the Financial Statements if any.

## PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The note for Related Party Transactions – ‘Particulars of transactions with Related Parties’ pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Form AOC-2** and the same forms part of this report as **ANNEXURE-A**.

The Board of Directors approved a policy on related party transactions which is available on the Company's website at the web link: [www.mlpl.biz/img/pdf/RELATED%20PARTY%20TRANSACTIONS.PDF](http://www.mlpl.biz/img/pdf/RELATED%20PARTY%20TRANSACTIONS.PDF).

Further Related Party Disclosure required pursuant to Schedule V of Listing regulation is not applicable to the Company, as there is no such transaction during the year

## CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

Section 135 of the Companies Act, 2013 mandates every Company having a minimum net worth threshold limit, turnover or net profit as prescribed to constitute a Corporate Social Responsibility Committee, formulating a Corporate Social Responsibility Policy that shall indicate activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013 and duly approved by the Board as well as fix the amount of expenditure to be incurred on the activities and monitor the CSR Policy from time to time. Since the Company falls within the minimum threshold limits, it has constituted a CSR Committee of the Board and formulated a CSR Policy which is available on the Company's website at

[www.mlpl.biz](http://www.mlpl.biz). The focus areas of the CSR Policy are education, preventive health care, sanitation and environment. The CSR Report, forming part of this Report, is furnished in **ANNEXURE- B**.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is attached as **ANNEXURE-C** and forms part of this Report.

## RISK MANAGEMENT

Pursuant to section 134(3)(n) of the Companies Act, 2013 and relevant regulations of Listing Regulations, 2015, the Company has adopted a Risk Management policy for the identification and implementation of a Risk Mitigation Plan or the Company. The Company has included appropriate procedures to inform the Board about the risk assessment and minimization procedures. The Board periodically revisits and reviews the overall risk management plan for making desired changes in response to the dynamics of the business.

## VIGIL MECHANISM AND WHISTLE BLOWER

The Company promotes ethical behavior in all its business activities and has established a vigil mechanism for its Directors, Employees and Stakeholders associated with the Company to report their genuine concerns. The Vigil Mechanism as envisaged in the Companies Act, 2013 and the Rules prescribed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is implemented through the Whistle Blower Policy, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee.

The Whistle Blower Policy has been appropriately communicated within the Company and has also been posted on the Website of the Company at [http://mlpl.biz/img/pdf/whistle\\_blower\\_policy.pdf](http://mlpl.biz/img/pdf/whistle_blower_policy.pdf). No personnel have been denied access to the audit committee.

## SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORY/ JUDICIAL AUTHORITY:

There are no significant material orders passed by the Regulators or Courts or Tribunal, which would impact the going concern status of the Company and its future operation.

## AUDITORS' AND AUDITORS' REPORT: -

### (a) Statutory Auditors

M/s. NPV & Associates, Chartered Accountants were appointed as Statutory Auditors of the Company at the 11th Annual General Meeting held on September 21, 2019, for a term of 5 (five) consecutive years, up to the 16th Annual



### General Meeting.

The requirement of ratification of appointment of Statutory Auditors under proviso to Section 139 of the Companies Act, 2013 is done away with under the Companies (Amendment) Act, 2017. As such, your Board does not seek members' ratification for their re-appointment.

There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report for the financial year ended March 31, 2021. Pursuant to provisions of section 143 (12) of the Companies Act 2013, the Statutory Auditors have not reported any incident of fraud to the Audit Committee during the year under review.

The Company has received written consent letter along with certificate from Auditor under the provisions of the Companies Act, 2013, to the effect that continuity of his Appointment as a Statutory Audit is within the prescribed limits and are not disqualified for continuing as an Auditor and further, they are independent of management.

The Board has duly reviewed the Statutory Auditors' Report on the Accounts. The observations and comments, appearing in the Auditors' Report are self-explanatory and do not call for any further explanation / clarification by the Board of Directors as provided under section 134 of the Act.

### (b) Secretarial Auditor and Report there on.

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, The Company has appointed M/s. Shilpi Thapar & Associates, Practicing Company Secretary (Membership No. 5492 and Certificate of Practice No.6779), to conduct Secretarial Audit for the FY 2020-21.

The Secretarial Audit Report for the financial year ended March 31, 2021 is annexed herewith to this Report as **ANNEXURE-D**. The Observation made by Secretarial Auditor and management reply with respect to it are as under.

#### Observation

The listed entity has not appointed Independent Woman Director till October 15, 2020, as required as per Regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements), 2015.

The outcome of few Board Meetings was disclosed to the Stock exchange beyond 30 minutes of the conclusion of the board meetings, as required as per Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements), 2015.

There were instances where the connected persons have not disclosed to the listed entity the number of such shares acquired or disposed off within two days of such transactions as required under Regulation 7(2)(a) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

Few compliances related e-forms were filed by the company with Ministry of Corporate Affairs (MCA) beyond the time limit prescribed under Companies Act, 2013 by paying additional fees.

Few compliances related e-forms were filed beyond prescribed time limit for which additional fees was not levied since the same were filed under Companies Fresh Start Scheme, 2020.

Form IEPF-2 was not filed during the F.Y.2020-21 as required under rule 5(8) of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

#### Management Reply

Due to COVID-19 and lockdown got extended from time-to-time company could not find the suitable candidate for appointment as independent woman director. However, the Company had appointed Independent Woman Director w.e.f. 16th October, 2020 in its Board meeting dated 15th October, 2020 complying with the said regulation

Due to some system driven technical issue in uploading the outcome of the respective Board meetings, the same could not be complied within prescribed time frame. However, the company made the said disclosure to the Stock exchange on the same date of Board Meeting.

Company has taken penal actions against the said connected persons with strict warning.

The Company will take due care from next time and file the forms within prescribed time frame.

The Company has duly filed Form CFSS and Certificate for grant of immunity from prosecution or imposition of penalty under Companies Fresh Start Scheme (CFSS), 2020 was also received from Registrar of companies, Ahmedabad.

Company shall file the same by paying additional fees.

Pursuant to the recommendation of the Audit Committee, the Board of Directors have re-appointed M/s. Shilpi Thapar & Associates, Practicing Company Secretary (Membership No. 5492 and Certificate of Practice No.6779) to conduct the Secretarial Audit for FY 2021-22 at its meeting held on June 23, 2021.



**(c) Cost Auditors & Cost Audit Report**

Section 148 of the Companies Act 2013 read with Rules made thereunder mandates every Company belonging to category prescribed in the Rules to undertake a Cost Audit. The company is not required to mandatory appoint Cost Auditors and maintain cost records as per section 148(1) due to nature of business activities of the Company.

**(d) Annual Secretarial Compliance Report**

The Company has undertaken an audit for the financial year 2020-21 for all applicable compliances as per SEBI Regulations and Circulars / Guidelines issued thereunder.

The Annual Secretarial Compliance Report has been submitted to the stock exchanges within 90 days of the end of the financial year on dated 30.06.2021, which was issued by the Ms. Shilpi Thapar of M/s. Shilpi Thapar & Associates, Practicing Company Secretary (Membership No. 5492 and Certificate of Practice No.6779).

SEBI Vide Circular no. SEBI/HO/CFD/CMD1/P/CIR/2021/556 dated April 29, 2021 gave relaxation from Compliance with certain provisions of the LODR Regulations with included Reg. 24A – Annual Secretarial Compliance Report.

**COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD**

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by your Company.

**ANNUAL RETURN: -**

In accordance with Companies Act, 2013, Annual return for 2020-21 is available on the website of the Company at: <http://mlpl.biz/img/pdf/financial/annual-return-2021.pdf>.

**CONSOLIDATED FINANCIAL STATEMENTS**

The consolidated financial statement of the Company is also being presented in the Annual Report addition to the standalone financial statement of the Company.

**STATEMENT OF DEVIATION OR VARIATION**

Disclosure pertaining to statement on deviation or variation in connection with certain terms of a public issue, rights issue, preferential issue etc. are not applicable to the Company as the proceeds made from the public issue has been fully utilized.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015 (LODR Regulation) read with Schedule V thereto, is forms part of this Annual Report as **ANNEXURE- E**.

**CORPORATE GOVERNANCE**

The Company is committed to maintain the steady standards of corporate governance and adhere to the corporate governance requirements set out under extant law. The Report on corporate governance as stipulated under Regulation 34 of the SEBI Listing Regulations read with Schedule V thereto is placed in a separate section forming part of the Annual Report.

Compliance certificate from practicing company secretaries regarding compliance of conditions of corporate governance is attached herewith as an **ANNEXURE-F**.

**DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT**

There are no shares in the demat suspense account or unclaimed suspense account during the year.

**PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE**

The Company has zero tolerance for sexual harassment at the workplace and has adopted a policy on prevention prohibition and redressal of sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules there under for the prevention and redressal of complaints of sexual harassment at the workplace.

Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed of during the year:

- a) Number of complaints pending at the beginning of the year: -NIL
- b) Number of complaints received during the year: - NIL
- c) Number of complaints disposed of during the year: - NIL
- d) Number of cases pending at the end of the year: -NIL

**BUSINESS RESPONSIBILITY REPORT**

Securities Exchange Board of India vide its notification no. SEBI/LAD-NRO/GN/2015-16/27 dated December 22, 2015 has amended the SEBI Listing Regulations whereby mandating for the top 500 (Now Top 1000) listed entities based on market capitalization (calculated as on March 31 of every financial year), business responsibility report describing the initiatives taken by them from an environmental, social and governance perspective, in the format as specified by the Board from time to time:

As the Company does not falls under the top 1000 listed Company by market capitalization as per the list published by the National Stock Exchange of India Limited (NSE) for the year ending March 31, 2021, the Business Responsibility Report required under Reg. 34(2)(f) of SEBI LODR is not forming part of this report.



## CAPITAL EXPENDITURE:

During the Financial year 2020-21, the company has incurred a capital expenditure of ₹ 728.58 lakhs. The same amount invested for acquiring commercial vehicles, other capex components include the cost incurred on additions to Buildings, Plant and Machinery, acquiring and development Computer software, other vehicles etc.

## INSIDER TRADING REGULATIONS AND CODE OF DISCLOSURE: -

The Board of Directors have adopted the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 which is available on our website.

<http://mlpl.biz/img/pdf/code-of-practice-and-procedure-for-fair-disclosure.pdf>.

There were no pending complaints or share transfer cases as on 31st March 2021, as per the certificate given by RTA as on dated 31.03.2021.

## LISTING AGREEMENT AND LISTING FEE: -

National Stock Exchange of India Limited (NSE) vide its letter No. NSE/LIST/24913 dated October 05, 2020 has given In Principle Approval for issue and proposed allotment of bonus equity shares under Regulation 28(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Directors pleasanably inform you that the Company has duly paid on time the listing fees to NSE (National Stock Exchange) of India Limited for the year 2021-22.

## PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES: -

### Key Managerial Personnel (KMP)

The following have been designated as the Key Managerial Personnel of the Company pursuant to sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as on date of the financial year end:

| Sr. No. | Name                      | Designation                              |
|---------|---------------------------|--|
| 1.      | Mr. Varun Kabra           | Managing Director                        |
| 2.      | Mr. Vinay Maheshwari      | Executive Chairman & Whole-time Director |
| 3.      | Mr. Amit Maheshwari       | Whole-time Director                      |
| 4.      | Mr. Neeraj Maheshwari     | Chief Executive Officer (CEO)            |
| 5.      | Mr. Pradeep Kumar Dad     | Chief Financial Officer (CFO)            |
| 6.      | Mr. Nandula. Vamsikrishna | Company Secretary & Compliance Officer   |

## Remuneration of Directors and Employees.

Disclosures relating to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are required to be provided in the Board Report are attached in **ANNEXURE-G**.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement showing the names of the top ten employees in terms of remuneration drawn and the name of every employee drawing remuneration in excess of the limits set out in the said rules are to be provided in the Board Report. The particular required in terms of this rule is also provided in the **Annexure-G** as mentioned above.

## SHARE CAPITAL AND OTHER CHANGES

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

| Sr. No. | Particulars                              | Changes (during the year)                            |
|---------|--|--|
| 2       | Issue of Sweat Equity Shares             | No such issue made during the Financial Year 2020-21 |
| 3       | Issue of Employee Stock Option           |  |
| 4       | Issue of Shares with Differential Rights |  |

## ISSUE OF BONUS SHARES

The Company allotted 1,47,98,600 (One Crores Forty-Seven Lakhs Ninety-Eight Thousand Six Hundred) Equity Shares of ₹ 10/- (Rupees Ten Only) each as Bonus Share in the ratio of 1:1 (i.e. one bonus equity share of ₹10/- each for every One fully paid up equity shares of ₹ 10/- each held) to the shareholders as on the record date i.e. October 14, 2020 (Wednesday).

## ISSUE OF WARRANTS, DEBENTURES, BONDS OR ANY NON-CONVERTIBLE SECURITIES

Your Company has not issued any warrants, debentures, bonds or any non-convertible securities during the year under review.

## MEETINGS OF INDEPENDENT DIRECTORS

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views to the Lead Independent Director.

During the year under review, the independent directors met once and details of which is mentioned in the Corporate Governance Report forming part of this reports:

**CHAIRMAN, CEO & CFO CERTIFICATION**

Certificate signed Chairman, Chief Executive Officer and Chief Financial Officer, pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Declaration stating that the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management, for the financial year 2020-21 was placed before the Board of Directors of the Company at its meeting held on June 23, 2021 is attached as **ANNEXURE-H** to this Report.

**CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

No application is filed for corporate insolvency resolution process, by any financial or operational creditor against the Company or by the company itself under the Insolvency and Bankruptcy Code, 2016 (IBC) before the National Company Law Tribunal (NCLT).

**HUMAN RESOURCES DEVELOPMENT: -**

Continuous effort is put in to improve the working environment with a focus on employee well-being and capability building enabling them to perform their best for the Company. We develop global platform for leaders at regular intervals as part of our commitment to engage and retain talent. We provide robust leadership development efforts to hone employee skills and help keep the Company ahead of the curve. People are our real strength and therefore while pursuing best-in-class performance; the Company is significantly increasing its investment in its employees with training and development. Your Company invests in training and knowledge.

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Vinay Premnarayan Maheshwari, Chairman & Whole Time Director of the Company, who is liable to retire by rotation at the ensuing Annual General Meeting. The

Board of Directors on the recommendation of the Resources, Nomination and Remuneration Committee has recommended their re-appointment.

**GREEN INITIATIVE AND SENDING PHYSICAL COPIES OF ANNUAL REPORT**

Electronic copies of Annual Report for the FY 2020-21 and the Notice of the 15th AGM are sent to members whose email address are registered with the company /depository participants. The requirements of sending physical copies of Annual Report as prescribe under Regulations 36 (1)(b) and (c) and Regulation 58 (1)(b) &(c) of the LODR are dispensed with for listed entities who conduct their AGMs during the calendar year 2020 (i.e. till December 31, 2020) vide SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020. Accordingly, Company is not dispatching the physical copy of the Annual Report. Those who have not registered their email id can download the Annual Report of the Company from the website of the Company at [www.mlpl.biz](http://www.mlpl.biz).

**ACKNOWLEDGEMENTS: -**

The Directors wish to express their gratitude to the State and Central Governments, lending financial institutions, banks & Stock Exchange for their continued support during the year. The Directors wish to convey their thanks to the valued shareholders, customers, dealers and suppliers for their continued patronage during the year under review and record their appreciation of the contribution made by all the employees, during the year.

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

Place: Vapi  
Date: 20.08.2021





# ANNEXURE-A

## FORM NO. AOC-2

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

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

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2021, which are not at arm's length basis.

### **2. Details of material contracts or arrangement or transactions at arm's length basis**

The disclosures on material transactions are based on the threshold of 10% of consolidated turnover and exclude the transactions with wholly owned subsidiaries which are exempt under Section 188 (1) of the Act

- a. Name(s) of the related party and nature of relationship: Not Applicable
- b. Nature of contracts/Arrangements / transactions: Not Applicable
- c. Duration of the contracts/ arrangements / transactions: Not Applicable
- d. Salient terms of the contracts or arrangements or transactions including the value, if any: Not Applicable
- e. Date(s) of approval by the Board, if any: Not Applicable
- f. Amount paid as advances, if any: None

Place: Vapi  
Date: 20.08.2021

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

# ANNEXURE-B

## CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

### 1. A brief outline of the company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:

Recognizing that business enterprises are economic organs of society and draw on societal resources, it is "Maheshwari Logistics Limited" ("The Company") belief that a Company's performance must be measured by its Triple Bottom Line contribution to building economic, social and environmental capital towards enhancing societal sustainability. Maheshwari Logistics Limited always focuses on value creation for all stakeholders through commitment and excellence to serve common good and legacy. Maheshwari group is always committed to serve the community in the country with an Aim of "We should measure welfare's success by how many people leave welfare, not by how many are added". For the betterment of the society company has adopted the policy on that which is called the CSR policy of the company. This is also available for access on the website of the company [www.mlpl.biz](http://www.mlpl.biz). The projects that are supposed to be undertaken by the company are:

- Eradicating hunger, poverty & malnutrition, promoting preventive health care & sanitation & making available safe drinking water;
- Promoting education, including special education & employment enhancing vocation skills especially among children, women, elderly & the differently unable & livelihood enhancement projects;
- Promoting gender equality, empowering women, setting up homes & hostels for women & orphans, setting up old age homes, day care center's & such other facilities for senior citizens & measures for reducing inequalities faced by socially & economically backward groups;
- Reducing child mortality and improving maternal health by providing good hospital facilities and low-cost medicines;
- Training to promote rural sports, nationally recognized sports, sports & Olympic sports;
- Measures for the benefit of armed forces veterans, war widows & their dependents;
- Rural development projects, etc. and many more that are included in the policy of the company.

### 2. The composition of the CSR committee:

| Sr. No. | Name of the Member    | Designation | Position in the Company Board | Number of meetings held during the year | Number of meetings attended during the year |
|---------|-----------------------|-------------|-------------------------------|---|---|
| 1.      | Ajay Gunvantrai Shah  | Chairman    | Independent Director          | 1                                       | 1   |
| 2.      | Mrs. Mukta Maheshwari | Member      | Non-Executive Director        | 1                                       | 1   |
| 3.      | Mr. Giriraj Laddha    | Member      | Independent Director          | 1                                       | 1   |

### 3. Details of URL for disclosure of composition of the CSR Committee, CSR Policy and CSR projects on the website of the Company.

URL – <http://mlpl.biz/img/pdf/CORPORATE%20SOCIAL%20RESPONSIBILITY.pdf>

### 4. Impact assessment (attach the report): Not Applicable

### 5. Details of the amount available for set-off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set-off for the financial year, if any:

(₹ Lakhs)

| No. | Financial year | Amount available for set-off from preceding financial years | Amount required to be set-off for the financial year, if any |
|-----|----------------|---|--|
| -   | -              | -   | -  |



**6. Average profit of the company for last three financial years as per Section 135(5): ₹ 2040.63/- Lacs.**

| <b>7. CSR obligation:</b> |   | (₹ Lakhs) |
|---------------------------|---|-----------|
| a)                        | Two percent of average net profit of the Company as per Section 135(5)                            | 40.81     |
| b)                        | Surplus arising out of the CSR projects or programs or activities of the previous financial years | -         |
| c)                        | Amount required to be set-off for the financial year, if any                                      | -         |
| d)                        | Total CSR obligation for the financial year (a+b-c)   | 40.81     |

**8. a) CSR spent or unspent during the financial year:**

(₹ Lakhs)

| Total amount spent for the financial year | Amount Spent  |                  |   |        |                  |
|---|---|------------------|---|--------|------------------|
|   | Total amount transferred to the Unspent CSR Account as per Section 135(6) |                  | Amount transferred to any fund specified under Schedule VII as per the second proviso to Section 135(5) |        |                  |
|   | Amount  | Date of transfer | Name of the fund  | Amount | Date of transfer |
| 40.81                                     | -   | -                | -   | -      | -                |

**b) Details of CSR amount spent against ongoing projects for the financial year**

(₹ Lakhs)

| No. | Name of the project | Item from the list of activities in Schedule VII to the Act | Local Area (Y/N) | Location of the Project |          | Project Duration | Amount allocated for the project | Amount Spent in the current financial year | Amount transferred to the Unspent CSR Account for the project as per Section 135 (6) | Mode of implementation - direct (yes   no) | Mode of implementation - through implementing agency |                         |
|-----|---------------------|---|------------------|-------------------------|----------|------------------|----------------------------------|--|--|--|--|-------------------------|
|     |                     |   |                  | State                   | District |                  |                                  |  |  |  | Name   | CSR registration number |
| -   | -                   | -   | -                | -                       | -        | -                | -                                | -  | -  | -  | -  | -                       |

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

(₹ Lakhs)

| No.          | Name of the project  | Item from the list of activities in Schedule VII to the Act | Local Area (Y/N) | Location of the Project |          | Amount Spent in the current financial year | Amount transferred to the Unspent CSR Account for the project as per Section 135 (6) | Mode of implementation direct (Y/N) | Mode of implementation - through implementing agency             |                         |
|--------------|--|---|------------------|-------------------------|----------|--|--|-------------------------------------|--|-------------------------|
|              |  |   |                  | State                   | District |  |  |                                     | Name   | CSR registration number |
| 1.           | Enhancement of education practices in ISKCON                     | Promoting Education   | Y                | Gujarat                 | Valsad   | 5.51                                       | N.A.   | N                                   | International Society for Krishna Consciousness (ISKCON), Vapi - | -                       |
| 2.           | Empowerment of women through various vocational training courses | empowering women  | Y                | Gujarat                 | Valsad   | 4.52                                       | N.A.   | N                                   | Maheshwari Mahila Sangathan Trust, Vapi                          | -                       |
| 3.           | Enhancement of rural health through health camps                 | promoting health care                                       | Y                | Gujarat                 | Valsad   | 30.00                                      | N.A.   | N                                   | Shreyas Medicare, Vapi   | -                       |
| <b>Total</b> |  |   |                  |                         |          | <b>40.03</b>                               |  |                                     |  |                         |

\* Over and above Company has made many other contributions to various trusts and organisations as a part of charitable activity, but only those involving major amount has been shown here for CSR Purpose.



- d) Amount spent in administrative overheads: NIL
- e) Amount spent on impact assessment, if applicable: NIL
- f) Total amount spent for the financial year (b+c+d+e): ₹ 40.81 Lakhs
- g) Excess amount for set-off, if any:

|     |   | (₹ Lakhs) |
|-----|---|-----------|
| No. | Particulars   | Amount    |
| i   | Two percent of average net profit of the Company as per Section 135(5)                                    | 40.81     |
| ii  | Total amount spent for the financial year   | 40.92     |
| iii | Excess amount spent for the financial year [(ii)-(i)]   | 00.11     |
| iv  | Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any | NIL       |
| v   | Amount available for set-off in succeeding financial years [(iii)-(iv)]                                   | NIL*      |

\*Being a small amount, no set-off is considered

9. a. Details of the unspent CSR amount for the preceding three financial years

|     |                          |   |  |   |        |                  | (₹ Lakhs)  |
|-----|--------------------------|---|--|---|--------|------------------|--|
| No. | Preceding financial year | Amount transferred to the Unspent CSR Account under Section 135 (6) | Amount spent in the reporting financial year | Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any |        |                  | Amount remaining to be spent in succeeding financial years |
|     |                          |   |  | Name of the Fund  | Amount | Date of transfer |  |
| -   | -                        | -   | -  | -   | -      | -                | -  |

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

|     |            |                     |   |                  |  |   |  | (₹ Lakhs)                                   |
|-----|------------|---------------------|---|------------------|--|---|--|---|
| No. | Project ID | Name of the project | Financial year in which the project was commenced | Project duration | Total amount allocated for the project | Amount spent on the project in the reporting financial year | Cumulative amount spent at the end of reporting financial year | Status of the project - completed / ongoing |
| -   | -          | -                   | -   | -                | -                                      | -   | -  | -   |

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset(s) so created or acquired through CSR spent in the financial year:

| No. | Detail  | Name of the Asset |
|-----|---|-------------------|
| a)  | Date of creation or acquisition of the capital asset(s)   | -                 |
| b)  | Amount of CSR spent for creation or acquisition of the capital asset  | -                 |
| c)  | Details of the entity or public authority or beneficiary under whose name such capital asset(s) is / are registered, their address, etc | -                 |
| d)  | Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)              | -                 |

11. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per Section 135(5):  
not applicable

Place: Vapi  
Date: 20.08.2021

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

**Ajay Shah**  
Chairman CSR Committee  
DIN: 00420389



## ANNEXURE-C

### PARTICULARS PURSUANT TO SECTION 134(3) (M) OF COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014.

#### A. CONSERVATION OF ENERGY & RESEARCH AND DEVELOPMENT

- i. Steps taken by the Company or impact on conservation of energy: NIL
- ii. The steps taken by the Company for utilizing alternate sources of energy: NIL
- iii. The capital investment energy conservation equipment: NIL

#### B. TECHNOLOGY ABSORPTION, ADAPTION AND INNOVATION:

- i. The efforts made towards technology absorption; NIL
- ii. The benefits derived like product improvement, cost reduction, product development or import substitution: NIL
- iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): - NIL
- iv. The expenditure incurred on Research and Development.: No specific allocation is made in terms of Research and Development expenditure. The same is an on-going process and costs incurred on the same are expensed off.

#### C. FOREIGN EXCHANGE EARNING & OUT GO:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows is as under.

|     |                               | (₹ In Lakhs) |
|-----|-------------------------------|--------------|
|     | Particulars                   | 31.03.2021   |
| (A) | Total Foreign exchange Out-Go | 7201.42      |
| (B) | Total Foreign exchange earned | NIL          |

Place: Vapi  
Date: 20.08.2021

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

## ANNEXURE-D

## Form No. MR-3

## Secretarial Audit Report

For the Financial Year ended on 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,  
**Maheshwari Logistics Limited.**  
MLL House, Shed No. A2-3/2  
Opp. UPL 1st Phase, GIDC,  
Vapi, Valsad-396195, Gujarat.

Dear Sir,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good Corporate Governance practices by **M/s. MAHESHWARI LOGISTICS LIMITED** (hereinafter called the 'Company') **CIN No- L60232GJ2006PLC049224**. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Company's books, papers, minute books, forms and returns filed with Regulatory authorities and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the financial year ended on March 31, 2021 (hereinafter referred to as 'Audit Period'), generally complied with the statutory provisions listed hereunder and also the Company has proper board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

- 1) We have examined on test basis, the books, papers, minutes book, forms and returns filed and other records maintained by the company and produced before us for the financial year ended on 31st March, 2021, according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and The Companies Act, 1956 (to the extent applicable during our Audit Period) and the Rules made there under;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 to the extent if applicable;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 to the extent the same was applicable to the company;
- (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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the company during the Audit Period)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the company during the Audit Period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the company during the Audit Period)
- (v) The Company has not identified any other specific laws which are presently applicable to it.
- 2) We have also examined compliances with applicable clauses of the following: -
  - (i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India under provisions of The Companies Act, 2013 w.e.f. 1<sup>st</sup> July, 2015 amended from time to time and
  - (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Based on the above said information provided by the company, we report that during the financial year under report, the company



has generally complied with the provisions, as applicable, if any, of the above mentioned Acts including the applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent mentioned below :-

- 1) The listed entity has not appointed Independent Woman Director till October 15, 2020, as required as per Regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirements), 2015. However, the Company appointed Independent Woman Director w.e.f 16th October, 2020 complying with the said regulation.

The National Stock Exchange (NSE) issued following notices to the Company for Non-compliance with Corporate Governance Requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 imposing fines and directed to comply with the above-mentioned regulation 17(1)(a) by appointing Independent Woman Director.

- a. Notice No. NSE/LIST-SOP/REG-17/FINES/101661 dated 8th October, 2020 for which the Company has filed a request for waiver of fines.
  - b. Notice No. NSE/LIST-SOP/COMB/FINES/0810 dated 17th November, 2020 for which the Company has filed a request for waiver of fines.
  - c. Notice No. NSE/LIST-SOP/COMB/FINES/0814 dated 15th February, 2021 for which the Company has filed a request for waiver of fines.
- 2) The outcome of few Board Meetings was disclosed to the Stock exchange beyond 30 minutes of the conclusion of the board meetings, as required as per Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements), 2015. However, listed entity has made the said disclosure to the Stock exchange on the same date of Board Meeting.
  - 3) There were instances where the connected persons have not disclosed to the listed entity the number of such shares acquired or disposed off within two days of such transactions as required under Regulation 7(2)(a) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. *The listed entity has taken penal actions against such connected persons with a strict warning.*
  - 4) Few compliances related e-forms were filed by the company with Ministry of Corporate Affairs (MCA) beyond the time limit prescribed under Companies Act, 2013 by paying additional fees.

- 5) Few compliances related e-forms were filed beyond prescribed time limit for which additional fees was not levied since the same were filed under Companies Fresh Start Scheme, 2020. However, the Company has duly filed Form CFSS and Certificate for grant of immunity from prosecution or imposition of penalty under Companies Fresh Start Scheme (CFSS), 2020 was also received from Registrar of companies, Ahmedabad.
- 6) Form IEPF-2 was not filed during the F.Y. 2020-21 as required under rule 5(8) of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

We further report that the compliance of applicable General Laws, Labour laws and financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

We further report that:

- a) The Board of Directors of the Company is constituted with required no's of Executive Directors, Non- Executive Directors and Independent Directors as on date of report. The changes in the composition of the board of directors that took place during the period under review were carried in compliance with provisions of the Act.
- b) Adequate notice is given to all directors to schedule the Board Meetings; agenda were sent in advance, 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 based on the representation made by the company and its officers.  
  
Majority decision is carried through and that there were no dissenting member's views on any of the matter during the year that were required to be captured and recorded as part of the minutes.
- c) Based on general review of compliance mechanisms established by the Company and on basis of management representations and compliances certificates issued by department heads, there are reasonable systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the company has responded appropriately to notices received from various statutory/ regulatory authorities including initiating actions for corrective measures, wherever found necessary.



We further report that during the audit period there were following specific events/actions having a major bearing on Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.:-

- (i) Special Resolution was passed by the Members of the company in the Annual General Meeting dated 30<sup>th</sup> September, 2020 for issuance of 1,47,98,600 (One Crores Forty-Seven Lakhs Ninety-Eight Thousand Six Hundred) Equity Shares of Rs. 10/- (Rupees Ten Only) each as Bonus Share in the ratio of 1:1 (i.e., one bonus equity shares of Rs. 10/- each for every One fully paid-up equity shares of Rs. 10/- each held) to the shareholders as on the record date i.e., October 14, 2020 and the said Bonus Shares were allotted by the Board of Directors in its meeting dated 15<sup>th</sup> October, 2020.

**For Shilpi Thapar & Associates**  
Company Secretaries

Place : Ahmedabad  
Date : 10.08.2020

**CS Shilpi Thapar**  
Membership No. : 5492  
COP No. : 6779  
UDIN No- F005492C000760059

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.

## ANNEXURE-A

To  
The Members,  
**Maheshwari Logistics Limited.**  
MLL House, Shed No. A2-3/2  
Opp. UPL 1st Phase, GIDC,  
Vapi, Valsad-396195, Gujarat.  
**Company No: L60232GJ2006PLC049224**  
**Authorised Capital: Rs. 30,00,00,000/-**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. 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 for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Shilpi Thapar & Associates**  
Company Secretaries

Place : Ahmedabad  
Date : 10.08.2021

**CS Shilpi Thapar**  
Membership No. : 5492  
COP No. : 6779  
UDIN No- F005492C000760059



## ANNEXURE-E

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of the Maheshwari Logistics Limited Presenting Management Discussion and Analysis Report covering the operational and financial performance of the company for the year 2020-21. The company is One of the leading Conglomerate engaged in Logistics and Transportation Service, including Supply of Coal & Petcoke, and Recycle Kraft Paper Manufacturing along with waste paper collection. Logistics and transportation services is one of the main business for the company.

### LOGISTICS AND TRANSPORTATION SERVICE

Maheshwari Logistics Limited (hereinafter referred to as 'the Company', 'We', 'Our') is one of the leading third-party logistics ('3PL') solutions providers. We provide a wide range of customized, technology-enabled integrated logistics solutions and corporate mobility services. As we operate an asset-light business model, the assets (vehicles and warehouses) necessary for our operations are owned or provided by a large network of business associates. This technology enabled, 'asset-light' approach enables scalability of services as well as flexibility to develop and offer customized logistics solutions across a diverse set of industries.

#### I. INDUSTRY STRUCTURE AND DEVELOPMENTS

##### ECONOMIC OVERVIEW:

The outbreak of COVID-19 has created a considerable and lasting impact on an already stressed global economy. As of March 2021, millions of cases of the virus have been reported and millions of lives have been lost worldwide. Most countries-imposed lockdowns to contain the spread of the virus, resulting in restricted mobility and trade, especially during the first quarter of FY21. These restrictions led to production stoppages, supply shortages, price spikes and inflation across both essential and nonessential goods. According to the International Labour Organization, 400+ million jobs were lost worldwide between April and June 2020. Major financial markets declined by over 30% from their pre-pandemic levels. The IMF has estimated a contraction of 3.5% of the world economy in 2020.

Governments and central banks globally have implemented unprecedented measures and have announced swift monetary and fiscal policies to cushion the impact of the drop-in economic activities, and to fuel future growth. Gradual flattening of the growth curve of COVID cases, steady recovery in economic activities and launch of vaccination programmes have resulted in a strong rebound across major economies in the second half of the year. The IMF projects a y-o-y growth of 5.5% in CY21 for overall world economic output, with 4.3% growth for advanced economies and 6.3%

growth for emerging economies. Global trade volumes are likely to grow around 8% in 2021. However, any rise in COVID cases, new mutations and variants, further lockdowns, slower than anticipated medical interventions, potential debt distress and bankruptcies remain as potential downside risks to the growth outlook.

##### INDIAN ECONOMY

India's economic growth rate had slowed to 4.2% in 2019. COVID-19 pandemic further magnified the growth challenges for the economy. As India went into phased lockdowns to curb the spread of the virus, severe demand and supply shocks were created.

- Demand side shocks included reduced investments, muted demand for discretionary items, low consumption due to income loss, and so on.
- Supply side shocks included bottlenecks with labour supply, and disruption in both global and domestic supply linkages.

The Government announced economic stimulus packages in three tranches totaling \$420+ billion. The stimulus included a combination of fiscal, monetary, liquidity boosting and administrative measures such as direct benefit transfers, emergency credit line guarantee scheme, emergency health fund, food security measures, collateral free loans and bank guarantees for MSMEs, extension of tax deadlines, loan moratorium, changes in FDI policy and opening of power, defence and space sectors for privatization. The RBI also announced cuts in repo and reverse repo rates. In the latter half of the year, the Government has shifted focus towards production and consumption revival measures such as production linked incentives, increased capital expenditure and investments in infrastructure development. The Government has also launched 'Atmanirbhar Bharat Abhiyan' to spur growth and achieve a greater degree of self-reliance.

Although the impact of COVID-19 on the economy has been strongly felt, it has been lower than what was initially projected. The year's first half saw a strong dip in GDP and all major economic indicators. GDP declined by 15.7% in the first half, but with unlock and declining uncertainty, the second half saw a 'V' shaped recovery with the GDP registering only a marginal fall of 0.1% over the same period last year. Key economic indicators such as GST collections, E-way bills, power demand, steel consumption, and so on, all rebounded to near pre-pandemic levels by the last quarter of FY21, signaling resumption of economic activities. From around 24% decline in Q1 of FY21, India's

GDP showed resilience and gradually entered into positive territory in the last two quarters (0.5% in Q3 and 1.6% in Q4) of FY21. For FY21, India's GDP contracted by 7.3%. The Economic Survey of India 2020-2021 estimates real GDP to grow by 11% in 2021-22 fueled by vaccination drive, higher capital expenditure commitment by the government and recovery across services and manufacturing sectors. India is expected to emerge as the fastest growing economy in the next two years as per the IMF. However, FY22 is likely to remain a volatile year as we continue to witness new waves of COVID cases. Subsequent to the 2nd COVID-19 wave, World Bank has revised the GDP growth forecast to 8.3% in FY22. Economic recovery remains contingent on the effective curb of the virus spread, quick vaccination rollout and continuation of economic activities.

## BUSINESS OVERVIEW

### KRAFT PAPER MANUFACTURING

There are three types of paper companies – one, using wood pulp to manufacture paper, two, agro-residue-based paper making, and three, recycling papers to manufacture kraft paper. The third one recycling the paper requires the least amount of water, and pulp, which is the primary raw material used for manufacturing of paper, is obtained from wastepaper.

We are manufacturing kraft paper from 100% recycling of waste paper. Over the years, we have spent money and resources on technology to reduce the water required and improve the quality to manufacture kraft paper, Company is having a manufacturing capacity of more than 90,000 tons per annum. Because of its strength, Kraft Paper is used for many industrial and commercial applications. The material is used in packaging operations for packing, wrapping individual items, bundling and void fill. Also, Kraft paper can be used as load binders between layers of palatalized products.

According to IPPTA (Indian Pulp and Paper Technical Association), IARPMA (Indian Agro and Recycled Paper Mills Association) & CPPRI (Central Pulp and Paper Research Institute) the kraft paper & board production in India is around 15 million tonnes per annum. It is essential to note that there is no shortage of kraft paper in India. The Trade Association for Corrugated Box Manufacturers i.e. Indian Corrugated Case Manufacturers Association (ICCMA) on various occasions have cited that the corrugated box manufacturers consume about 7.5 million tonnes/year of recycled kraft paper. Supply of kraft paper is not an issue, and it is available in plenty in India.

Amidst this, there are multiple reports in the media on calls for placing an export ban on recycled kraft paper from India. The reason cited is less supply of kraft paper in India and an increase in prices of kraft paper. Such reports have created misinformation and are contrary to the ground

reality. Any such dangerous move might have implications on multiple micro, small & medium enterprises (MSMEs) and jeopardize hundreds of jobs. The paper recycling industry is trying hard to maintain the present level of exports amidst these adversities. Any call for an export ban would have a disastrous impact on the paper recycler industry, lead to job losses and reverse the years of efforts to boost export markets for India.

It is also alleged in various media reports that the price of kraft paper has been increasing. This paints only the half-truth. The pricing of kraft paper is totally market driven and is determined by various external factors. Since India is a fibre deficient country, the kraft paper mills rely on imported waste paper for its raw material requirements. The Covid-19 induced lockdowns have not only resulted in lower collection of waste paper in India and abroad, but also high transportation & shipping costs have resulted in high input cost for the manufacture of kraft paper. But the prices of kraft paper have been increasing as well as decreasing as per the market dynamics. In the past couple of months, the prices of kraft paper have actually reduced. Though 'Kraft' in German means 'strong', however, the condition of kraft paper manufacturers presently is lamentable.

According to report presented by Gujarat Paper Mills Association – the price of kraft paper, used in the packaging industry for manufacturing corrugated boxes, has decreased by ₹ 7-8 per Kg on account of low demand for packaging material in Western India. The price depends on the BF or burst factor, which means the strength at which paper bursts at certain applied pressure, this is in accordance with BIS. The 18 BF kraft paper, which is the most common kraft paper, is quoting at ₹ 30-31 per Kg in the first week of May 2021 instead of ₹ 37-38 per Kg in end March 2021. A 20% drop has been observed. Demand for packaging material has been badly crumpled, pharma packaging and other essential packaging industries which are operating in this Covid-19 phase are resorting to exploitation, dragging the prices of kraft paper down by ₹ 7 to 8 per kg. The State Governments have announced strict lockdown-like restrictions in various parts of the States. Purchasing power of end consumers has reduced exponentially due to the economic turmoil caused by Covid-19 pandemic. These factors have resulted in less consumption of fast-moving consumer goods (FMCG) and textiles, which is one of the main purchasers of corrugated boxes. Demand for corrugated boxes has not picked up over the last two months since products manufactured by fast-moving consumer goods (FMCG) companies are piling up the inventories, with movement being slack. Sales of refrigerators, air-conditioners, televisions and washing machines fell about 65% as per the estimates by the Consumer Electronics and Appliances Manufacturers Association (CEAMA). Even the electronics industry uses corrugated boxes for packaging. Textiles have come to



standstill. As a result, there is less demand for packaging materials like corrugated boxes. Consequently, there is less demand for kraft paper as well.

Kraft paper mills are 24 hours running industry and all the paper made for corrugated box manufacturers are tailor made which depends on size, BF, thickness etc. as required by the corrugated box manufacturers. As no orders, other than pharma and essential packaging are being placed, the Kraft Paper mills have started closing down their operation. The few who are still operating might succumb to the bank EMI's, interest and other fixed overheads soon for no kraft paper manufacturers is making profit during this Covid-19 pandemic.

The principal raw material for production of kraft paper is the wastepaper, which is primarily imported and only a small portion is domestically procured. The prices of domestic waste paper have fallen down as many waste paper mills are facing closure like situation in the absence of any orders or because workers have fled to their homes owing to the ongoing COVID-19 pandemic. Even the prices of imported waste paper have fallen from USD 350/tonne to USD 275/tonne in the last 2 months. Such imported waste paper booked earlier would be delivered after nearly 45-60 days. However, the benefit of the fall in prices of raw material cannot be capitalized by the kraft paper recyclers as they have to honor the purchase agreement entered into with the suppliers months ago, when the prices of wastepaper were high. Moreover, during the Covid-19 pandemic, the corrugated box manufacturers who supply packaging material to the pharmaceutical and other essential commodity companies, have been able to arm twist kraft paper mills in reducing the prices of kraft paper by ₹ 7 to 8 per kg. This reduction is equivalent to approximately 20% reduction in prices of kraft paper. This double whammy has resulted in weakening the financial position of the kraft paper mills, who still have to incur fixed operating costs and interest burden in the form of EMIs. Also it would become infeasible to repay the EMIs which might consequently lead to increase in non-performing assets of the banks.

Prices of kraft paper, like any other commodity, are determined by market forces of demand and supply. And due to the sufficient production capacities and surplus production, the kraft paper manufacturers are still optimistic and have been able to ensure adequate supplies of kraft paper in the market in such critical times.

Even during the national lockdown imposed last year, kraft paper manufacturers not only ensured regular and uninterrupted kraft paper supply to pharmaceutical companies and other users but also kraft paper beds and tables were donated to Indian Navy, Army, Brihanmumbai Municipal Corporation (BMC), etc. At the same time, these items were also exported to Middle Eastern Nations to contribute to India's "Vaccine Maitri" initiative.

## LOGISTICS SERVICE

We are providing the bulk cargo logistics services majorly in the state of Rajasthan, Gujarat, Maharashtra and includes some part of Karnataka, Kerala and Uttar Pradesh. We are one of the largest logistics Company in Gujarat & Rajasthan. We are into logistics of bulk cargo through road for multiple sectors including Cement, Paper, Textiles, and Fertilizers etc. Over the years we have developed a strong reputation in logistics services and known for our reliability and on-time delivery. The company have own fleet of more than 60 trucks and network of the third-party transportation gives us an access of more than 7000 trucks. Your Company is directly benefited from the above and have better future prospects in the sector.

In India, the demand for today and the future is integrated end-to-end Logistics solutions. This would encompass integrated infrastructure / assets platform, integrated services platform and integrated digital platform. There is a wide spectrum of players in the domain ranging from the very small exporters and importers, to medium-sized and large traders to MNCs. Hence, the sector would continue to witness consolidation, process standardisation, technological upgradation and digital transformation. For more agility, and integration not only between modes of transportation but also the users and third-party service providers. Efficient, cost effective customised solutions is what customers are looking for. Emergence of third-party (3PL) and fourth-party (4PL) logistics service providers would address complex supply chain challenges

New age technology has revolutionized the logistics sector by being a key differentiator. Digital transformation of the logistics sector could translate into value of USD 1.5 trillion for the participants and an additional USD 2.4 trillion worth of societal benefits by 2025, according to World Economic Forum (2016). Logistics startups will be leveraging technology to provide smart solutions and disrupt the traditional way of operating.

Strong growth supported by government reforms, transportation sector development plans, growing retail sales and the E-commerce sector are likely to be the key drivers of the logistics industry in India in 2021. Online freight platforms and aggregators have been on the rise in the Indian logistics market, given the need for low entry barriers and less capital investment compared to setting up of an asset-based business model. Manufacturing in India holds the potential to contribute up to 25%-30% of the GDP by 2025 which will drive the growth of the warehousing segment in India. The logistics market in India is forecasted to grow at a CAGR of 10.5% between 2019 and 2025. E-commerce is another major segment which is expected to support growth of the logistics industry during the forecast period. Increasing investments and trade point towards a healthy outlook for the Indian freight sector. Port capacity



is expected to grow at a CAGR of 5% to 6% by 2022, thereby, adding a capacity of 275 to 325 MT.

Along with the opportunities and future outlook sector will continue to face the challenges caused by COVID-19 outbreak and various other factors like Decrease in demand, increase in fuel price, decline in industrial output etc.

#### COAL AND PETCOCK TRADING

We are in to the business of handling of Coal/ Lignite/pet-coke (including the import of coal and sale in the domestic market). Company purchases the pet coke/coal in the bulk quantity and sale in the local Market and to the small business traders. Petcock Is procured from the Indian Companies and coal is mainly imported through high sea sales and supplied to the customers.

India is the world's fifth-largest coal producer but also the steam coal market's largest buyer – accounting for 19% of global imports (169 MMT) in 2015. Indonesia, South Africa and Australia top the list of India's thermal coal suppliers. With India's government committed to the country's complete electrification, the coal fleet will continue to grow strongly.

While India has ample domestic thermal coal supplies and its government has expressed a desire to end imports, continued reliance on thermal coal imports appears inevitable for the foreseeable future. First, the country's planned shift to supercritical and ultra-supercritical power plants after 2017 favors continued dependency on high-quality coal imports needed to run those plants. Indian coal, which has high ash content and low calorific value, presents a challenge for efficient functioning of supercritical boilers. Second, India's infrastructure for transporting coal from inland deposits to its two dozen coastal power stations remains poor. The share of India's coastal-based power, which operates completely on imported coal, is expected to increase from the current 17% to 23% by 2030. Finally, state support of domestic coal production has historically been weak, and recent reforms have promoted port-to-rail connectivity, effectively paving the way for increased coal imports.

In the meantime, coal is likely to remain the mainstay of India's power generation. Coal currently represents 60% of the country's total power installed capacity, and some 77 GW of coal-based power projects are under construction and slated to come online between now and 2020.

The global petroleum coke market reached a value of US\$ 25 Billion in 2020. Looking forward, IMARC Group expects the market to grow at a CAGR of 7.8% during 2021-2026. Keeping in mind the uncertainties of COVID-19, we are continuously tracking and evaluating the direct as well as the indirect influence of the pandemic on different end use industries. These insights are included in the report as a major market contributor.

Petroleum coke, or pet coke, refers to a solid carbon by product of the crude oil distillation process that is commonly used as a fuel. In comparison to the traditionally used fossil fuels, it has a high-power output value and low ash content, and thus highly cost-efficient. Some of the common types of petroleum coke include needle, sponge, honeycomb and shot coke. It exhibits immense chemical stability and is primarily used to manufacture anodes, electrodes, metals and bricks, cement, fertilizers, etc.

Rapid industrialization, especially in the developing economies, is one of the key factors driving the growth of the market. The increasing emphasis on reducing dependency on fossil fuels for energy generation is also acting as another major growth-inducing factor. Furthermore, significant infrastructural developments across the globe are creating a positive outlook for the market. The rising requirement for steel for various industrial applications, such as the construction of railways, highways and roads, has resulted in increasing utilization of petroleum coke. In line with this, calcined pet coke is widely used as a substitute for coal in steel mills, furnaces and burners, which is also augmenting the market growth. Additionally, various product innovations, such as the development of green pet coke, are acting as other growth-inducing factors. It is manufactured by processing decaying coke and has a lower sulfur content, higher ductility, resistance to corrosion and thermal and electrical conductivity. This, along with the implementation of favorable government policies to minimize carbon footprint, is anticipated to drive the market further.

#### WASTE PAPER COLLECTION & PROCESSING

The global Waste Paper Recycling market size is expected to gain market growth in the forecast period of 2021 to 2025, with a CAGR of 2.8% in the forecast period of 2021 to 2025 and will expected to reach USD 50870 million by 2025, from USD 45590 million.

The Waste Paper Recycling market report provides a detailed analysis of global market size, regional and country-level market size, segmentation market growth, market share, competitive Landscape, sales analysis, impact of domestic and global market players, value chain optimization, trade regulations, recent developments, opportunities analysis, strategic market growth analysis, product launches, area marketplace expanding, and technological innovations. Waste Paper Recycling Market 2021 By Type (Corrugated Cardboard, Newspapers, Magazines, White Office Paper, Mixed Paper, etc.), Geography (North America (United States, Canada and Mexico), South America (China, Japan, Korea, India and Southeast Asia), Europe (Germany, France, UK, Russia and Italy), Asia-Pacific (China, Japan, Korea, India and Southeast Asia), Middle East and Africa (Saudi Arabia, Egypt, Nigeria and South Africa)) Industry Trends 2021.



Waste Paper Recycling market size is expected to gain market growth in the forecast period of 2021 to 2025, with a CAGR of 2.8% in the forecast period of 2021 to 2025 and will be expected to reach USD 50870 million by 2025, from USD 45590 million.

COVID-19 / Great lockdown has compressed the global economy and with it the manufacturing sector, production, disruption, financial.

As backward integration support to the Kraft paper Manufacturing we also deal in the business of Waste Paper Collection, Processing and supply by establishing various Collection Centers in the State of Gujarat and Maharashtra. Through these collection centers Company will easily manage the raw material requirements for Company's Kraft Paper Manufacturing plant and can also do the business of the waste paper trading by supplying additional stock to other paper mills.

Waste Paper is used as a substitute of pulp as raw material for paper manufacturing, mills tweak their requirement of waste paper depending upon the comparative price movements in both inputs. The geographical location of the mill often determines the type of raw material used for paper manufacturing. More than 50 per cent of the total paper produced from recovered paper is produced in western India due to availability of berthing space at ports to import raw materials. Waste paper is mainly utilized for manufacture of newsprint, duplex and kraft paper.

## II. OPPORTUNITIES AND THREATS

### Opportunity

- Increase in demand for Packaging Material will be the opportunity for Kraft paper Business followed by Plastic Ban and other measures.
- Increased consolidation post-GST is increasing demand for forward logistics solutions
- Shifting of customers preference from unorganized to organized logistic service providers
- Availability of manpower at an Economic rate.
- Among others Technological up gradation, growing literacy, raising demands all are the field of opportunity creator for your Company.

### Threats

- Global Slow Down and Decrease in demands post COVID-19.
- Emergence of multi-modal platforms will impact share of road-transport.
- Increase in cost of raw material like, Waste paper and Sharp increase in Fuel price have significant effect in transportation business.

- Margin pressure due to start-ups focusing on customer acquisition and competitions.
- Muted demand and volatility in our focus markets can impact our business
- Cheap imports of Paper and substitutes products.
- Environmental compliance and regulation in Paper Industry.
- Use of Coal and demand and supply of it is also regulated due to environmental concerns and also dependency on the Imported coal also leads a threat due to fluctuation in the foreign currency rate and other trade barriers.

## III. SEGMENT WISE AND PRODUCT WISE PERFORMANCE;

Below is a table breakdown of our Consolidated revenue from operations, across the business segments that we operate in, for the periods indicated and the results thereon.

| (Amount in Lakhs)  |                  |                  |
|--|------------------|------------------|
| Particulars  | 31.03.2021       | 31.03.2020       |
|  | Audited          | Audited          |
| <b>01. Segment Revenue</b>                                   |                  |                  |
| Net sale/income from each segment                            |                  |                  |
| (a) Trading Segment  | 29,501.64        | 38,781.01        |
| (b) Transportation & Port Service                            | 13,231.92        | 19,772.07        |
| (c) Manufacturing Kraft Paper                                | 33,059.48        | 26,972.10        |
| <b>Total</b>   | <b>75,793.04</b> | <b>85,525.18</b> |
| Less: Inter Segment Revenue                                  | 8,174.52         | 9,525.36         |
| <b>Net sales/Income from Operations</b>                      | <b>67,618.52</b> | <b>75,999.82</b> |
| <b>02. Segment Results</b>                                   |                  |                  |
| <b>Profit/Loss before tax and interest from each segment</b> |                  |                  |
| (a) Trading Segment  | 1,057.32         | 1,216.88         |
| (b) Transportation & Port Service                            | 276.06           | 773.63           |
| (c) Manufacturing Kraft Paper                                | 1,950.30         | 2,216.15         |
| (d) Unallocated (expenses) / income (net)                    | -66.20           | -53.02           |
| <b>Total</b>   | <b>3217.48</b>   | <b>4,153.64</b>  |

## IV. OUTLOOK;

With Governments efforts, implementation of various economic reforms and stable political situation, recovery in industrial activity and demand post lockdown, Company expects a positive growth in the times to come.

## V. RISKS AND CONCERNS

The Company is committed in recognizing and managing the risks it is exposed to, both internal and external, and has

put in place mechanisms to handle the same proactively and efficiently. The Company also recognizes that these risks could adversely affect its ability to create value for all stakeholders and has taken steps to mitigate the same.

The Company operates in an environment which is affected by various factors some of which are controllable while some are outside the control of the company. The Company proactively takes reasonable steps to identify and monitor the risk and makes efforts to mitigate significant risks that may affect it. Some of the risks that are potentially significant in nature and need careful monitoring are listed here under:

- ❖ COVID-19 outbreak Risk
- ❖ Foreign Exchange Risk
- ❖ Human Resource Risk
- ❖ Raw Material Risk
- ❖ Competition Risk
- ❖ Environmental Risk

#### VI. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY;

The Management of the Company is committed to ensuring effective internal control systems commensurate with the

size and the complexity of the business. The Company has established adequate and effective internal controls to achieve its compliance and reporting objectives. The controls are deployed through various policies and procedures. These policies and procedures are periodically revisited to ensure that they remain updated with the changes in the business environment. Policies and processes are regularly tested by internal and statutory auditors.

The Company continues to invest in various IT initiatives to automate controls to the extent possible, in order to minimize errors and lapses. The Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations.

#### VII. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE;

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013. The Company has adopted Indian Accounting Standard (Ind AS) from April 1, 2016.

The consolidated financial statements have been prepared in compliance with applicable Ind AS 110 and are presented in a separate section.

The summarized financial performance of the Company as compared to last year is shown as under:

(Amount in Lakhs)

| Particulars   | Standalone       |                  | Consolidated     |                  |
|---|------------------|------------------|------------------|------------------|
|   | 31st March 2021  | 31st March 2020  | 31st March 2021  | 31st March 2020  |
| Net Sales/Income from Business operations                             | 67,043.56        | 75,858.24        | 67,618.52        | 75,999.82        |
| Other Income  | 224.46           | 230.72           | 179.46           | 219.84           |
| <b>Total income</b>   | <b>67,268.03</b> | <b>76,088.96</b> | <b>67,797.97</b> | <b>76,219.66</b> |
| Less: Expense<br>(Excluding depreciation and Finance Cost)            | 62,786.02        | 70,752.60        | 63,295.44        | 70,878.35        |
| Profit before Depreciation and Finance Cost                           | 4,482.01         | 5,336.37         | 4,502.53         | 5,341.32         |
| Less: Depreciation  | 1,285.04         | 1,187.68         | 1,285.04         | 1,187.68         |
| Less: Finance Cost  | 1,932.76         | 2,137.26         | 1,932.96         | 2,137.30         |
| <b>Profit Before Exceptional &amp; extra-ordinary items &amp; Tax</b> | <b>1,264.21</b>  | <b>2,011.42</b>  | <b>1,284.53</b>  | <b>2,016.33</b>  |
| Less: Exceptional Item  | -                | -                | -                | -                |
| Add/Less: Extra Ordinary Items  | -                | -                | -                | -                |
| <b>Profit Before Tax</b>  | <b>1,264.21</b>  | <b>2,011.42</b>  | <b>1,284.53</b>  | <b>2,016.33</b>  |
| Less: Current tax   | 255.56           | 375.72           | 275.42           | 380.52           |
| Less: Deferred tax  | 80.36            | 165.78           | 80.36            | 165.78           |
| <b>Net Profit/ (Loss) After Tax for the year</b>                      | <b>928.30</b>    | <b>1,469.93</b>  | <b>928.75</b>    | <b>1,470.04</b>  |

#### VIII. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS, INCLUDING NUMBER OF PEOPLE EMPLOYED;

Human resource remains a valuable asset of your Company's business. The Company continues to lay emphasis on

attracting and retaining talent. Personnel developmental initiatives including training, both technical and managerial, are regularly conducted to enhance human potential. As on 31st March 2021, the number of employees in the Company is more than 562. Given the nature of operations, a significant



portion of the said employee strength comprises of drivers, cleaners, Labour and other unskilled employees.

The Company recognizes that its employees are its principal assets and that its continued growth is dependent upon the ability to attract and retain quality people. The company has established Human Resources Department, which is entrusted with the responsibility of retaining and developing the skills of all its employees. The Company also recognizes the importance of providing training and development opportunities to its people to enhance their skills and experiences, which in turn enables the Company to achieve its business objectives.

Despite the large number of employees as also considering the widespread geographical operation of the Company, your management feels proud to state that the employer – employee relations remained extremely cordial throughout the year. There were no instances of strikes, lockouts or any other action on part of the employees that affected the functioning of the Company. It is noteworthy that there is no Employee Union / Trade Union / Union within the organization.

**IX. DETAILS OF SIGNIFICANT CHANGES (i.e., CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFOR, INCLUDING**

| Sr. No. | Particulars                 | 2021 | 2020  | % Changes Y-o-Y |
|---------|-----------------------------|------|-------|-----------------|
| 1       | Debtors Turnover            | 5.64 | 5.85  | -3.44           |
| 2       | Inventory Turnover          | 8.42 | 12.19 | -30.93          |
| 3       | Interest Coverage Ratio     | 2.32 | 2.50  | -7.12           |
| 4       | Current Ratio               | 1.80 | 1.49  | 20.35           |
| 5       | Debt Equity Ratio           | 1.02 | 1.14  | -10.65          |
| 6       | Operating Profit Margin (%) | 4.77 | 4.21  | 13.15           |
| 7       | Net Profit Margin (%)       | 1.39 | 1.94  | -28.25          |
| 8       | Return on Net Worth         | 6.72 | 11.37 | -40.85          |

- Inventory Turnover was decreased due to Increase in Raw Material Price our inventory has significantly increased and due to national lockdown, our turnover has also decreased so our inventory Turnover has been decreased
- Net Profit Margin % has gone down compared to previous year as a result of losses registered specifically in first Quarter of the financial year due to nationwide lockdown and COVID -19 outbreak, resulting in pressure on overall PAT for the year.
- Decrease in Return on Net worth is due to decrease in profitability

**X. FORWARD LOOKING STATEMENT**

Statements in this 'Management Discussion and Analysis' and this Annual Report describing the Company's objectives, projections, estimates, expectations, plans or predictions or industry conditions or events are 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results, performance or achievements could differ materially from those expressed or implied. Several factors could make a significant difference to the Company's operations. These include economic conditions affecting demand and supply, Government regulations and taxation, natural calamities and so on over which the Company does not have any direct control.

**Varun Kabra**

Managing Director

DIN: 02760600

**Vinay Maheshwari**

Chairman

DIN: 01680099

Place: Vapi

Date: 20.08.2021



## ANNEXURE-F

### **CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED).**

To  
The Members of  
**Maheshwari Logistics Limited.**  
MLL House , Shed No. A2-3/2 Opp. Upl 1st Phase ,  
GIDC Vapi,  
Valsad, Gujarat-396195

We, M/s. Shilpi Thapar & Associates Company Secretaries, Secretarial Auditors of Maheshwari Logistics Limited ('the Company'), have examined the compliance of conditions of Corporate Governance by the Company for the year ended 31 March, 2021, as stipulated in regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').

The Compliance of conditions of Corporate Governance is the responsibility of the management. The responsibility includes design, implementation and maintenance of internal control and procedure to ensure the compliance with the conditions of the Corporate Governance stipulated in SEBI Listing Regulations.

Our responsibility is limited to examining the procedures and implementation thereof, adopted by the company for ensuring compliance with the conditions of the Corporate Governance. It

is neither an audit nor an opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations provided by the Directors and the Management, we certify that the Company has complied with, in all material respects , the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Sub-regulation (2) of Regulation 46 and Paragraphs C and D and E of Schedule V of the Listing Regulations except Regulation 17(1)(a) of SEBI(Listing Obligations and Disclosure Requirements) ,2015 regarding appointment of at least one Independent Woman Director by April, 2020(in case of top 1000 listed entities). The Company appointed Independent Woman Director w.e.f 16th October, 2020 complying with Regulation 17(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

We further state that this certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction to Use: This certificate is issued solely for purpose of complying with the aforesaid Regulations and may not be suitable for any other purpose.

**For Shilpi Thapar & Associates**  
Company Secretaries

**CS Shilpi Thapar**

MembershipNo. : 5492  
COP No. : 6779

UDIN No- F005492C000765647

Place : Ahmedabad  
Date : 10.08.2021



## ANNEXURE-G

### A. DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- The ratio of the remuneration of each Director to the median remuneration of the employees of the Company along with Percentage increase in each director, CEO, CFO, Manager and CS for the financial year 2020-21:

| Sr. No. | Name of the Director & KMP's | Designation             | Ratio of the Remuneration to the Median Remuneration to the Employees | Percentage Increase in the Remuneration (%) |
|---------|------------------------------|-------------------------|---|---|
| 1.      | Neeraj Maheshwari            | Chief Executive Officer | 17.16   | -75.00                                      |
| 2.      | Vinay Maheshwari             | Whole- Time Director    | 17.16   | -63.64                                      |
| 3.      | Varun Kabra                  | Managing Director       | 25.74   | -41.46                                      |
| 4.      | Amit Maheshwari              | Whole-Time Director     | 25.74   | -16.28                                      |
| 5.      | Vipul Vashi                  | Director                | 13.58   | 43.65                                       |
| 6.      | Pradeep Kumar Dad            | Chief Financial Officer | 8.58  | -5.31                                       |
| 7.      | Nandula. Vamsikrishna        | Company Secretary       | 4.29  | -3.01                                       |

#### NOTE:

- The Independent Directors of the Company are entitled for sitting fee as per the provisions.
  - The median was calculated on the Basis of annualized gross salary of each employee at the end of the year.
- The median remuneration of employees of the Company during the financial year (2020-21) was ₹ 1,39,874/-
  - The percentage Increase/decrease in the median remuneration of the employees in the Financial Year (2020-21); (10.34%)
  - There were around 562 employees on the rolls of Company as on March 31, 2021.
  - Average percentile increases 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 decrease in median salary of the Company's employees excluding KMPs: N.A
    - Average Increase in the remuneration of KMP's: N.A
    - The total managerial remuneration for the Financial Year 2019-20: ₹ 2.09 Crores
    - The total managerial remuneration for the Financial Year 2020-21: ₹1.15 Crore.
  - It is hereby affirmed that the remuneration is as per the remuneration policy of the Company.

**B. DETAILS PERTAINING TO THE EMPLOYEE AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

**THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN**

| Sr. No. | Name of Employee   | Designation                    | Remuneration Drawn (Yearly) |
|---------|--------------------|--------------------------------|-----------------------------|
| 1.      | Amit Maheshwari    | Whole time Director            | 36,00,000                   |
| 2.      | Varun Kabra        | Managing Director              | 36,00,000                   |
| 3.      | Nirakar Panda      | Vice President                 | 24,28,277                   |
| 4.      | Neeraj Maheshwari  | Chief Executive Officer        | 24,00,000                   |
| 5.      | Vinay Maheshwari   | Chairman & Whole time Director | 24,00,000                   |
| 6.      | Vipul R Vashi      | Executive Director             | 19,00,000                   |
| 7.      | Prakash Lalji Shah | Executive                      | 15,00,000                   |
| 8.      | Vikal Maheshwari   | Vice President                 | 12,00,000                   |
| 9.      | Pradeepkumar Dad   | Chief Financial Officer        | 12,00,000                   |
| 10.     | Vrinda Maheshwari  | Executive                      | 11,18,450                   |

**DETAILS OF EMPLOYEE DRAWING SALARY AS SPECIFIED IN RULE 5 (2) (I TO III) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

During the year none of the employee was employed throughout the financial year or part thereof, who was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

Place: Vapi  
Date: 20.08.2021

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099



## ANNEXURE-H

### CEO/CFO Certificate

To,  
The Board of Directors,  
**M/s. Maheshwari Logistics Limited**  
Vapi, Gujarat.

- A. We have reviewed financial statements of Maheshwari Logistics Limited for the Quarter, half year and year ended 31st March, 2021 and to the best of our knowledge and belief:
1. These Statements do not contain any materially untrue statement or omit any material fact nor contain statements that might be misleading;
  2. These statements together present a true and fair view of the Company's affairs and are in compliances with existing accounting standards, applicable laws and Regulations.
- B. There are, to the best of our knowledge and belief, no transaction entered into by the company during the period under review which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
- D. We have indicated to the auditors and the Audit committee;
1. Significant changes in internal control over financial reporting during the year;
  2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  3. Instances of significant fraud of which we become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

**Neeraj Maheshwari**  
Chief Executive Officer

**Pradeep Kumar Dad**  
Chief Financial Officer

Place: Vapi  
Date: 23.06.2021



# ANNEXURE-I

## DECLARATION ON CODE OF CONDUCT

As provided under regulation 34(3) read with schedule v of the Securities & Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulations 2015. The members of the Board of Director and Senior Management have affirmed compliance with code of conduct of Board of Directors and Senior Management for the year ended 31st March 2021.

Place: Vapi

Date: 23.06.2021

**Vinay Maheshwari**

Chairman & Whole time Director



# REPORT ON CORPORATE GOVERNANCE

(Pursuant to Regulation 34 of LODR read with Schedule V)

## 1. A BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance has been developed with a tradition of fair and transparent governance. Transparency, integrity, professionalism and accountability-based values form the basis of the Company's philosophy for Corporate Governance and the continued application of these principles to the business practices has led to the growth of the Company over the years. The Company believes that corporate governance is beyond financial results and is a pre-requisite to the attainment of excellent performance in terms of stakeholders' long term value creation. The Company believes Corporate Governance is an ethically driven business process that is committed to values, aimed at enhancing an organization's brand and reputation. Hence, it is imperative to establish, adopt and follow best corporate governance practices, thereby facilitating effective management and carrying out our business by setting principles, benchmarks and systems to be followed by the Board of Directors (the "Board"), Management and all Employees in their dealings with Customers, Stakeholders and Society at large.

The objective of the Company is not only to achieve excellence in Corporate Governance by conforming to prevalent mandatory guidelines on Corporate Governance but also to improve on these aspects on an ongoing basis with a continuous attempt to innovate in adoption of best business practices for value creation. The Company believes that good Corporate Governance is a continuous improvement seeking process and strives to further improve the Corporate Governance practices to meet the expectations of all the stakeholders.

We detail hereunder the Company's compliance with Regulation 34(3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations"):

## 2. BOARD OF DIRECTORS:

### a) Composition and category of directors

The composition of the Board is in conformity with Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI Listing Regulations, which stipulates that the Board should have optimum combination of executive and non-executive directors with at least

one-woman director and not less than fifty percent. of the board of directors shall comprise of non-executive directors;

As on March 31, 2021, the Board comprised of 13 (Thirteen) Directors. Out of these, four are Executive Directors – Chairman, Managing Director who are also the Promoters of the Company.

Of the Nine Non-Executive Directors, Seven are Independent Directors (IDs). The Company is also having Three Woman Director as non-executive director which includes one Women Independent Director. The Directors possess the requisite qualifications, expertise and experience in general corporate management, finance, banking, academics, laws and other allied fields enabling them to contribute effectively in their capacity as Directors of the Company.

The entity has appointed Independent Women Director on the Board, in the Board Meeting held on 15.10.2020 as required under Regulation 17(1)(a) of SEBI (Listing Obligations and Disclosure Requirement), 2015 in case of top 1000 listed entities. Company has appointed two Non-Independent Woman Directors.

### b) Number of Board Meetings

The Board of Directors met 5 (Five) times during the financial year 2020-21 as per below details.

| Sr. No. | Date of Meeting | Board Strength | Director's Present |
|---------|-----------------|----------------|--------------------|
| 1.      | 30.06.2020      | 12             | 11                 |
| 2.      | 04.09.2020      | 12             | 12                 |
| 3.      | 15.10.2020      | 12             | 9                  |
| 4.      | 11.11.2020      | 13             | 12                 |
| 5.      | 12.02.2021      | 13             | 10                 |

### c) Directors' attendance and details of Directorships/ Committee Positions held etc

In terms of SEBI Listing Regulations, none of the Directors on Board is a member of more than ten Board-level committees and Chairman of more than five such committees, across all such companies in which he/she is a Director.

Further, none of the Directors of the Company serve as Independent Director in more than seven listed companies.

Following Table provides the names and categories of Directors, their attendance at the Board Meetings held during the year and at the last Annual General Meeting as also the number of Directorships and Board-level committee positions held by them.

| Name of the Director | Category                   | Total No. of Board Meetings | Meeting During Tenure of each Director | No. of Meeting Attended | Attendance at Last AGM | No. of Directorship in Other Public Companies* | Committee Details# |          |
|----------------------|----------------------------|-----------------------------|--|-------------------------|------------------------|--|--------------------|----------|
|                      |                            |                             |  |                         |                        |  | Member             | Chairman |
| Varun Kabra          | Managing Director          | 5                           | 5                                      | 5                       | Yes                    | 0  | NA                 | NA       |
| Vinay Maheshwari     | Wholetime Director         | 5                           | 5                                      | 5                       | Yes                    | 1  | NA                 | NA       |
| Amit Maheshwari      | Wholetime Director         | 5                           | 5                                      | 5                       | Yes                    | 1  | NA                 | NA       |
| Vipul Vashi          | Director                   | 5                           | 5                                      | 4                       | Yes                    | 1  | 2                  | 2        |
| Mukta Maheshwari     | Director                   | 5                           | 5                                      | 5                       | Yes                    | 1  | 2                  | NA       |
| Mayadevi Kabra       | Director                   | 5                           | 5                                      | 5                       | Yes                    | 0  | NA                 | NA       |
| Giriraj Laddha       | Independent Director       | 5                           | 5                                      | 1                       | Yes                    | 0  | 2                  | 2        |
| Mukesh Agrawal       | Independent Director       | 5                           | 5                                      | 5                       | Yes                    | 0  | 2                  | NA       |
| Ajay Shah            | Independent Director       | 5                           | 5                                      | 4                       | Yes                    | 2  | NA                 | NA       |
| Hemant Pant          | Independent Director       | 5                           | 5                                      | 5                       | Yes                    | 0  | NA                 | NA       |
| Ramnaresh Kabra      | Independent Director       | 5                           | 5                                      | 5                       | Yes                    | 0  | 1                  | NA       |
| Ambalal Panchal      | Independent Director       | 5                           | 5                                      | 3                       | No                     | 0  | NA                 | NA       |
| Payal Tosniwal       | Women Independent Director | 5                           | 2                                      | 2                       | NA                     | 0  | NA                 | NA       |

\*Excludes private limited companies, foreign companies and companies registered under Section 8 of the Companies Act, 2013.

#Chairmanship/Membership of Audit committee and Stakeholder's Relationship Committee in public companies has been considered.

**d) Disclosure of relationships between directors inter-se**

Mr. Varun Kabra and Mrs. Mayadevi Kabra are related to each other. Mrs. Mayadevi Kabra is mother of Mr. Varun Kabra.

Mr. Vinay Maheshwari and Mr. Neeraj Maheshwari are related to each other. Mr. Vinay Maheshwari is brother of Mr. Neeraj Maheshwari.

Mrs. Mukta Maheshwari and Mr. Neeraj Maheshwari are related to each other. Mrs. Mukta Maheshwari is wife of Mr. Neeraj Maheshwari.

Except this relationship, none of the other Directors are related to each other.

**e) Number of shares and convertible instruments held by non- executive directors**

Except as mentioned below as on March 31, 2021, none of the non-executive directors of the Company held shares or convertible instruments in the Company.

| Sr No. | Name of Director            | Number of Equity Shares Held |
|--------|-----------------------------|------------------------------|
| 1.     | Mukta Maheshwari            | 58,65,300                    |
| 2.     | Mayadevi Krishnaawtar Kabra | 12,00,000                    |
| 3.     | Ajay Shah                   | 80,000                       |



**f) Details of familiarization programmes imparted to independent directors**

As per Regulation 25(7) of SEBI Listing Regulations states that the Company shall familiarize the independent directors with the Company, their roles, rights, responsibilities, nature of the industry etc., through various programmes. During the financial year, senior management team has from time to time made presentations to Directors giving an overview of the Company's operations, function and business strategy of the Company.

The note on familiarization programmes for directors can be accessed through the following link.

<http://mlpl.biz/img/pdf/familiarisation-programme-20-21.pdf>

**g) The skills/expertise/competence of the board of directors.**

Company requires a set of core skills/expertise/competencies in the context of its business(es) and sector(s) for it to function effectively like. Industry knowledge/ experience, Technical skills/ experience, Behavioural competencies/ personal attributes, Strategic expertise, Mind- set or attitude and other skills and in the opinion of the Board of Directors those required skills are available with the board of Directors of your Company.

In the Table Below the specific areas of Focus or expertise of Individual Board members have been highlighted. However, absence of a mark against a member's name does not necessarily means the member does not possess the corresponding qualification or skill.

| Director                    | Financial and Accounting | Risk and compliance oversight | Strategy and Policy | Sales and Marketing | Leadership | Technological |
|-----------------------------|--------------------------|-------------------------------|---------------------|---------------------|------------|---------------|
| Varun Kabra (MD)            | ✓                        | ✓                             | ✓                   | ✓                   | ✓          | ✓             |
| Vinay Maheshwari (Chairman) | ✓                        | ✓                             | ✓                   | ✓                   | ✓          | ✓             |
| Amit Maheshwari (WTD)       | ✓                        | --                            | ✓                   | ✓                   | ✓          | --            |
| Vipul Vashi (ED)            | --                       | --                            | ✓                   | --                  | ✓          | ✓             |
| Mukta Maheshwari (NED)      | --                       | ✓                             | ✓                   | --                  | ✓          | --            |
| Mayadevi Kabra (NED)        | ✓                        | --                            | --                  | --                  | ✓          | --            |
| Giriraj Laddha (ID)         | ✓                        | ✓                             | ✓                   | --                  | ✓          | --            |
| Mukesh Agrawal (ID)         | ✓                        | ✓                             | ✓                   | --                  | ✓          | ✓             |
| Ajay Shah (ID)              | ✓                        | ✓                             | ✓                   | --                  | ✓          | --            |
| Hemant Pant (ID)            | ✓                        | ✓                             | ✓                   | --                  | ✓          | --            |
| Ramnaresh Kabra (ID)        | ✓                        | ✓                             | ✓                   | --                  | ✓          | --            |
| Ambalal Panchal (ID)        | ✓                        | ✓                             | ✓                   | --                  | ✓          | ✓             |
| Payal Tosniwal (ID)         | ✓                        | ✓                             | ✓                   | --                  | --         | --            |

**h) Confirmation by Board of Directors**

In the opinion of the board of Directors, the independent directors fulfil the conditions specified in SEBI Listing Regulations and are independent of the management.

**i) Reasons for the resignation of an independent director**

During the year under review no independent directors have resigned before the expiry of his/her tenure;



### 3. AUDIT COMMITTEE

The Audit Committee's composition meets with the requirement of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations and other applicable provisions. The Members of the Audit Committee possesses financial / accounting expertise / exposure. The Audit Committee comprised of 4 (Four) members as on financial year end. The Company Secretary is the Secretary and Compliance officer of the committee. The detail of the composition of the Audit Committee along with their meetings held/attended is as follows:

| Name of the Member | Position | Status                 | Attendance at the Committee Meeting held on |            |            |            |
|--------------------|----------|------------------------|---|------------|------------|------------|
|                    |          |                        | 30.06.2020                                  | 04.09.2020 | 11.11.2020 | 12.02.2021 |
| Giriraj Laddha     | Chairman | Independent Director   | No  | Yes        | No         | No         |
| Mukesh Agrawal     | Member   | Independent Director   | Yes   | Yes        | Yes        | Yes        |
| Ramnaresh Kabra    | Member   | Independent Director   | Yes   | Yes        | Yes        | Yes        |
| Mukta Maheshwari   | Member   | Non-Executive Director | Yes   | Yes        | Yes        | Yes        |

### 4. NOMINATION AND REMUNERATION COMMITTEE/ COMPENSATION COMMITTEE:

The Nomination and Remuneration Committee's Composition meets with the requirement of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI Listing Regulations and other applicable provisions. The Members of the Nomination Committee possesses sound knowledge / expertise / exposure. The Committee comprised of 3 members as on financial year end. The Company Secretary is the secretary and compliance officer of the committee. The detail of the composition of the Nomination & Remuneration Committee along with their meetings held/attended is as follows:

| Name of the Member | Position | Status                 | Attendance at the Committee Meeting held on |            |
|--------------------|----------|------------------------|---|------------|
|                    |          |                        | 04.09.2020                                  | 15.10.2020 |
| Ajay Shah          | Chairman | Independent Director   | Yes   | Yes        |
| Giriraj Laddha     | Member   | Independent Director   | Yes   | Yes        |
| Mayadevi Kabra     | Member   | Non-Executive Director | Yes   | Yes        |

Pursuant to Section 134 of the Companies Act, 2013 the Board is responsible for an annual evaluation of its own performance as also the performance of its committees & Individual Directors as also its Chairperson.

Further, under Regulation 17 of SEBI Listing Regulations, performance evaluation of the Independent Directors shall be done by the Board of Directors, excluding directors being evaluated. During the year, Board in concurrence with Nomination and Remuneration Committee has laid down the evaluation criteria for itself, its Committees, Chairperson, Executive and Non-Executive Directors and Independent Directors. The policy for Nomination and Remuneration is available on the website of the company at the link <http://mlpl.biz/img/pdf/NOMINATION%20and%20REMUNERATION.pdf>

The Company pays a sitting fee of ₹ 5,000/- (Rupees Five Thousand Only) to each Independent Director for every Board meeting attended by such Director.

Remuneration paid / payable to Key Managerial Personnel (KMP) and Senior Managerial Personnel of the Company is approved by the Board on the recommendation of the Nomination and Remuneration Committee. Board has adopted a policy for Nomination and Remuneration of Directors/ KMPs and Senior Managerial Personnel which can be accessed at the following link: <http://mlpl.biz/img/pdf/NOMINATION%20and%20REMUNERATION.pdf>

### 5. REMUNERATION OF DIRECTORS

#### a) Nomination and Remuneration Policy

The Non-Executive Directors (NEDs) are eligible to receive sitting fees for attending the Meetings of the Board of Directors and the Board Committees, which are within the limits prescribed by the Central Government.

### 6. STAKEHOLDERS' GRIEVANCE COMMITTEE/ STAKEHOLDERS' RELATIONSHIP COMMITTEE

The stakeholders Relationship Committee meets with the requirement of the section 178 of the Companies act 2013, Regulation 20 of SEBI Listing Regulation and other applicable provisions. The Stakeholders Relationship Committee is mainly responsible to review all grievances connected with the Company's transfer of securities and redressal of shareholders' / investors' / security holders' complaints. The



Committee comprised of 3 (Three) members as on financial year end. The Company Secretary is the secretary and compliance officer of the committee. The detail of the composition of the said committee along with their meetings held/attended is as follows:

| Name of the Member | Position | Status                 | Attendance at the Committee Meeting held on |
|--------------------|----------|------------------------|---|
|                    |          |                        | 30.06.2020                                  |
| Giriraj Laddha     | Chairman | Independent Director   | Yes   |
| Mukesh Agrawal     | Member   | Independent Director   | No  |
| Mukta Maheshwari   | Member   | Non-Executive Director | Yes   |

#### Details of Shareholders' complaints

Details of complaints received, resolved and pending as on March 31, 2021 are as under:

| Pending at the beginning of the financial year | Complaints received during the year | Complaints resolved during the year | Pending at the end of the year |
|--|-------------------------------------|-------------------------------------|--------------------------------|
| NIL  | NIL                                 | NIL                                 | NIL                            |

## 7. RISK MANAGEMENT COMMITTEE

Risk Management Committee is the committee formed by board of directors to oversee the risk management policy and global risk management framework of the business. Risk Management Committee will assist the Board of Directors in fulfilling its oversight responsibilities with regard to the risk appetite of the Corporation, the Corporation's risk management and compliance framework, and the governance structure that supports it.

As per Regulation 21 of the SEBI Listing Regulations the provisions of this regulation shall be applicable to top 500 (applicable to top 1000 companies from 05.05.2021) listed entities, determined on the basis of market capitalisation, as at the end of the immediate previous financial year. As the company is not falling within the threshold limit at the end of the immediate previous financial year, it is not applicable to the company.

## 8. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee meets with the requirement of the Section 135 and Schedule VII of the Companies Act 2013. The Committee comprised of 3 members as on 31st March, 2018. The company secretary is the secretary and compliance officer of the committee. The detail of the composition of the said committee along with their meetings held/attended is as follows:

| Name of the Member | Position | Status                 | Attendance at the Committee Meeting held on |
|--------------------|----------|------------------------|---|
|                    |          |                        | 30.06.2020                                  |
| Ajay Shah          | Chairman | Independent Director   | Yes   |
| Giriraj Laddha     | Member   | Independent Director   | Yes   |
| Mukta Maheshwari   | Member   | Non-Executive Director | Yes   |

## 9. DETAILS OF THE INDEPENDENT DIRECTORS' MEETING

During the year, the Independent Directors met on February 15, 2021, to discuss:

- To review of the performance of non-independent directors and the board.
- To review the performance of the Chairman of the Company;
- To assess the quality, quantity and timeliness of flow of information between the Company management and the board;
- To consider self-evaluation of Independent Directors;

All the independent Directors who were present at the meeting have expressed satisfaction on the above matters.

| Name of the Director | Position | Number of Meeting Held | Number of Meeting Attended |
|----------------------|----------|------------------------|----------------------------|
| Giriraj Laddha       | Chairman | 1                      | 1                          |
| Mukesh Agrawal       | Member   | 1                      | 1                          |
| Ajay Shah            | Member   | 1                      | 1                          |
| Hemant Pant          | Member   | 1                      | 1                          |
| Ramnaresh Kabra      | Member   | 1                      | 1                          |
| Ambalal Panchal      | Member   | 1                      | 1                          |
| Payal Toshniwal      | Member   | 1                      | 1                          |

## 10. GENERAL BODY MEETINGS

Details of last three annual general meeting (AGM) held of the Company are as under

| Sr. No. | Date of AGM | Time     | Location          | Any special resolutions passed? |
|---------|-------------|----------|-------------------|---------------------------------|
| 1.      | 30.09.2020  | 02:00 PM | Registered Office | No                              |
| 2.      | 14.09.2019  | 12.30 PM | Registered Office | Yes                             |
| 3.      | 24.09.2018  | 03.00 PM | Registered Office | Yes                             |

- whether any special resolution passed last year through postal ballot – details of voting pattern: Not Applicable
- person who conducted the postal ballot exercise: Not Applicable
- whether any special resolution is proposed to be conducted through postal ballot: Not Applicable
- procedure for postal ballot: Not Applicable

which in its opinion, are material and/or have a bearing on its performance/operations and issues press releases, wherever necessary, for the information of the public at large.

## 11. MEANS OF COMMUNICATION

The Company has maintained a functional website at [www.mlpl.biz](http://www.mlpl.biz) in accordance with Regulation 46 of SEBI Listing Regulations, containing basic information about the Company viz., details of its business, financial information, shareholding pattern, stock exchange compliance, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances, etc. The contents of the said website are updated as and when required.

As Company is listed on the National Stock Exchange of India Ltd (NSE) as on year financial year end, Company has declared a quarterly, half yearly and yearly results from time to time and submitted it to the stock exchange and also uploaded on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz).

Further, the Company disseminates to the Stock Exchanges (i.e. NSE), wherein its equity shares are listed, all mandatory information and price sensitive/such other information,

## 12. GENERAL SHAREHOLDER INFORMATION

- **Annual General Meeting-** Fifteenth (15th) Annual General Meeting of members of MAHESHWARI LOGISTICS LIMITED ("the Company") will be held on Thursday, September 30th, 2021 at 04:00 P.M. Indian Standard Time (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility.
- **Financial Year-** The financial year of the Company covers the period commencing from April 1 up to March 31 of the succeeding year.
- **Dividend Payment date-** Board of Directors have recommended dividend @ 5% of Face Value per share i.e. 0.50/- per share for the financial year under review.
- **Details of Stock Exchange-** The Equity Shares of the Company are listed on the National Stock Exchange of India Limited (NSE), Exchange Plaza, Bandra – Kurla Complex, Bandra, (East), Mumbai- 400 051.  
  
The Company has paid the annual listing fees for the year 2021-22 to NSE.
- **Stock Code-** SYMBOL: MAHESHWARI, ISIN: INE263W01010

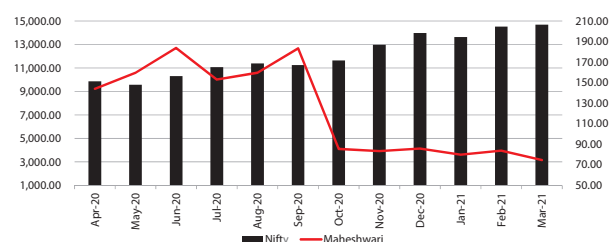


➤ **Market price data- high, low during each month in last financial year**

| Month  | High Price | Low Price |
|--------|------------|-----------|
| Apr-20 | 159.00     | 131.00    |
| May-20 | 168.70     | 143.00    |
| Jun-20 | 203.50     | 154.95    |
| Jul-20 | 197.80     | 146.70    |
| Aug-20 | 174.00     | 150.00    |
| Sep-20 | 224.90     | 155.55    |
| Oct-20 | 214.70     | 78.55     |
| Nov-20 | 85.90      | 80.65     |
| Dec-20 | 99.70      | 81.30     |
| Jan-21 | 94.20      | 75.50     |
| Feb-21 | 101.95     | 76.10     |
| Mar-21 | 89.00      | 74.10     |

➤ **Performance in comparison to indices such as NSE-Nifty and BSE Sensex etc;**

**Maheshwari Share Price versus NSE NIFTY Index**



➤ **Registrar to an issue and share transfer agents**

Bigshare Services Private Limited  
 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,  
 Makwana Road, Marol, Andheri (E), Mumbai – 400 059;  
 Tel: +91-22-62638200; Fax: +91-22-62638299;  
 Email: [investor@bigshareonline.com](mailto:investor@bigshareonline.com);  
 Website: [www.bigshareonline.com](http://www.bigshareonline.com) ;

➤ **Share Transfer System:** -As Company's entire Shareholding is in demat mode no intervention of Company is required for the transfer of shares and the Shareholder can transfer their shares to another by approaching their Depository participants.

➤ **Distribution of shareholding**

| Distribution range of shareholding |         | Number of shareholders | % Of shareholders | Share Amount (₹) | % Of Total Share Amount |
|------------------------------------|---------|------------------------|-------------------|------------------|-------------------------|
| 1                                  | 5000    | 4296                   | 81.3174           | 494532           | 1.6709                  |
| 5001                               | 10000   | 329                    | 6.2275            | 259741           | 0.8776                  |
| 10001                              | 20000   | 216                    | 4.0886            | 346079           | 1.1693                  |
| 20001                              | 30000   | 65                     | 1.2304            | 165081           | 0.5578                  |
| 30001                              | 40000   | 115                    | 2.1768            | 447151           | 1.5108                  |
| 40001                              | 50000   | 38                     | 0.7193            | 174672           | 0.5902                  |
| 50001                              | 100000  | 80                     | 1.5143            | 593206           | 2.0043                  |
| 100001                             | & Above | 144                    | 2.7257            | 27116738         | 91.6193                 |
| <b>Total</b>                       |         | <b>5283</b>            | <b>100.0000</b>   | <b>29597200</b>  | <b>100.0000</b>         |

➤ **Dematerialization of shares and liquidity;**

Company's Shares are tradable in electronic forms only. We have established connectivity with the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through Big Share Services Private Limited our Registrar and Share Transfer Agent. The ISIN Allotted to us is INE263W01010.

As on March 31, 2021, 29597200 number of Shares are issued out of which 29595200 were held in dematerialized form and 2000 shares were held in physical form.

➤ **Commodity price risk or foreign exchange risk and hedging activities;**

Commodities form a major part of the raw materials required for Company's products portfolio and hence commodity price risk is one of the important market risks for the Company. Your Company has a robust framework and governance mechanism in place to ensure that the organisation is adequately protected from the market volatility in terms of price and availability.

Your Company has managed the foreign exchange risk with appropriate hedging activities in accordance with



policies of the Company. The aim of the Company's approach to manage currency risk is to leave the Company with the no material residual risk. The Company uses forward exchange contracts to hedge against its foreign currency exposures relating to firm commitment. Foreign exchange transactions are covered with strict limits placed on the amount of uncovered exposure, if any, at any point in time. There are no materially uncovered exchange rate risks in the context of the Company's imports and exports. The Company does not enter into any derivative instruments for trading or speculative purposes. The details of foreign exchange exposures as on 31st March, 2021 are disclosed in Notes to the standalone financial statements.

- **Outstanding Instruments:** -There are no outstanding Global Depository Receipts / American Depository Receipts / warrants / any convertible instruments.
- **Plant locations:** Your Company is having a different business vertical, which is consist of Manufacturing, Trading and Service. Out of One of the Vertical is
- **List of all credit ratings for all debt instruments:** -

Credit rating obtained by the Company for the Borrowing facilities are as below.

| Particular                 | Brickwork Ratings                                  | Infomerics Valuation and Rating                  |
|----------------------------|--|--|
| Fund Based, Long Term      | BWR A- (BWR A Minus.) Outlook: Stable (Reaffirmed) | IVR A- (IVR A Minus.) Outlook: Stable (Assigned) |
| Non-Fund Based, Short Term | BWR A2+ (BWR A Two Plus (Reaffirmed))              | IVR A2+ (IVR A Two Plus) (Assigned)              |

### 13. OTHER DISCLOSURES

- a) Details of relevant related party transactions entered into by the Company are included in the Board's Report and in the Notes to Accounts. The Audit Committee takes into consideration the management representation, whilst scrutinising and approving all related party transactions, from the perspective of fulfilling the criteria of meeting arms' length pricing and being transacted in the ordinary course of business. All transactions with related parties entered into by the Company were on an arm's length basis and were approved by the Audit Committee.
- b) The Company has complied with various rules and regulations prescribed Securities and Exchange Board of India or any other statutory authority relating to the capital markets and Company failed to Comply with Regulation 17(1)(a), by not appointing Women Independent Director due to which 3 notices along with penalty were issued to the company, however the company appointed Women Independent Director w.e.f. 16.10.2020 and applied for waiver.

Manufacturing of the Kraft paper which is situated at below Location. Other Vertical included Transportation Services, Coal Trading and Waste Paper Trading which is being operated from multi locations.

| Location of Manufacturing Plant | Product Manufactured         |
|---------------------------------|------------------------------|
| Ambheti<br>(Vapi, Gujarat)      | Kraft Paper<br>Manufacturing |

#### ➤ Address for correspondence

Investor can contact at below address for their queries;

Mr. Nandula. Vamsikrishna  
Company Secretary & Compliance Officer  
MLL House, Shed No. A2-3/2 Opp. UPL,  
1st Phase, GIDC, Vapi, Valsad Gujarat-396195 India  
Phone: 0260-2431024, 8155000688  
Email: cs@mlpl.biz/ investors@mlpl.biz

For other Share related queries Kindly refer details mentioned herein above under the head 'Registrar to an issue and share transfer agents.

- c) details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel have been denied access to the audit committee;
- The Company has a Vigil Mechanism Policy to deal with instances of fraud and mismanagement, if any. A copy of this policy is available on the Company's website [http://mlpl.biz/img/pdf/whistle\\_blower\\_policy.pdf](http://mlpl.biz/img/pdf/whistle_blower_policy.pdf). Staying true to our core values being committed to high standards of Corporate Governance and stakeholder responsibility, the said policy ensures that strict confidentiality is maintained in respect of whistle blowers whilst dealing with concerns and also specified that no discrimination will be meted out to any person for a genuinely raised concern and also provides a direct access to the Chairman of the Audit Committee. During the year under review none of the personnel has been denied access to the Chairman of Audit Committee.
- d) The Company has complied with the mandatory disclosure requirements of corporate governance as specified in Regulation 34(3) read with Part C of Schedule V of the SEBI Listing Regulations.



e) Company does not have a policy for determining 'material' subsidiaries as there is no subsidiary Company, Company is having a Wholly own LLP and account of which is consolidated with the Accounts of the Company.

f) Policy on dealing with related party transactions are placed on the website of the Company at link; <http://mlpl.biz/img/pdf/RELATED%20PARTY%20TRANSACTION.pdf>.

g) Commodity price risks and commodity hedging activities;

During the year, the Company had managed the foreign exchange and commodity price risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange and commodity exposures against exports and imports. The details of such transactions are disclosed in Notes to the Standalone Financial Statements.

Further Regulation 34(3) read with clause 9(n) of Part C of Schedule V of SEBI LODR Regulations SEBI Circular dated 15.11.2018 all listed entities shall make the disclosures regarding commodity risks in the prescribed format as part of the Corporate Governance Report in the Annual Report. Company does not have any such commodities where the exposure of the Company is material.

h) During the year no funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

i) 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 are attached as **Annexure** to this report.

j) No instances take place where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year.

k) Details total fees for 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 specified in the financial statements.

l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are as under:

|      |  |     |
|------|--|-----|
| i.   | number of complaints filed during the financial year: -          | NIL |
| ii.  | number of complaints disposed of during the financial year: -    | NIL |
| iii. | number of complaints pending as on end of the financial year.: - | NIL |

#### **14. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF PARTE E OF SCHEDULE-II SUB-PARAS (2) TO (13) ABOVE, WITH REASONS THEREOF.**

Your Company is striving to achieve a best governance practice and committed to follow it, as per best available information knowledge no material Compliance requirement is lacking from the Company point of view and if any came to in knowledge your Company is always ready to follow it at the earliest possible.

#### **15. THE CORPORATE GOVERNANCE REPORT SHALL ALSO DISCLOSE THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED.**

The Company complies with the following non-mandatory requirements:

- Reporting of the Internal Auditor to the Audit Committee
- The Statutory Auditors have issued unmodified audit opinion/report for the financial year 2020-21

#### **16. DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 SHALL BE MADE IN THE SECTION ON CORPORATE GOVERNANCE OF THE ANNUAL REPORT.**

The Company complied with the mandatory requirements of Corporate Governance as specified in Regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Regulations.

## ANNEXURE TO CORPORATE GOVERNANCE REPORT

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,  
The Members of **Maheshwari Logistics Limited**  
MLL House, Shed No. A2-3/2 Opp. UPL,  
1st Phase, GIDC, Vapi, Valsad,  
Gujarat-396195 India

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Maheshwari Logistics Limited having CIN: L60232GJ2006PLC049224 and having registered office at MLL House, Shed No. A2-3/2 Opp. UPL, 1st Phase, GIDC, Vapi, Valsad Gujarat-396195 India (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 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 Statutory Authority.

| Sr No. | Name of Director               | DIN      | Date of appointment in Company |
|--------|--------------------------------|----------|--------------------------------|
| 1.     | Varun Krishnavtar Kabra        | 02760600 | 01.09.2009                     |
| 2.     | Vinay Premnarayan Maheshwari   | 01680099 | 12.10.2006                     |
| 3.     | Amit Kailashnarayan Maheshwari | 01680183 | 27.11.2007                     |
| 4.     | Vipul Rameshbhai Vashi         | 06930448 | 01.12.2016                     |
| 5.     | Mukta Maheshwari               | 00194635 | 18.05.2012                     |
| 6.     | Mayadevi Krishnaawtar Kabra    | 02226124 | 15.07.2008                     |
| 7.     | Giriraj Baluram Laddha         | 00412835 | 01.12.2016                     |
| 8.     | Mukesh Agrawal                 | 07692539 | 30.05.2018                     |
| 9.     | Ajay Gunvantra Shah            | 00420389 | 30.05.2018                     |
| 10.    | Hemant Kailashchandra Pant     | 02552877 | 26.03.2019                     |
| 11.    | Ramnaresh Ramkalyan Kabra      | 08405342 | 05.04.2019                     |
| 12.    | Ambalal Bhikhalal Panchal      | 00829668 | 05.04.2019                     |
| 13.    | Payal Kishan Tosniwal          | 08913467 | 16.10.2021                     |

Ensuring the eligibility of 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 of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Shilpi Thapar & Associates**  
Practicing Company Secretaries

Place : Ahmedabad  
Date : 10.08.2021

**CS Shilpi Thapar**  
Membership No. : 5492  
COP No. : 6779  
UDIN No- : F005492C000765671

# Independent Auditor's Report

## To the Members of Maheshwari Logistics Limited

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

#### Opinion

We have audited the accompanying Standalone Financial Statements of Maheshwari Logistics Limited ("the Company") which includes joint operations, which comprise the Balance sheet as at March 31, 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone 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 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 cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the Standalone 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 Auditors' Responsibilities for the Audit of the Standalone Financial Statements' section of

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

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

| Sr. No | Key Audit Matters   | Auditor's Response   |
|--------|---|--|
| 1.     | <b>Internal Controls with respect to the Cash Transactions in Business:</b><br><br>The Company has been doing Significant Amount of Transactions in Cash. Also, Company is engaged in business of Transport which involves majority dealing in cash and by its offices at various places. | <b>Procedure performed by Auditor:</b><br><br>Besides obtaining an understanding of Management's processes and controls with regards to testing the internal controls, our procedure included the following: <ol style="list-style-type: none"> <li>We understood the internal control applied by the management in process of collection of the revenue receipts and payment thereof.</li> <li>We further understood the methodology of day end closure method adopted by the management and the collection and deposits of the cash by the branches and the reporting thereof.</li> <li>We walked through the controls adopted and the methodology followed by the management regarding the same.</li> </ol> |

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

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibilities for the Standalone Financial Statements**

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

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

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

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

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

We also:

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



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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced.

We consider quantitative materiality and qualitative factors in

- Planning the scope of our audit work and in evaluating the results of our work; and
- To evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

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

## Report on Other Legal and Regulatory Requirements

- As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
- As required by Section 143(3) of the Act, based on our audit we report that:
  - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - 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.
  - The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - 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 director in terms of Section 164(2) of the Act
  - With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, 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 has disclosed the impact of pending litigations on its financial position in its standalone 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;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For NPV & ASSOCIATES**

Chartered Accountants  
FRN No.129408W

Place: Mumbai  
Date: 23rd June, 2021  
UDIN : 21112275AAAACU2055

**Milan Chitalia**  
Partner  
M. NO: 112275

# ANNEXURE A

## TO THE INDEPENDENT AUDITOR`S REPORT

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

- i) (a) The company has maintained proper records showing full particulars, including Quantitative details and situation of Fixed Assets.
- (b) It is explained to us that the fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) With respect to immovable properties of acquired land and buildings that are freehold, according to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.
- ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the management;
- (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory. As per information and explanation given to us no material discrepancies were noticed on physical verification.
- iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained U/s. 189 of the Companies Act, 2013. Hence, the provisions of clause 3(iii) of the Order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and Section 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v) According to the information and explanations given to us, the Company has not accepted any deposit during the year and accordingly the question of complying with Sections 73 and 76 of the Companies Act, 2013 does not arise.
- vi) As per information and explanation given by management, maintenance of cost records has not been specified by the Central Government under clause (d) of sub section (1) of section 148 of the Companies Act. Thus, reporting under Clause 3(vi) of the order is not applicable to the company.
- vii) According to the information and explanations given to us, in respect of statutory dues :
- (a) On the basis of our examination of the records of the Company, amount deducted/ collected/ accrued in the books of accounts in respect of undisputed statutory dues including Income Tax, Sales Tax, Value Added Tax, Service Tax, Goods and Services Tax etc. have generally been regularly deposited with the appropriate authorities though there has been a slight delay in few cases.

**Statement of Arrears of Statutory Dues Outstanding for More than Six Months.**

| Name of the Statute                  | Nature of the Dues       | Amount (₹) | Period to which the amount relates | Due Date           | Date of Payment | Remarks, if any |
|--------------------------------------|--------------------------|------------|------------------------------------|--------------------|-----------------|-----------------|
| Employee State Insurance Corporation | Employee Benefit Expense | 4657/-     | April to August, 2020              | 15th of Next month |                 | NOT PAID        |

(b) Details of dues of Tax which have not been deposited on 31st March, 2020 on account of disputes are as follows:

| Name of the Statute  | Nature of the dues                    | Amount<br>(in ₹) | Period to which<br>the amount<br>relates | Forum where dispute<br>is pending                              |
|----------------------|---------------------------------------|------------------|--|--|
| Income Tax Act, 1961 | Tax including interest                | 35,350/-         | F.Y. 2013-14                             | Income Tax Appellate Tribunal                                  |
| Customs Act          | Tax including interest<br>and penalty | 81,61,071/-      | F.Y. 2012-13                             | Customs, Excise & Service Tax Appellant<br>Tribunal, Ahmedabad |

\* The Company has not deposited the tax since the company has filed an appeal at Tribunal level against the original order of section 263 of the Income Tax Act, 1961 on the basis of which the assessment was conducted.

# The Company has not deposited the tax since the company has filed an appeal at Tribunal level against the original order and the company believes that the disallowance will be deleted or will get substantial relief for the same.

viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and banks.

ix) In our opinion and according to the information and explanation given to us, the Company has utilized the monies raised by way of Initial Public Offering and the term loans for the purpose for which they were raised. The company has not raised any monies through Initial Public Offering.

x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

xi) In our opinion and according to the information and explanations given to us, the Company has paid/provided for managerial remuneration in accordance with the provision of Section 197 read with Schedule V to the Companies Act, 2013.

xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with

Sections 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

xiv) According to the information and explanations given to us the Company has not made any preferential allotment or private placement of shares during the year and hence reporting under this clause of the Order is not applicable.

xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or person connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For NPV & ASSOCIATES**

Chartered Accountants

FRN No.129408W

Place: Mumbai

Date: 23rd June, 2021

UDIN : 21112275AAAACU2055

**Milan Chitalia**

Partner

M. NO: 112275

## ANNEXURE B

# TO THE INDEPENDENT AUDITOR'S REPORT

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

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

We have audited the internal financial controls over financial reporting of Maheshwari Logistics Ltd. ("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 Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods



are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, to the best 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 NPV & ASSOCIATES

Chartered Accountants  
FRN No.129408W

Place: Mumbai  
Date: 23rd June, 2021  
UDIN : 21112275AAAACU2055

**Milan Chitalia**  
Partner  
M. NO: 112275

# Standalone Balance Sheet

as at March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

|   | Notes   | March 31, 2021   | March 31, 2020   |
|---|---------|------------------|------------------|
| <b>ASSETS</b>   |         |                  |                  |
| <b>(1) Non-current assets</b>                         |         |                  |                  |
| (a) Property, plant and equipment                     | 3       | 10,523.92        | 11,274.01        |
| (b) Right to Use Asset                                | 6       | 337.71           | 425.92           |
| (c) Capital Work in progress                          | 5       | 478.12           | 136.23           |
| (d) Intangible Assets                                 | 4       | 33.28            | 43.04            |
| (e) Investments in the nature of equity in subsidiary | 7       | 204.87           | 150.93           |
| (f) Financial Assets                                  |         |                  |                  |
| - Other Financial Assets                              | 8       | 223.67           | 1,975.81         |
| (g) Other non-current assets                          | 9       | 11.73            | 9.01             |
| <b>Total Non Current assets</b>                       |         | <b>11,813.28</b> | <b>14,014.95</b> |
| <b>(2) Current assets</b>                             |         |                  |                  |
| (a) Inventories                                       | 10      | 7,998.62         | 6,270.64         |
| (b) Financial Assets                                  |         |                  |                  |
| - Loans & Advances                                    | 11      | 2,243.93         | 2,708.89         |
| - Trade receivables                                   | 12      | 11,877.99        | 11,877.07        |
| - Cash and cash equivalents                           | 13      | 1,922.23         | 395.23           |
| - Bank balances other than (iii) above                | 13      | 766.46           | 895.89           |
| (iii) Other current assets                            | 9       | 152.62           | 153.10           |
| <b>Total Current assets</b>                           |         | <b>24,961.85</b> | <b>22,300.82</b> |
| <b>TOTAL ASSETS</b>                                   |         | <b>36,775.13</b> | <b>36,315.77</b> |
| <b>EQUITY AND LIABILITIES</b>                         |         |                  |                  |
| <b>EQUITY</b>   |         |                  |                  |
| (a) Equity share capital                              | SOCE-I  | 2,959.72         | 1,479.86         |
| (b) Other equity                                      | SOCE-II | 10,916.65        | 11,463.47        |
| <b>Total Equity</b>                                   |         | <b>13,876.37</b> | <b>12,943.33</b> |
| <b>LIABILITIES</b>                                    |         |                  |                  |
| <b>(1) Non-current liabilities</b>                    |         |                  |                  |
| (a) Financial Liabilities                             | 14      |                  |                  |
| - Borrowings  | 14.1    | 7,998.01         | 7,469.79         |
| - Lease Liability                                     | 14.2    | 348.81           | 386.73           |
| (b) Provisions  | 15      | -                | -                |
| (c) Deferred tax Liabilities                          | 16      | 651.21           | 569.26           |
| (d) Other non-current liabilities                     | 19      | -                | -                |
| <b>Total Non-Current Liabilities</b>                  |         | <b>8,998.03</b>  | <b>8,425.78</b>  |
| <b>(2) Current liabilities</b>                        |         |                  |                  |
| (a) Financial liabilities                             |         |                  |                  |
| - Borrowings  | 14      | 4,077.45         | 5,348.27         |
| - Trade payables                                      | 18      | 6,882.66         | 6,809.78         |
| - Other current financial liabilities                 | 17      | 2,498.75         | 2,187.62         |
| (b) Provisions  | 15      | 441.87           | 600.99           |
| <b>Total Current Liabilities</b>                      |         | <b>13,900.73</b> | <b>14,946.66</b> |
| <b>TOTAL EQUITY AND LIABILITIES</b>                   |         | <b>36,775.13</b> | <b>36,315.77</b> |
| Summary of significant accounting policies            | 2       |                  |                  |

As per our report of even date

**For NPV And Associates**

Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**

Partner  
Membership no.: 112275

**For and on behalf of the Board of Directors**

**MAHESHWARI LOGISTICS LIMITED**

**(Vinay Maheshwari)**

Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**

Chief Executive Officer

**(Pradeep Kumar Dad)**

Chief Financial Officer

**(Nandula Vamsikrishna)**

Company Secretary  
M. NO. A60425

Place: Vapi  
Date: 23.06.2021

Place: Vapi  
Date: 23.06.2021

# Standalone Statement of Profit and Loss

for the year ended March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

| Particulars   | Note No. | Year ended<br>March 31, 2021 | Year ended<br>March 31, 2020 |
|---|----------|------------------------------|------------------------------|
| <b>Income</b>   |          |                              |                              |
| Revenue from operations   | 19       | 67,043.56                    | 75,858.24                    |
| Other income  | 20       | 224.46                       | 230.72                       |
| <b>Total Income</b>   |          | <b>67,268.03</b>             | <b>76,088.96</b>             |
| <b>Expenses</b>   |          |                              |                              |
| Cost of raw materials, components and stores consumed                                   | 21       | 22,269.36                    | 15,144.94                    |
| Purchases of Stock-in-Trade   | 22       | 27,143.55                    | 36,378.67                    |
| Operational Expenses relating to Provision Of Services                                  | 23       | 9,990.97                     | 16,056.70                    |
| (Increase)/ decrease in inventories   | 24       | 676.82                       | (119.63)                     |
| Employee benefits expense   | 25       | 1,308.08                     | 1,870.77                     |
| Other expenses  | 27       | 1,397.24                     | 1,421.14                     |
| <b>Total Expenses</b>   |          | <b>62,786.02</b>             | <b>70,752.60</b>             |
| <b>Earnings before Interest, Tax, Depreciation and Amortization</b>                     |          | <b>4,482.01</b>              | <b>5,336.37</b>              |
| Depreciation and amortization expense   |          | 1285.04                      | 1,187.68                     |
| Finance costs   | 26       | 1932.76                      | 2,137.26                     |
| <b>Profit Before Tax</b>  |          | <b>1,264.21</b>              | <b>2,011.42</b>              |
| <b>Tax expense</b>  |          |                              |                              |
| Current tax   |          | 255.56                       | 375.72                       |
| Deferred tax  |          | 80.36                        | 165.78                       |
| <b>Total tax expense</b>  |          | <b>335.92</b>                | <b>541.50</b>                |
| <b>Profit for the year</b>  |          | <b>928.30</b>                | <b>1,469.93</b>              |
| <b>Other comprehensive income</b>   |          |                              |                              |
| (A) Items that will not to be reclassified to profit or loss in subsequent periods:     |          |                              |                              |
| (a) (i) Re-measurement gains/ (losses) on defined benefit plans<br>(Refer Note .....)   |          | 6.34                         | 2.08                         |
| (ii) Income tax relating to above   |          | (1.60)                       | (0.52)                       |
| (b) (i) Net fair value gain/(loss) on investments in equity through OCI                 |          |                              |                              |
| (B) Items that will be reclassified to profit or loss in subsequent periods:            |          |                              |                              |
| (a) (i) Exchange differences on translation of foreign operations                       |          |                              |                              |
| <b>Other comprehensive income ('OCI')</b>   |          | <b>4.75</b>                  | <b>1.56</b>                  |
| <b>Total comprehensive income for the year (comprising profit and OCI for the year)</b> |          | <b>933.05</b>                | <b>1,471.48</b>              |
| <b>Earnings per equity share</b>  |          |                              |                              |
| Basic (₹)   | 31       | 3.14                         | 4.97                         |
| Diluted (₹)   | 31       | 3.14                         | 4.97                         |
| Summary of significant accounting policies  | 2.1      |                              |                              |

As per our report of even date

## For NPV And Associates

Chartered Accountants  
Firm Regn No. - 129408W

## Milan Chitalia

Partner  
Membership no.: 112275

Place: Vapi  
Date: 23.06.2021

## For and on behalf of the Board of Directors MAHESHWARI LOGISTICS LIMITED

## (Vinay Maheshwari)

Chairman  
DIN : 01680099

## (Pradeep Kumar Dad)

Chief Financial Officer

Place: Vapi  
Date: 23.06.2021

## (Neeraj Maheshwari)

Chief Executive Officer

## (Nandula Vamsikrishna)

Company Secretary  
M. NO. A60425

## Standalone Cash Flow Statement

for the year ended March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

| Particulars   | For the year ended<br>31st March 2021 | For the year ended<br>31st March 2020 |
|---|---------------------------------------|---------------------------------------|
| <b>A. Cash flow from operating activities</b>                   |                                       |                                       |
| Net Profit / (Loss) before extraordinary items and tax          | 1,264.21                              | 2,011.42                              |
| Adjustments for:  |                                       |                                       |
| Depreciation and amortisation                                   | 1,285.04                              | 1,187.68                              |
| Interest & Financial expenses                                   | 1,932.76                              | 2,137.26                              |
| (Profit)/Loss on sale of fixed Assets                           | (13.41)                               | (4.87)                                |
| Employee Benefit expenses                                       | 6.34                                  | 2.08                                  |
| Rent  | (213.09)                              | -                                     |
|   | <b>4,261.85</b>                       | <b>5,333.58</b>                       |
| Operating profit / (loss) before working capital changes        |                                       |                                       |
| Changes in working capital:                                     |                                       |                                       |
| Adjustments for (increase) / decrease in operating assets:      |                                       |                                       |
| Inventories   | (1,727.97)                            | (1,475.14)                            |
| Trade receivables   | (0.92)                                | 520.59                                |
| Short-term loans and advances                                   | 485.30                                | (208.12)                              |
| Security Deposit  | -                                     | -                                     |
| Non current Financial assets                                    | 1,752.15                              | 911.93                                |
| Other current assets  | 0.48                                  | 105.93                                |
| Other Non - current assets                                      | (2.72)                                | 1,671.90                              |
| Adjustments for increase / (decrease) in operating liabilities: |                                       |                                       |
| Trade payables  | 72.87                                 | (2,089.62)                            |
| Other current financial liabilities                             | 311.13                                | (1,875.92)                            |
| Other Long Term Liabilities                                     | -                                     | -                                     |
| Short-Term Provisions   | (159.11)                              | 465.43                                |
| Long-Term Provisions  | -                                     | (2.59)                                |
| Other non - current liabilities                                 | -                                     | -                                     |
|   | 731.21                                | (1,975.61)                            |
| Cash generated from operations                                  | <b>4,993.06</b>                       | <b>3,357.97</b>                       |
| Net income tax (paid) / refunds                                 | 255.56                                | 375.72                                |
| Net cash flow from / (used in) operating activities (A)         | <b>4,737.50</b>                       | <b>2,982.25</b>                       |
| <b>B. Cash flow from investing activities</b>                   |                                       |                                       |
| Capital expenditure on fixed assets, including capital advances | (341.89)                              | -                                     |
| Addition in Tangible Assets                                     | (386.70)                              | (1,994.64)                            |
| Proceeds on Sale of Tangible Assets                             | 75.91                                 | 30.46                                 |
| Investment in Associates/Subsidiary                             | (53.94)                               | 119.16                                |
| Interest received   | -                                     | -                                     |
| Net cash flow from / (used in) investing activities (B)         | <b>(706.62)</b>                       | <b>(1,845.01)</b>                     |

## Standalone Cash Flow Statement

for the year ended March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

| Particulars   | For the year ended<br>31st March 2021 | For the year ended<br>31st March 2020 |
|---|---------------------------------------|---------------------------------------|
| <b>C. Cash flow from financing activities</b>   |                                       |                                       |
| Proceeds from Long-term borrowings  | 528.22                                | 184.29                                |
| Repayment of long-term borrowings   | -                                     | -                                     |
| Proceeds from other short-term borrowings   | (1,270.82)                            | 434.49                                |
| Repayment of other short-term borrowings  | -                                     | -                                     |
| Lease Liability   | -                                     | 386.73                                |
| Dividend Paid   | -                                     | (177.58)                              |
| Dividend Distribution Tax   | -                                     | (36.50)                               |
| Finance cost  | (1,890.71)                            | (2,137.26)                            |
| <b>Net cash flow from / (used in) financing activities (C)</b>                              | <b>(2,633.31)</b>                     | <b>(1,345.85)</b>                     |
| <b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>                       | <b>1,397.57</b>                       | <b>(208.61)</b>                       |
| Cash and cash equivalents at the beginning of the year                                      | 1,291.12                              | 1,499.74                              |
| Effect of exchange differences on restatement of foreign currency Cash and cash equivalents | -                                     | -                                     |
| <b>Cash and cash equivalents at the end of the year*</b>                                    | <b>2,688.70</b>                       | <b>1,291.13</b>                       |
| <b>* Comprises:</b>   |                                       |                                       |
| (a) Cash on hand  | 1,801.48                              | 368.46                                |
| (b) Balances with banks   |                                       |                                       |
| (i) In current accounts   | 120.76                                | 26.77                                 |
| (ii) Short Term Bank Deposits   | 766.46                                | 895.89                                |
| (iii) Balance Held as Margin Money  | -                                     | -                                     |
|   | <b>2,688.70</b>                       | <b>1,291.12</b>                       |
| See accompanying notes forming part of the financial statements                             |                                       |                                       |

As per our report of even date

**For NPV And Associates**

Chartered Accountants

Firm Regn No. - 129408W

**Milan Chitalia**

Partner

Membership no.: 112275

Place: Vapi

Date: 23.06.2021

**For and on behalf of the Board of Directors**

**MAHESHWARI LOGISTICS LIMITED**

**(Vinay Maheshwari)**

Chairman

DIN : 01680099

**(Pradeep Kumar Dad)**

Chief Financial Officer

Place: Vapi

Date: 23.06.2021

**(Neeraj Maheshwari)**

Chief Executive Officer

**(Nandula Vamsikrishna)**

Company Secretary

M. NO. A60425



## Standalone Statement of Changes In Equity

as at March 31, 2021

### I Share Capital

|  | ₹ in Lakhs  |   |
|--|---|---|
|  | March 31, 2021  | March 31, 2020  |
| <b>a. Authorised (No. in lakhs)</b>  |   |   |
| 300 ( March 31,2020:160/ April1,2019: 160) equity shares of ₹10/- each   | 3,000   | 1,600   |
|  | <b>3,000</b>  | <b>1,600</b>  |
| <b>b. Issued (No. in lakhs)</b>  |   |   |
| 295.972 (March31, 2020: 147.986/ March 31, 2019: 147.986) equity shares of ₹10/- each  | 2,959.72  | 1,479.86  |
| (Out of which  |   |   |
| a) 14798600 Equity Shares of ₹10 each has been issued during the year 2020-21 as fully paid-up bonus shares by capitalization of securities premium reserves.  |   |   |
| b) 54,01,300 Equity Shares of ₹ 10 each has been issued during the year 2016-17 as fully paid-up bonus shares by capitalization of securities premium reserve.   |   |   |
| c) 35,20,000 Equity shares of ₹10 each issued in F.Y.2011-12 as fully paid-up bonus shares by capitalization of securities premium reserve)  |   |   |
|  | <b>2,959.72</b>   | <b>1,479.86</b>   |
| <b>c. Subscribed</b>   |   |   |
| Equity Shares - 14798600 of ₹10/- each   |   |   |
| Balance at the beginning of the year   | 1,479.86  | 1,479.86  |
| Changes in Equity Share capital during the year  | 1,479.86  | -   |
| Balance at the end of the reporting period   | <b>2,959.72</b>   | <b>1,479.86</b>   |
| <b>d. Reconciliation of the Number of Shares Outstanding</b>   |   |   |
| Shares outstanding as at the beginning of the year   | 1,47,98,600   | 1,47,98,600   |
| Changes during the year  | 1,47,98,600   | -   |
| Shares outstanding as at the end of the year   | <b>2,95,97,200</b>                                      | <b>1,47,98,600</b>                                      |
| <b>e. Details of each shareholder holding more than 5% of shares:</b>  |   |   |
| <b>Name of the Shareholder</b>   | <b>No. of shares held</b>                               | <b>No. of shares held</b>                               |
| Mukta N. Maheshwari  | 58,65,300   | 29,32,650   |
| Vinay P Maheshwari   | 28,77,242   | 11,26,000   |
| Varun Kabra  | 22,00,000   | 12,98,621   |
| Maya Texurisers Pvt Ltd  | 20,00,000   | 10,00,000   |
| Amit K.Maheshwari  | 19,20,000   | 9,60,000  |
| <b>Rights and preferences attached to Equity Shares:</b>   |   |   |
| (i) The Company has one class of equity shares having a par value of ₹10/- each. Each shareholder is eligible for one vote per share held.   |   |   |
| (ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. |   |   |
| <b>Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date</b>           |   |   |
| <b>Particulars</b>   | <b>For the period five years ended on March 31,2021</b> | <b>For the period five years ended on March 31,2020</b> |
| Equity Shares allotted as bonus shares   | 2,37,19,900   | 89,21,300   |

# Standalone Statement of Changes In Equity

as at March 31, 2021

## II Other Equity

₹ in Lakhs

| Particulars  | Reserves and Surplus          |                   | Total            |
|--|-------------------------------|-------------------|------------------|
|  | Securities<br>Premium Reserve | Retained Earnings |                  |
| <b>Balance at the beginning of the reporting period 01.04.2018</b> | <b>4,134.21</b>               | <b>4,652.08</b>   | <b>8,786.29</b>  |
| Profit for the year  | -                             | 1,507.60          | -                |
| <b>Other Appropriations</b>  |                               |                   |                  |
| <b>Items of OCI, net of Tax</b>                                    |                               |                   |                  |
| Remeasurement of Defined Benefit                                   | -                             | 1.38              | -                |
| Dividends  | -                             | (89.20)           | -                |
| <b>Balance at the end of reporting period 31.03.2019</b>           | <b>4,134.21</b>               | <b>6,071.86</b>   | <b>10,206.07</b> |
| Profit for the year  | -                             | 1,469.93          | -                |
| <b>Other Appropriations</b>  |                               |                   |                  |
| <b>Items of OCI, net of Tax</b>                                    |                               |                   |                  |
| Remeasurement of Defined Benefit                                   | -                             | 1.56              | -                |
| Dividends  | -                             | (214.09)          | -                |
| <b>Balance at the end of reporting period 31.03.2020</b>           | <b>4,134.21</b>               | <b>7,329.26</b>   | <b>11,463.47</b> |
| Profit for the year  | -                             | 928.30            | -                |
| <b>Other Appropriations</b>  | -                             | -                 | -                |
| <b>Items of OCI, net of Tax</b>                                    |                               |                   |                  |
| Remeasurement of Defined Benefit                                   | -                             | 4.75              | -                |
| Dividends  | -                             | -                 | -                |
| Bonus issued   | 1,479.86                      | -                 | -                |
| <b>Balance at the end of reporting period 31.03.2021</b>           | <b>2,654.35</b>               | <b>8,262.30</b>   | <b>10,916.65</b> |

### For NPV And Associates

Chartered Accountants  
Firm Regn No. - 129408W

### Milan Chitalia

Partner  
Membership no.: 112275Place: Vapi  
Date: 23.06.2021

### For and on behalf of the Board of Directors

MAHESHWARI LOGISTICS LIMITED

### (Vinay Maheshwari)

Chairman  
DIN : 01680099

### (Pradeep Kumar Dad)

Chief Financial Officer

Place: Vapi  
Date: 23.06.2021

### (Neeraj Maheshwari)

Chief Executive Officer

### (Nandula Vamsikrishna)

Company Secretary  
M. NO. A60425

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## Note 1: Corporate information/General Information

The Company is a Public Limited Company, incorporated as Private Limited Company on 12/10/2006, having its CIN-L60232GJ2006PLC049224.

During the year 2016, the Company was converted from Private Limited Company to Public Limited Company with effect from 05/12/2016

The Company is formed with the main object to do the business of carriers/ transporters dealing in Papers, Board, M.G.Kraft Paper, Waste Paper, Kraft Paper, Writing Papers and all other Papers and Dealing in coal and Lignite etc.

The company has presently divisions as: Transport Division, Trade Division and Manufacturing Division. The Company has carried on transportation business in the name of "Maheshwari Logistics Limited", "Maheshwari Logistics Limited- Fleet Division", business of dealing in coal, petcoke, diesel, waste paper in the name of "Maheshwari Logistics Limited- Trade division and "Maheshwari Logistics Limited- Waste Division", business of manufacturing of Recycled Kraft Paper in the name of "Maheshwari Logistics Limited-Paper Division".

## 2. Summary of significant accounting policies

### 2.1 Statement of Compliance

These financial statements are separate financial statements of the Company (also called standalone financial statements). The Company has prepared financial statements for the year ended March 31, 2021 in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) together with the comparative period data as at and for the year ended March 31, 2019. Further, the Company has prepared the opening balance sheet as at April 01, 2018 (the transition date) in accordance with Ind AS. For all the periods up to the year ended March 31, 2018, the Company had prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). These are the Company's first Ind AS financial statements.

The financial statements are presented in INR and all values are rounded to the nearest rupees except when otherwise indicated.

### 2.2 Basis of preparation and presentation

These financial statements for the year ended March 31, 2021 are the first financial statements, the Company has prepared in accordance with Ind AS.

The financial statements have been prepared on the historical cost basis, except for: (i) certain financial instruments that are measured at fair values at the end of each reporting period; (ii) defined benefit plans – plan assets that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Company has consistently applied the following accounting policies to all periods presented in these financial statements.

#### a) Current versus non-current classification

Assets and Liabilities are classified as current or non – current, inter-alia considering the normal operating cycle of the company's operations and the expected realization/settlement thereof within 12 months after the Balance Sheet date.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

#### b) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

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

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

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

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

## c) Revenue recognition

Ind AS 115 has become effective which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognized. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The Company has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognized at the date of initial application.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

- Revenue from time and material and job contracts is recognized on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- Revenue related to fixed price maintenance and support services contracts where the Company is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Expenses reimbursed by customers during the project execution are recorded as reduction to associated costs. Revenue also excludes taxes collected from customers.

Contract assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled revenue (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned revenue ("contract liability") is recognized when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and/or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Company recognizes an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for. The Company disaggregates revenue from contracts with customers by geography and business verticals.

## Use of significant judgment's in revenue recognition

- The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products/services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgment to determine the deliverables and the ability of the customer to benefit independently from such deliverables.
- Judgment is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

- The Company uses judgment to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Company uses the expected cost plus margin approach to allocate the transaction price to each distinct performance obligation.
- The Company exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.
- Revenue for fixed-price contracts is recognized using percentage-of-completion method. The Company uses judgment to estimate the future cost-to-completion of the contracts which is used to determine the degree of the completion of the performance obligation.

**Royalties:** Royalty revenue is recognised on an accrual basis in accordance with the substance

of the relevant agreement (provided that it is probable that economic benefits will flow to the Company and the amount of revenue can be measured reliably). Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

**Interest :** Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest applicable. Interest income is included under the head "Other income" in the statement of profit & loss account.

**Dividends:** Dividend income is recognised when the Company's right to receive dividend is established by the balance sheet date.

### d) Income Tax.

Income tax expense consists of current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised in OCI or directly in equity, in which case it is recognised in OCI or directly in equity respectively

#### i. Current income tax

Current tax is the expected tax payable on the taxable profit for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

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



# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## ii. Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries and interests in joint ventures when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced

to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

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

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

## e) Property, plant and equipment

Plant and equipment is stated at cost of acquisition or constructions including attributable borrowing cost till such assets are ready for their intended use, less of accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition for the aforesaid purpose comprises its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use, net of trade discounts, rebates and credits received if any.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

Property Plant and equipment are eliminated from financial statements, either on disposal or when retired from active use. Losses arising in case of retirement of Property, Plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in statement of profit and loss in the year of occurrence.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year and adjusted prospectively, if appropriate,

Depreciation is provided as per useful life prescribed by Schedule II of the Companies Act, 2013 on Straight Line Method on Plant and Machinery and on Written Down Value Method on other Tangible PPE.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets. Useful lives used by the Company are same as prescribed rates prescribed under Schedule II of the Companies Act 2013. The range of useful lives of the property, plant and equipment are as follows:

| Particulars                | Useful Lives |
|----------------------------|--------------|
| Buildings                  | 30 years     |
| Plant and Equipments       | 15 years     |
| Other Plant and Equipments | 30 years     |
| Computer Softwares         | 5 years      |
| Computers                  | 3 years      |
| Motor cars                 | 8 years      |
| Furniture & Fixtures       | 10 years     |
| Office Equipments          | 5 years      |

Software for internal use, which is primarily acquired from third-party vendors and which is an integral part of a tangible asset, including consultancy charges for implementing the software, is capitalised as part of the related tangible asset. Subsequent costs associated with maintaining such software are recognised as expense as incurred. The capitalised costs are amortised over the lower of the estimated useful life of the software and the remaining useful life of the tangible fixed asset.

### f) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated

impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Intangible assets are amortised as follows:

- 1) Software – 5 years

### g) Investments in the nature of equity in subsidiaries.

The Company has elected to recognise its investments in equity instruments in subsidiaries and associates at cost in the separate financial statements in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

### h) Investment properties

Investment properties comprise portions of office buildings and residential premises that are held for long-term rental yields and/or for capital appreciation. Investment properties are initially recognised at cost. Subsequently investment property comprising of building is carried at cost less accumulated depreciation and accumulated impairment losses.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit and loss as incurred.

Depreciation on building is provided over the estimated useful lives as specified in Schedule II to the Companies Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the changes arise.

Though the group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes.

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

## i) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

## j) Non-current Asset held for sale.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised.

## k) Borrowing costs:

- a) Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalised as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.
- b) All other borrowing costs are recognised as expense in the period in which they are incurred.

## l) Leases

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

### The Company as a lessee :

The Company enters into an arrangement for lease of land, buildings, plant and machinery including computer equipment and vehicles. Such arrangements are generally for a fixed period but may have extension or termination options. The Company assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to

- a) control the use of an identified asset,
- b) obtain substantially all the economic benefits from use of the identified asset, and
- c) direct the use of the identified asset.

The Company determines the lease term as the non-cancellable period of a lease, together with periods

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful life of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Company applies Ind AS 36 to determine whether an RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.

For lease liabilities at the commencement of the lease, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Company would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining

amount of the re-measurement in statement of profit and loss. Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

### The Company as a lessor

Leases under which the Company is a lessor are classified as finance or operating leases. Lease contracts where all the risks and rewards are substantially transferred to the lessee, the lease contracts are classified as finance leases. All other leases are classified as operating leases. For leases under which the Company is an intermediate lessor, the Company accounts for the head-lease and the sub-lease as two separate contracts. The sub-lease is further classified either as a finance lease or an operating lease by reference to the RoU asset arising from the head-lease.

### m) Inventories

Inventories consisting of raw materials and packing materials, work-in-progress, stock-in-trade and finished goods are measured at the lower of cost and net realisable value. The cost of all categories of inventories is based on the First In First Out (FIFO) method. Cost of raw materials and packing materials and stock-in-trade comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct material, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and costs necessary to make the sale.

### n) Corporate Social Responsibility (CSR) Expenditure

CSR spend are charged to the statement of profit and loss as an expense in the period they are incurred.

### o) Provisions , Contingent liabilities, Contingent assets and Commitments:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible;
- A present obligation arising from past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

## p) Employee Benefits

Retirement benefit in the form of provident fund, pension fund and superannuation fund are defined contribution schemes. The Company has no obligation, other than the contribution payable to such schemes. The Company recognises contribution payable to such schemes as an expense, when an employee renders the related service. If the contribution payable to the schemes for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the schemes is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Liability for gratuity as at the year-end is provided on the basis of actuarial valuation.

Remeasurements, comprising of actuarial gains and losses and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs; and
- Net interest expense or income

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

## q) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

### i. Financial assets

#### Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

#### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost.
- Financial assets at fair value.

When assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).



## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit and loss under fair value option.

- **Business model test:** The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes).
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit and loss under fair value option.

- **Business model test:** The financial asset is held within a business model whose objective is achieved by both collected contractual cash flows and selling financial instruments.
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### Derecognition

When the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; it evaluates if and to what extent it has retained the risks and rewards of ownership.

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- Based on above evaluation, either (a) the Company has transferred substantially

all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

### Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Trade receivables that result from transactions that are within the scope of Ind AS 18

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

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected in the statement of profit and loss in other expenses. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, trade receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

## ii. Financial liabilities

### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortised cost, as appropriate.

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

The Company's financial liabilities include trade payables, lease obligations, and other payables.

### Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

The Company has not designated any financial liability as at fair value through profit and loss.

### Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

## iii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## r) Segment Accounting:

The company comprises of three reporting segments such as, trade division, coal division, paper/ waste

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

division. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the chief operating decision maker.

### s) Cash and cash equivalents

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

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

### t) Dividend distribution to equity holders

The Company recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. A distribution in case of final dividend is authorised when it is approved by the shareholders. A corresponding amount is accordingly recognised directly in equity. In case of interim dividend it is authorised when it is approved by the Board of Directors.

### u) Foreign currencies:

The Company's financial statements are presented in INR, which is also the Company's functional currency. For each entity the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rates at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate.

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expense in the period in which they arise. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items,

which are measured at fair value denominated in a foreign currency, are translated using the exchange rate at the date when such fair value was determined. The gain or loss arising on translation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to translation difference (i.e. translation difference on items whose gain or loss is recognised in other comprehensive income or the statement of profit and loss is also recognised in other comprehensive income or the statement of profit and loss respectively)

### v) Earnings per share

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti-dilutive.

### w) Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent assets and contingent liabilities. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

#### a) Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

#### b) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

## i. Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the Company's domicile.

## ii. Defined benefit plans (gratuity benefits)

The Company's obligation on account of gratuity and compensated absences is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

Further details about gratuity obligations are given in Refer Note 37

## iii. Intangible assets

Refer Point (f) of Note - 2 for estimated useful lives of intangible assets. The carrying value of intangible assets has been disclosed at note 4.

## iv. Property, plant and equipment

Refer Point (e) of Note - 2 for estimated useful lives of property, plant and equipment. The carrying value of property, plant and equipment has been disclosed at note 3.

## v. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 38 and 39 for further disclosures.

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

NOTE-3 PROPERTY, PLANT AND EQUIPMENT

| Particulars          | ₹ in Lakhs     |               |       |           |           |                      |                     |                |                  |                    |                   |           |
|----------------------|----------------|---------------|-------|-----------|-----------|----------------------|---------------------|----------------|------------------|--------------------|-------------------|-----------|
|                      | Leasehold Land | Freehold Land | Road  | Buildings | Tube Well | Furniture & Fixtures | Commercial Vehicles | Other Vehicles | Office Equipment | Computer & Printer | Plant & Machinery | Total     |
| At March 31, 2019    | 19.13          | 185.70        | 11.76 | 1,155.77  | 0.31      | 104.00               | 2,586.78            | 434.39         | 97.12            | 53.30              | 5,381.34          | 10,029.61 |
| Additions            | -              | -             | -     | 196.97    | -         | 60.95                | 223.28              | 79.67          | 18.28            | 4.44               | 4,559.53          | 5,143.12  |
| Disposals            | -              | -             | -     | -         | -         | -                    | 164.91              | -              | -                | -                  | -                 | 164.91    |
| At March 31, 2020    | 19.13          | 185.70        | 11.76 | 1,352.73  | 0.31      | 164.95               | 2,645.15            | 514.07         | 115.40           | 57.74              | 9,940.88          | 15,007.81 |
| Additions            | -              | 278.52        | -     | -         | -         | 10.70                | 30.32               | 1.32           | 3.87             | 4.63               | 57.35             | 386.70    |
| Disposals            | -              | -             | -     | -         | -         | -                    | 518.39              | 28.70          | -                | -                  | -                 | 547.09    |
| At March 31, 2021    | 19.13          | 464.21        | 11.76 | 1,352.73  | 0.31      | 175.65               | 2,157.07            | 486.69         | 119.28           | 62.37              | 9,998.22          | 14,847.42 |
| Depreciation         | -              | -             | -     | -         | -         | -                    | -                   | -              | -                | -                  | -                 | -         |
| At March 31, 2019    | 2.87           | -             | -     | 240.08    | 0.30      | 80.16                | 1,146.89            | 267.85         | 74.49            | 45.04              | 1,015.34          | 2,873.03  |
| Charge for the year  | 0.32           | -             | 3.04  | 66.73     | -         | 9.10                 | 319.69              | 57.67          | 10.19            | 5.84               | 527.51            | 1,000.10  |
| Disposals            | -              | -             | -     | -         | -         | -                    | 139.32              | -              | -                | -                  | -                 | 139.32    |
| At March 31, 2020    | 3.19           | -             | 3.04  | 306.82    | 0.30      | 89.26                | 1,327.26            | 325.52         | 84.68            | 50.88              | 1,542.85          | 3,733.81  |
| Charge for the year  | 0.32           | -             | 2.26  | 69.00     | -         | 21.03                | 257.94              | 57.93          | 10.88            | 4.34               | 650.60            | 1,074.30  |
| Disposals            | -              | -             | -     | -         | -         | -                    | 457.40              | 27.19          | -                | -                  | -                 | 484.60    |
| At March 31, 2021    | 3.51           | -             | 5.30  | 375.82    | 0.30      | 110.29               | 1,127.80            | 356.26         | 95.56            | 55.22              | 2,193.45          | 4,323.50  |
| Net book value       |                |               |       |           |           |                      |                     |                |                  |                    |                   |           |
| As at March 31, 2019 | 16.26          | 185.70        | 11.76 | 915.68    | 0.02      | 23.84                | 1,439.88            | 166.54         | 22.64            | 8.26               | 4,366.00          | 7,156.58  |
| As at March 31, 2020 | 15.94          | 185.70        | 8.71  | 1,045.92  | 0.02      | 75.69                | 1,317.89            | 188.54         | 30.73            | 6.86               | 8,398.02          | 11,274.01 |
| As at March 31, 2021 | 15.62          | 464.21        | 6.46  | 976.91    | 0.02      | 65.36                | 1,029.27            | 130.43         | 23.72            | 7.15               | 7,804.77          | 10,523.92 |

\* For property, plant and equipment existing as on the date of transition to Ind AS, i.e., April 01, 2018, the Company has used IGAAP carrying value as deemed costs.



# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE-4 INTANGIBLE ASSETS

| ₹ in Lakhs                  |                   |              |              |
|-----------------------------|-------------------|--------------|--------------|
| Particulars                 | COMPUTER SOFTWARE | GOODWILL     | Total        |
| <b>Cost*</b>                |                   |              |              |
| <b>At March 31, 2019</b>    | <b>18.21</b>      | <b>62.38</b> | <b>80.59</b> |
| Additions                   | 0.99              | -            | 0.99         |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2020</b>    | <b>19.20</b>      | <b>62.38</b> | <b>81.58</b> |
| Additions                   | -                 | -            | -            |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2021</b>    | <b>19.20</b>      | <b>62.38</b> | <b>81.58</b> |
| <b>At March 31, 2019</b>    | <b>7.79</b>       | <b>21.83</b> | <b>29.62</b> |
| Charge for the year         | 2.68              | 6.24         | 8.92         |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2020</b>    | <b>10.47</b>      | <b>28.07</b> | <b>38.54</b> |
| Charge for the year         | 3.53              | 6.24         | 9.77         |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2021</b>    | <b>14.00</b>      | <b>34.31</b> | <b>48.30</b> |
| <b>Net book value</b>       |                   |              |              |
| <b>As at March 31, 2019</b> | <b>10.42</b>      | <b>40.55</b> | <b>50.97</b> |
| <b>As at March 31, 2020</b> | <b>8.73</b>       | <b>34.31</b> | <b>43.04</b> |
| <b>As at March 31, 2021</b> | <b>5.21</b>       | <b>28.07</b> | <b>33.28</b> |

## NOTE-5 CAPITAL WORK IN PROGRESS

| ₹ in Lakhs                  |                   |                 |                      |              |                      |                 |
|-----------------------------|-------------------|-----------------|----------------------|--------------|----------------------|-----------------|
| Particulars                 | Plant & Machinery | Power Plant     | Firesafety for Plant | Building     | Software Development | Total           |
| <b>Cost*</b>                |                   |                 |                      |              |                      |                 |
| <b>At March 31, 2019</b>    | <b>1,037.54</b>   | <b>2,744.55</b> | <b>6.91</b>          | -            | <b>9.46</b>          | <b>3,798.46</b> |
| Additions                   | 196.13            | 570.23          | 9.47                 | -            | 55.30                | 831.14          |
| Disposals                   | 1,162.21          | 3,314.78        | 16.38                | -            | -                    | 4,493.37        |
| <b>At March 31, 2020</b>    | <b>71.47</b>      | -               | -                    | -            | <b>64.77</b>         | <b>136.23</b>   |
| Additions                   | 209.66            | -               | -                    | 12.07        | 120.15               | 341.89          |
| Disposals                   | -                 | -               | -                    | -            | -                    | -               |
| <b>At March 31, 2021</b>    | <b>281.13</b>     | -               | -                    | <b>12.07</b> | <b>184.92</b>        | <b>478.12</b>   |
| <b>Net book value</b>       |                   |                 |                      |              |                      |                 |
| <b>As at March 31, 2019</b> | <b>1,037.54</b>   | <b>2,744.55</b> | <b>6.91</b>          | -            | <b>9.46</b>          | <b>3,798.46</b> |
| <b>As at March 31, 2020</b> | <b>71.47</b>      | <b>0.00</b>     | -                    | -            | <b>64.77</b>         | <b>136.23</b>   |
| <b>As at March 31, 2021</b> | <b>281.13</b>     | -               | -                    | <b>12.07</b> | <b>184.92</b>        | <b>478.12</b>   |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 6 RIGHT TO USE ASSET

|                             | ₹ in Lakhs       |               |               |
|-----------------------------|------------------|---------------|---------------|
|                             | SECURITY DEPOSIT | ** BUILDINGS  | Total         |
| <b>Cost*</b>                |                  |               |               |
| <b>At March 31, 2019</b>    | <b>109.76</b>    | <b>-</b>      | <b>109.76</b> |
| Additions                   | 9.26             | 503.50        | 512.76        |
| Disposals                   | -                | -             | -             |
| <b>At March 31, 2020</b>    | <b>119.02</b>    | <b>503.50</b> | <b>622.52</b> |
| Additions                   | -                | 133.12        | 133.12        |
| Disposals                   | 20.35            | -             | 20.35         |
| <b>At March 31, 2021</b>    | <b>98.67</b>     | <b>636.62</b> | <b>735.29</b> |
| <b>Depreciation</b>         |                  |               |               |
| <b>At March 31, 2019</b>    | <b>17.94</b>     | <b>-</b>      | <b>17.94</b>  |
| Charge for the year         | 30.69            | 147.97        | 178.67        |
| Disposals                   | -                | -             | -             |
| <b>At March 31, 2020</b>    | <b>48.63</b>     | <b>147.97</b> | <b>196.60</b> |
| Charge for the year         | 31.34            | 169.64        | 200.98        |
| Disposals                   | -                | -             | -             |
| <b>At March 31, 2021</b>    | <b>79.97</b>     | <b>317.62</b> | <b>397.58</b> |
| <b>Net book value</b>       |                  |               |               |
| <b>As at March 31, 2019</b> | <b>91.82</b>     | <b>-</b>      | <b>91.82</b>  |
| <b>As at March 31, 2020</b> | <b>70.39</b>     | <b>355.53</b> | <b>425.92</b> |
| <b>As at March 31, 2021</b> | <b>18.71</b>     | <b>319.00</b> | <b>337.71</b> |

\*\* Also refer note no. 32

### NOTE-7 INVESTMENTS IN SUBSIDIARIES

|  | ₹ in Lakhs     |                |                |                |
|--|----------------|----------------|----------------|----------------|
| Particulars                                  | Non - Current  |                | Current        |                |
|  | March 31, 2021 | March 31, 2020 | March 31, 2021 | March 31, 2020 |
| Investment in Maheshwari Logistics India LLP | 204.87         | 150.93         | -              | -              |
| <b>Total</b>                                 | <b>204.87</b>  | <b>150.93</b>  | <b>-</b>       | <b>-</b>       |

### NOTE-8 OTHER FINANCIAL ASSETS

|                                   | ₹ in Lakhs     |                 |                |                |
|-----------------------------------|----------------|-----------------|----------------|----------------|
| Particulars                       | Non - Current  |                 | Current        |                |
|                                   | March 31, 2021 | March 31, 2020  | March 31, 2021 | March 31, 2020 |
| <b>Unsecured, considered good</b> |                |                 |                |                |
| Security Deposits                 | 223.67         | 1,975.81        | -              | -              |
| <b>Total</b>                      | <b>223.67</b>  | <b>1,975.81</b> | <b>-</b>       | <b>-</b>       |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-9 OTHER ASSETS

| Particulars                            |                |                | ₹ in Lakhs     |                |
|--|----------------|----------------|----------------|----------------|
|  | Non - Current  |                | Current        |                |
|  | March 31, 2021 | March 31, 2020 | March 31, 2021 | March 31, 2020 |
| Deposits with Sales Tax Department     | 0.25           | -              | -              | -              |
| Gratuity Fund                          | 11.48          | 9.01           | -              | -              |
| Trade Receivables                      | -              | -              | -              | -              |
| Insurance Claim Receivable             | -              | -              | 53.15          | 50.95          |
| Deffered Premium on Forward Contract   | -              | -              | -              | -              |
| Other Current Aseets                   | -              | -              | 2.42           | 16.05          |
| Prepaid Expenses                       | -              | -              | 92.57          | 81.86          |
| Interest Accrued on Advance & Deposits | -              | -              | 4.48           | 4.24           |
| <b>Total</b>                           | <b>11.73</b>   | <b>9.01</b>    | <b>152.62</b>  | <b>153.10</b>  |

### NOTE-10 INVENTORIES

| Particulars    | ₹ in Lakhs      |                 |
|----------------|-----------------|-----------------|
|                | March 31, 2021  | March 31, 2020  |
| Raw Material   | 5,856.72        | 3,451.92        |
| Finished Goods | 404.85          | 230.96          |
| Traded Goods   | 1,737.05        | 2,587.75        |
| <b>Total</b>   | <b>7,998.62</b> | <b>6,270.64</b> |

### NOTE-11 SHORT TERM LOANS & ADVANCES

| Particulars                          | ₹ in Lakhs      |                |
|--------------------------------------|-----------------|----------------|
|                                      | March 31, 2021  | March 31, 2020 |
| <b>Unsecured, considered good</b>    |                 |                |
| Advance To Suppliers                 | 118.92          | 157.68         |
| Advance for Capital Assets           | 889.86          | 1,029.88       |
| Loans & Advance to Employees         | 158.45          | 129.16         |
| Balances with Government Authorities | 902.21          | 1,368.43       |
| Other Advances                       | 174.50          | 23.74          |
| <b>Total</b>                         | <b>2,243.93</b> | <b>2708.89</b> |

### NOTE-12 TRADE RECEIVABLES

| Particulars                       | ₹ in Lakhs       |                  |
|-----------------------------------|------------------|------------------|
|                                   | March 31, 2021   | March 31, 2020   |
| <b>Unsecured, considered good</b> |                  |                  |
| Trade Receivables                 | 11,877.99        | 11,877.07        |
| <b>Total</b>                      | <b>11,877.99</b> | <b>11,877.07</b> |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-13 CASH & CASH EQUIVALENTS

|                                     |                 | ₹ in Lakhs      |  |
|-------------------------------------|-----------------|-----------------|--|
| Particulars                         | March 31, 2021  | March 31, 2020  |  |
| Cash on hand                        | 1,801.48        | 368.46          |  |
| <b>Cash &amp; Cash equivalents:</b> |                 |                 |  |
| - Current Account                   | 120.76          | 25.29           |  |
| - Travellers Card                   | -               | 1.48            |  |
| <b>Total of Cash on hand</b>        | <b>1,922.23</b> | <b>395.23</b>   |  |
| <b>Bank Balance</b>                 |                 |                 |  |
| - Deposits with State Bank of India | 508.47          | 556.92          |  |
| - Deposits with Axis Bank Ltd       | 258.00          | 282.41          |  |
| - Deposits with ICICI Bank Ltd      | -               | 56.56           |  |
| <b>Total of Balances with Bank</b>  | <b>766.46</b>   | <b>895.89</b>   |  |
| <b>Grand Total</b>                  | <b>2,688.70</b> | <b>1,291.12</b> |  |

### NOTE- 14 FINANCIAL LIABILITIES

#### NOTE- 14.1 BORROWINGS

|   |                  | ₹ in Lakhs       |  |
|---|------------------|------------------|--|
| Particulars   | March 31, 2021   | March 31, 2020   |  |
| <b>Non-current borrowings</b>   |                  |                  |  |
| <b>(a) Secured Loans</b>  |                  |                  |  |
| Term Loan from Banks [Refer Annexure 14.1 (A)]  | 7359.42          | 1,198.79         |  |
| Term Loan from Non Banking Financial Institutions [Refer Annexure 14.1 (A)]   | 13.50            | 5,233.35         |  |
| <b>(b) Unsecured Loans</b>  |                  |                  |  |
| Term Loan from Directors, Relatives & Shareholders  | -                | -                |  |
| Term Loan from Banks [Refer Annexure 14.1 (A)]  | 24.56            | 57.42            |  |
| Term Loan from Non Banking Financial Institutions [Refer Annexure 14.1 (A)]   | 73.93            | 192.74           |  |
| From Others   | 526.59           | 787.49           |  |
| <b>Total non-current borrowings</b>   | <b>7998.01</b>   | <b>7,469.79</b>  |  |
| <b>Current Borrowings</b>   |                  |                  |  |
| <b>Working Capital Loans from bank repayable on demand</b>  |                  |                  |  |
| State Bank Of India - SLC   | 297.03           | 297.03           |  |
| State Bank of India - CC  | 3746.09          | 4,673.80         |  |
| (This credit Facility is secured by way of 1st Pari Passu charge by way of hypothecation over Stock , receivables and other chargeable current assets (present and future) of the company with other consortium lender and immovable properties by way of 1st pari passu charge with the consortium lender, of the company & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives)                 |                  |                  |  |
| AXIS BANK CCA/C VAPI  | 34.33            | 377.44           |  |
| (This credit Facility is secured by way pf hypothecation of company's entire stocks, book debts & receivables (present and future) , ranking pari passu with other participating bank of consortium and first charge, rankng pari passu with other participating banks by way of equitable mortgage of immovable properties of the company & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives) |                  |                  |  |
| <b>Total current borrowings</b>   | <b>4,077.45</b>  | <b>5,348.27</b>  |  |
| <b>GRAND TOTAL</b>  | <b>12,075.46</b> | <b>12,818.06</b> |  |

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 14.2 LEASE LIABILITIES

| ₹ in Lakhs                        |                |                |
|-----------------------------------|----------------|----------------|
| Particulars                       | March 31, 2021 | March 31, 2020 |
| Lease Liabilities( Refer note 32) | 348.81         | 386.73         |
| <b>Total</b>                      | <b>348.81</b>  | <b>386.73</b>  |

## NOTE- 15 PROVISIONS

| ₹ in Lakhs                         |                |                |                |                |
|------------------------------------|----------------|----------------|----------------|----------------|
| Particulars                        | Non - Current  |                | Current        |                |
|                                    | March 31, 2021 | March 31, 2020 | March 31, 2021 | March 31, 2020 |
| <b>Long Term Provisions</b>        |                |                |                |                |
| <b>For Employees' Benefits</b>     |                |                |                |                |
| Gratuity Fund                      | -              | -              | -              | -              |
| <b>Total long term provisions</b>  | -              | -              | -              | -              |
| <b>Short Term Provisions</b>       |                |                |                |                |
| Provision for Employee Benefits:   | -              | -              | 151.95         | 146.67         |
| <b>Other Provisions:</b>           |                |                |                |                |
| For Taxation                       | -              | -              | 250.24         | 375.72         |
| For Expenses                       | -              | -              | 39.68          | 78.60          |
| <b>Total short term provisions</b> | -              | -              | <b>441.87</b>  | <b>600.99</b>  |

## NOTE-16 DEFERRED TAX LIABILITIES (NET)

| ₹ in Lakhs                             |                |                |
|--|----------------|----------------|
| Particulars                            | March 31, 2021 | March 31, 2020 |
| On Fixed Asset                         | 663.8          | 612.23         |
| On account of non deductible expenses  | (4.00)         | (22.64)        |
| On account of other timing differences | (8.62)         | (20.33)        |
| <b>Total</b>                           | <b>651.21</b>  | <b>569.26</b>  |

## NOTE- 17 OTHER FINANCIAL LIABILITIES

| ₹ in Lakhs                                 |                |                |                 |                 |
|--|----------------|----------------|-----------------|-----------------|
| Particulars                                | Non - Current  |                | Current         |                 |
|  | March 31, 2021 | March 31, 2020 | March 31, 2021  | March 31, 2020  |
| <b>Non- current Liabilities</b>            |                |                |                 |                 |
| Long Term Trade Payables                   | -              | -              | -               | -               |
| <b>Total non - current liabilities</b>     | -              | -              | -               | -               |
| <b>Current Liabilities</b>                 |                |                |                 |                 |
| Current maturities of Long-term borrowings | -              | -              | 1699.15         | 1,539.08        |
| Interest accrued and due on borrowings     | -              | -              | 100.00          | 124.82          |
| Advance received from Customers            | -              | -              | 293.49          | 25.00           |
| Payable towards purchase of Fixed Assets   | -              | -              | 87.94           | 270.62          |
| Payable towards Statutory Liabilities      | -              | -              | 314.56          | 193.60          |
| Other Current Liabilities                  | -              | -              | 3.61            | 34.50           |
| <b>Total</b>                               | -              | -              | <b>2,498.75</b> | <b>2,187.62</b> |



## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 18 TRADE PAYABLES

| ₹ in Lakhs  |                 |                 |
|---|-----------------|-----------------|
| Particulars   | March 31, 2021  | March 31, 2020  |
| Total outstanding dues of micro enterprises and small enterprises; and [Refer note 18.1]  | 376.72          | 102.84          |
| - Total outstanding dues of creditors other than micro enterprises and small enterprises  | 6,505.93        | 6,706.94        |
| <b>Total</b>  | <b>6,882.66</b> | <b>6,809.78</b> |
| <b>NOTE- 18.1 MICRO, SMALL AND MEDIUM CREDITORS</b>   |                 |                 |
| a) the principal amount remaining unpaid to any supplier at the end of each accounting year;  | 376.72          | -               |
| b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;   |                 |                 |
| c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;   |                 |                 |
| d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.  | 2.15            | -               |
| The above Disclosure in respect of amount payable to such Enterprises as at 31st March, 2020, has been made in the Financial statement based on information received and available with the Company. Further in view of the management the impact of Interest, if any, that may be payable in accordance with the provision of Act is not expected to be material. The Company has not received any claim for Interest from any MSME Supplier registered under the said MSME Act. |                 |                 |

### NOTE- 19 REVENUE FROM OPERATIONS

| ₹ in Lakhs                         |                  |                  |
|------------------------------------|------------------|------------------|
| Particulars                        | March 31, 2021   | March 31, 2020   |
| Sale of Finished Goods             | 28,452.78        | 23,871.11        |
| Sale of Traded Goods               | 27,625.95        | 34,705.25        |
| Revenue from Provision of Services | 10,964.84        | 17,281.87        |
| <b>TOTAL</b>                       | <b>67,043.56</b> | <b>75,858.24</b> |

### NOTE- 20 OTHER INCOME

| ₹ in Lakhs                           |                |                |
|--------------------------------------|----------------|----------------|
| Particulars                          | March 31, 2021 | March 31, 2020 |
| Interest Income                      | 46.56          | 162.92         |
| Rent Income                          | -1.49          | 8.85           |
| Profit on Sale of Assets             | 13.41          | 4.87           |
| Foreign Exchange Gain/Loss           | 81.85          | 39.89          |
| Share of Profit from Firm            | 45.01          | 10.88          |
| Other Income                         | 1.84           | 3.32           |
| Interest Income on Deposit           | 32.97          | -              |
| Interest Income on Trade Receivables | 1.93           | -              |
| Interest Income on Staff Advance     | 2.39           | -              |
| <b>Total</b>                         | <b>224.46</b>  | <b>230.72</b>  |

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 21 COST OF RAW MATERIALS, COMPONENTS AND STORES CONSUMED

| Particulars                         | ₹ in Lakhs       |                  |
|-------------------------------------|------------------|------------------|
|                                     | March 31, 2021   | March 31, 2020   |
| Opening Stock of Raw Material       | 3,451.92         | 2,096.41         |
| Add: Purchase of Raw Material       | 22,507.09        | 14,336.23        |
|                                     | <b>25,959.02</b> | <b>16,432.64</b> |
| Less: Closing Stock of Raw Material | 5,856.72         | 3,451.92         |
| <b>Raw Material Consumed</b>        | <b>20,102.30</b> | <b>12,980.71</b> |
| <b>Other Related Cost</b>           |                  |                  |
| Boiler Operation Charges            | 112.34           | 84.53            |
| Clearing & Forwarding Charges       | 134.24           | 4.47             |
| Custom Duty                         | 0.50             | 0.76             |
| Freight                             | 735.18           | 673.20           |
| Other Import Expenses               | 624.50           | 525.34           |
| Repairs & Maintenance               | 210.88           | 203.24           |
| Power & Fuel                        | 349.43           | 672.70           |
| <b>Total</b>                        | <b>22,269.36</b> | <b>15,144.94</b> |

## NOTE- 22 PURCHASE OF TRADED GOODS

| Particulars             | ₹ in Lakhs       |                  |
|-------------------------|------------------|------------------|
|                         | March 31, 2021   | March 31, 2020   |
| Coal                    | 18,150.69        | 21,578.82        |
| Waste Paper             | 2,019.29         | 4,842.64         |
| Petcoke                 | 4,912.08         | 8,932.00         |
| Diesel                  | 503.60           | 209.18           |
| Others                  | -                | 1.10             |
| Freight Inwards         | 959.39           | 814.93           |
| Custom and Port Charges | 598.49           | -                |
| <b>Total</b>            | <b>27,143.55</b> | <b>36,378.67</b> |

## NOTE- 23 OPERATIONAL EXPENSES RELATING TO PROVISION OF SERVICES

| Particulars                     | ₹ in Lakhs      |                  |
|---------------------------------|-----------------|------------------|
|                                 | March 31, 2021  | March 31, 2020   |
| Relating to Lorry Hire Business | 9,990.97        | 15,461.26        |
| Port Service Charges            | -               | 595.44           |
| <b>Total</b>                    | <b>9,990.97</b> | <b>16,056.70</b> |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-24 CHANGES IN INVENTORIES OF STOCK IN TRADE

| ₹ in Lakhs                |                 |                 |
|---------------------------|-----------------|-----------------|
| Particulars               | March 31, 2021  | March 31, 2020  |
| <b>Opening Stock</b>      |                 |                 |
| (a) <b>Stock in Trade</b> |                 |                 |
| Traded Goods              | 2,587.75        | 2,200.32        |
| Finished Goods            | 230.96          | 498.77          |
| <b>Sub- Total</b>         | <b>2,818.72</b> | <b>2,699.09</b> |
| <b>Closing Stock</b>      |                 |                 |
| (a) <b>Stock in Trade</b> |                 |                 |
| Traded Goods              | 1,737.05        | 2,587.75        |
| Finished Goods            | 404.85          | 230.96          |
| <b>Sub- Total</b>         | <b>2,141.90</b> | <b>2,818.72</b> |
| <b>Total</b>              | <b>676.82</b>   | <b>(119.63)</b> |

### NOTE- 25 EMPLOYEE BENEFIT EXPENSES

| ₹ in Lakhs                                    |                 |                 |
|---|-----------------|-----------------|
| Particulars                                   | March 31, 2021  | March 31, 2020  |
| Salaries, Wages and Bonus                     | 1,100.94        | 1,521.97        |
| Director Remuneration                         | 115.00          | 209.37          |
| Contribution to ESIC                          | 5.41            | 7.02            |
| Contribution to Gratuity Fund [Refer note 36] | 22.25           | 20.78           |
| Contribution to Provident Fund                | 48.28           | 53.73           |
| Staff Welfare Expense                         | 16.21           | 57.90           |
| <b>Total</b>                                  | <b>1,308.08</b> | <b>1,870.77</b> |

### NOTE- 26 FINANCE COST

| ₹ in Lakhs                   |                 |                 |
|------------------------------|-----------------|-----------------|
| Particulars                  | March 31, 2021  | March 31, 2020  |
| Interest Expense             | 1,463.45        | 1,547.64        |
| Other Borrowing costs        | 427.25          | 542.08          |
| Interest Expense-Creditors   | -               | 1.33            |
| Interest Expense- Lease Rent | 42.05           | 46.21           |
| <b>Total</b>                 | <b>1,932.76</b> | <b>2,137.26</b> |

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE - 27 OTHER EXPENSES

| ₹ in Lakhs                                 |                 |                 |
|--|-----------------|-----------------|
| Particulars                                | March 31, 2021  | March 31, 2020  |
| Auditor's Remuneration [ Refer note 28]    | 10.70           | 0.75            |
| Commission                                 | 136.52          | 121.28          |
| Contribution to political party            | -               | 3.00            |
| Donation                                   | 2.28            | 10.37           |
| CSR Expenditure [ Refer note 29]           | 40.92           | 46.00           |
| Bad Debts                                  | 14.06           | -               |
| Freight on Sale                            | 29.69           | 44.56           |
| Insurance Exp                              | 114.00          | 92.94           |
| Premium on Forward Contract                | 1.70            | 10.38           |
| Rates & Taxes                              | 21.41           | 8.79            |
| Repairs and Maintenance                    | 203.07          | 345.99          |
| Interest on delayed payment of taxes       | 38.84           | 14.47           |
| Rent Expense                               | 8.70            | 56.38           |
| Legal and Professional Fees                | 119.18          | 76.81           |
| GST ITC Reversal                           | 22.46           | 12.10           |
| Selling and Distribution Expenses          | 50.27           | 51.06           |
| Discount                                   | 268.93          | 212.94          |
| Power & Fuel                               | 106.41          | 114.92          |
| Travelling & Conveyance Expenses           | 12.83           | 17.38           |
| Travelling & Conveyance Expenses (Foreign) | -               | 2.88            |
| Telephone & Internet Expenses              | 13.37           | 12.93           |
| Other Expenses                             | 181.92          | 165.21          |
| <b>Total</b>                               | <b>1,397.24</b> | <b>1,421.14</b> |

## NOTE- 28 AUDITOR'S REMUNERATION

| ₹ in Lakhs                                 |                |                |
|--|----------------|----------------|
| Particulars                                | March 31, 2021 | March 31, 2020 |
| (I) Payment to the auditor's comprises of: |                |                |
| For Statutory Audit                        | 0.75           | 0.75           |
| <b>TOTAL</b>                               | <b>0.75</b>    | <b>0.75</b>    |

## NOTE- 29 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY

The particulars of CSR expenditure are as follows:

- (a) Gross amount required to be spent by the company during the year is ₹ 40.82Lacs( Previous year: Rs 37.80 lacs)  
 (b) Amount spent during the year is ₹ 40.92 lacs (Previous year 46.00 lacs)

| Particulars  | Disclosed under | 2020-21      |                |              | 2019-20      |                |              |
|--|-----------------|--------------|----------------|--------------|--------------|----------------|--------------|
|  |                 | Paid         | Yet to be paid | Total        | Paid         | Yet to be paid | Total        |
| Construction/acquisition of assets charged to the statement of profit and loss |                 |              |                |              |              |                |              |
| For purpose other than (i) above   | Note 27         | 40.92        | -              | 40.92        | 46.00        | -              | 46.00        |
| <b>Total</b>   |                 | <b>40.92</b> | <b>-</b>       | <b>40.92</b> | <b>46.00</b> | <b>-</b>       | <b>46.00</b> |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 30 INCOME TAX RECONCILIATION

The major components of income tax expense for the years ended March 31, 2021 and March 31, 2020 are:

(a) Tax Expense recognised in Statement of profit and Loss comprises

| ₹ in Lakhs  |                |                |
|---|----------------|----------------|
| Particulars   | March 31, 2021 | March 31, 2020 |
| <b>Current income tax:</b>  |                |                |
| Current income tax charge   | 255.56         | 375.72         |
| <b>Deferred tax:</b>  |                |                |
| Relating to origination and reversal of temporary differences         | 80.36          | 165.78         |
| <b>Income tax expense reported in the statement of profit or loss</b> | <b>335.91</b>  | <b>541.50</b>  |

(b) Deferred tax related to items recognised in OCI during in the year:

| ₹ in Lakhs   |                |                |
|--|----------------|----------------|
| Particulars  | March 31, 2021 | March 31, 2020 |
| Net loss/(gain) on remeasurements of defined benefit plans | (1.60)         | (0.52)         |
| <b>Income tax charged to OCI</b>                           | <b>(1.60)</b>  | <b>(0.52)</b>  |

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2021 and March 31, 2020:

| ₹ in Lakhs  |                |                |
|---|----------------|----------------|
| Particulars   | March 31, 2021 | March 31, 2020 |
| Accounting profit before income tax   | 1,264.21       | 2,011.42       |
| Tax on accounting profit at statutory income tax rate 25.17% (March 31, 2021: ] | 318.20         | 506.28         |
| Non-deductible expenses for tax purposes:                                       | 118.86         | 18.95          |
| Disallowance u/s 40(i) (a)  | -              | 5.79           |
| Tax effect of other non-deductible expenses/(non-taxable income)                | -              | 10.47          |
| <b>Tax expense reported in the statement of profit or loss</b>                  | <b>335.91</b>  | <b>541.50</b>  |

(d) Components of Deferred tax assets/ ( Liabilities ) recognised in Balance sheet and Statement of profit and loss

| ₹ in Lakhs  |                      |                      |                              |                      |
|---|----------------------|----------------------|------------------------------|----------------------|
| Particulars   | Balance sheet        |                      | Statement of Profit and Loss |                      |
|   | As at March 31, 2021 | As at March 31, 2020 | As at March 31, 2021         | As at March 31, 2020 |
| Difference between Book depreciation and tax depreciation | 663.83               | 612.23               | 51.60                        | 148.70               |
| On account of non deductible expenses                     | (4.00)               | (22.64)              | 18.64                        | (13.17)              |
| On account of other timing differences                    | (8.62)               | (20.33)              | 11.71                        | 30.77                |
| On account of other comprehensive income                  | -                    | -                    | (1.60)                       | (0.52)               |
| <b>Deferred Tax Income / (Expense )</b>                   | <b>-</b>             | <b>-</b>             | <b>80.36</b>                 | <b>165.78</b>        |
| <b>Net Deferred Tax Asset / ( Liabilities )</b>           | <b>651.21</b>        | <b>569.26</b>        | <b>-</b>                     | <b>-</b>             |



# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## (e) Reconciliation of deferred tax liabilities (net):

₹ in Lakhs

| Particulars   | March 31, 2021 | March 31, 2020 |
|---|----------------|----------------|
| <b>Opening balance as at 1st April</b>                | 569.26         | 402.96         |
| Tax (Income)/ Expense during the period recognised in |                |                |
| (i) Statement of Profit and loss in profit and loss   | 80.36          | 165.78         |
| (ii) Statement of Other Comprehensive Income          | 1.60           | 0.52           |
| <b>Closing balance as at 31st March</b>               | <b>651.21</b>  | <b>569.26</b>  |

## NOTE - 31 EARNINGS PER SHARE

Basic earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations

| Particulars   | March 31, 2021 | March 31, 2020 |
|---|----------------|----------------|
| Profit after tax attributable to equity shareholders                  | 928.30         | 1,469.93       |
| Weighted average number of equity shares for basic EPS (No. in lakhs) | 295.97         | 295.97         |
| <b>Earnings per Share (Basic / Diluted)</b>                           | <b>3.14</b>    | <b>4.97</b>    |

## NOTE- 32 LEASES

### 32.1 Amounts recognised in Balance Sheet

| Particulars                    | Note No. | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
|--------------------------------|----------|-------------------------|-------------------------|
| <b>(i) Right to use Assets</b> |          |                         |                         |
| Buildings                      | 6        | 319.00                  | 355.53                  |
| <b>Total</b>                   |          | <b>319.00</b>           | <b>355.53</b>           |
| <b>(ii) Lease Liabilities</b>  | 14.2     | 348.81                  | 386.73                  |
| <b>Total</b>                   |          | <b>348.81</b>           | <b>386.73</b>           |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### 32.2 Amounts recognised in the statement of profit and loss

| ₹ in Lakhs  |          |                         |                         |
|---|----------|-------------------------|-------------------------|
| Particulars                                       | Note No. | As at<br>March 31, 2021 | As at<br>March 31, 2020 |
| (i) Depreciation and amortisation expense         |          |                         |                         |
| Buildings   | 6        | 169.64                  | 147.97                  |
| (ii) Interest Expenses (included in finance cost) | 26       | 42.05                   | 46.21                   |
| (iii) Expenses relating to lease payments*        | 27       | 213.09                  | 162.99                  |

\* Expenses relating to lease payments has been accounted for applying paragraph 6 of Ind AS 116- Leases and accordingly recognised as expense in the statement of profit and loss.

### 32.3 The impact on the statement of profit and loss for the year ended 31st March, 2021 is as below

| ₹ in Lakhs                |  |                                      |                                      |
|---------------------------|--|--------------------------------------|--------------------------------------|
| Particulars               |  | For the year ended<br>March 31, 2021 | For the year ended<br>March 31, 2020 |
| Rent is lower by          |  | 213.09                               | 162.99                               |
| Depreciation is higher by |  | 169.64                               | 147.97                               |
| Finance cost is higher by |  | 42.05                                | 46.21                                |

The company has discounted lease payments @ 10% p.a

### 32.4 Additional information on extension / termination options.

Extension and termination options are included in a number of property lease arrangements of the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable based on mutual consent of the Company and respective lessors.

## NOTE- 33 RELATED PARTY TRANSACTIONS

### (i) Details of Related Party

| Particulars   | Name of the Party  |
|---|--|
| Subsidiary Companies  | Maheshwari Logistics (India) LLP   |
| Enterprise over which the key managerial personnel or relatives of key managerial personnel has significant influence | Maheshwari Brothers, Mahesh Roadways and Maheshwari Developers (Proprietorship of Neeraj Maheshwari) |
|   | Star Developers (Vinay Maheshwari is Partner)  |
|   | Maheshwari Infotech LLP (Vinay Maheshwari is Designated Partner)                                     |
|   | Daman Ganga Eco Industrial Park (Neeraj Maheshwari is Partner)                                       |
|   | Daman Ganga Projects (Neeraj Maheshwari is Partner)  |
|   | Palash Enterprise ( Proprietorship of Mukta Maheshwari)  |
|   | Shubham Enterprise ( Proprietorship of Mahima Maheshwari)  |
|   | Raghav Agency ( Proprietorship of Manju Maheshwari)  |
| Following companies cease to be related parties as are dissolved in March 2019  | Janpasand Synfab LLP   |
|   | Tanpasand Textfab LLP  |
|   | Sahara Commotrade LLP  |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

| Particulars   | Name of the Party                                  |
|---|--|
| <b>Enterprise in which Key Managerial Person are Common:</b>                          | Maya Texturisers Pvt Ltd                           |
|   | Disha Resources Limited                            |
|   | Samarth Finstock Limited                           |
| <b>Key Managerial Personnel</b>   | Varun Krishnaawtar Kabra (Managing Director)       |
|   | Vinay Maheshwari (Chairman)                        |
|   | Amit Maheshwari (Whole Time Director)              |
|   | Mukta Maheshwari (Director)                        |
|   | Mayadevi Krishnaawtar Kabra (Director)             |
|   | Vipul Vashi (Director)                             |
|   | Neeraj Maheshwari (Chief Executive Officer)        |
|   | Pradeep Kumar Dad (Chief Financial Officer)        |
|   | Paresh Raiyani (Company Secretary) Upto 15-10-2020 |
|   | Nandula. Vamsikrishna from 16-10-2020              |
| <b>Relatives of Key Managerial Personnel with whom transactions have been entered</b> | Mahima Maheshwari                                  |
|   | Radhadevi Maheshwari                               |
|   | Manju Maheshwari                                   |
|   | Maya Maheshwari                                    |
|   | Mamta Rathi  |
|   | Kavita Biani                                       |
|   | Gopallalji Kabra                                   |
|   | Ramadevi Kabra                                     |
|   | Krishnaawtar Kabra                                 |
|   | Priya Kabra  |
|   | Rachna Maheshwari                                  |
|   | Swati Jhanwar                                      |
|   | Darshini Vashi                                     |
|   | Krishana Gopal Dad                                 |
|   | Manju Devi Dad                                     |
|   | Shipra Maheshwari                                  |
|   | Darpan Vashi                                       |
|   | Nimish Vashi                                       |
|   | Manish Kabra                                       |
|   | Mahesh Kabra                                       |
|   | Radha Holani                                       |
|   | Nirupa Raiyani                                     |
|   | Vallabhbhai Raiyani                                |
|   | Shardaben Raiyani                                  |
|   | N V S sarma  |
|   | Nandula. Girja                                     |



for the year ended March 31, 2021

[illegible]



## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-34 CONTINGENT LIABILITY

| Particulars         | ₹ in Lakhs      |                |
|---------------------|-----------------|----------------|
|                     | March 31, 2021  | March 31, 2020 |
| a) Bank Guarantees  | -               | 45.00          |
| b) Letter of Credit | 1,182.60        | 776.30         |
| <b>Total</b>        | <b>1,182.60</b> | <b>776.30</b>  |

- c) In Last year the company has received an order from the Commissioner of Customs, Ahmedabad, with reference to Indonesian Steam Non Coking Coal imported in Year 2012-13, alleging that the Company has misclassified imported coal and thereby wrongly availed benefit of exemption Notification 12/2012 and had led to short levy of custom duty amounting to ₹ 63,44,690/-. The Commissioner had raised the demand of ₹ 81,61,071/- including Interest and Penalty.

Against the said order, the Company had filed an appeal with the Customs, Excise & Service Tax Appellant Tribunal, Ahmedabad.

*The Company believes that in appeal the disallowances of the benefit will be either deleted or will get substantial relief and hence it believes that no provision is required.*

### NOTE- 35 DIVIDENDS

| Particulars  | ₹ in Lakhs     |                |
|--|----------------|----------------|
|  | March 31, 2021 | March 31, 2020 |
| <b>The following dividends were declared and paid by the company</b> |                |                |
| Interim Dividend   | -              | -              |
| Final Dividend   | -              | 177.58         |
| Dividend Distribution Tax  | -              | 36.50          |
| <b>Total</b>   | <b>-</b>       | <b>214.09</b>  |

### NOTE- 36 SEGMENT INFORMATION

The Company publishes this financial statement along with the consolidated financial statements. In accordance with Ind AS 108, Operating Segments, the Company has disclosed the segment information in the consolidated financial statements.

### NOTE- 37 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE

#### Assets and Liability (Balance Sheet Position)

| Particulars                      | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|----------------------------------|-------------------------|-------------------------|
| Present Value of Obligation      | 88.73                   | 68.42                   |
| Fair Value of Plan Assets        | 100.20                  | 77.43                   |
| Surplus / (Deficit)              | (11.47)                 | (9.01)                  |
| Effects of Asset Ceiling, if any | -                       | -                       |
| <b>Net (Asset) / Liability</b>   | <b>(11.47)</b>          | <b>(9.01)</b>           |

| Particulars  | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|--|---|---|
| In Income Statement                                | 22.25                                   | 20.78                                   |
| In Other Comprehensive Income                      | (6.34)                                  | (2.08)                                  |
| <b>Total Expenses Recognized during the period</b> | <b>15.90</b>                            | <b>18.70</b>                            |

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 37 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE (Contd.)

### Graphical Representation of Liability and Expenses

| Particulars   | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|---|---|---|
| <b>Present Value of Obligation as at the beginning</b>        | 68.42                                   | 47.06                                   |
| Current Service Cost  | 23.48                                   | 21.63                                   |
| Interest Expense or Cost                                      | 4.65                                    | 3.20                                    |
| Re-measurement (or Actuarial) (gain) / loss arising from:     | -                                       | -                                       |
| - change in demographic assumptions                           | -                                       | -                                       |
| - change in financial assumptions                             | (7.83)                                  | 3.99                                    |
| - experience variance (i.e. Actual experience vs assumptions) | -                                       | (7.38)                                  |
| - others  | -                                       | -                                       |
| Past Service Cost   | -                                       | -                                       |
| Effect of change in foreign exchange rates                    | -                                       | -                                       |
| Benefits Paid   | -                                       | (0.09)                                  |
| Acquisition Adjustment  | -                                       | -                                       |
| Effect of business combinations or disposals                  | -                                       | -                                       |
| <b>Present Value of Obligation as at the end</b>              | <b>88.73</b>                            | <b>68.42</b>                            |

### Expenses Recognised in the Income Statement

| Particulars   | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|---|---|---|
| <b>Fair Value of Plan Assets as at the beginning</b>                        | <b>77.43</b>                            | <b>44.47</b>                            |
| Investment Income   | -                                       | -                                       |
| Employer's Contribution   | 18.37                                   | 30.30                                   |
| Employee's Contribution   | -                                       | -                                       |
| Benefits Paid   | -                                       | (0.09)                                  |
| Return on plan assets , excluding amount recognised in net interest expense | 5.89                                    | 4.05                                    |
| Acquisition Adjustment  | -                                       | -                                       |
| Actuarial (losses) or Gain  | (1.48)                                  | (1.31)                                  |
| <b>Fair Value of Plan Assets as at the end</b>                              | <b>100.20</b>                           | <b>77.43</b>                            |

| Particulars  | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|--|---|---|
| Effect of Asset Ceiling at the beginning   | -                                       | -                                       |
| Interest Expense or Cost (to the extent not recognised in net interest expense)                | -                                       | -                                       |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | -                                       | -                                       |
| <b>Effect of Asset Ceiling at the end</b>  | <b>-</b>                                | <b>-</b>                                |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 37 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE (Contd.)

| Particulars   | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|---|---|---|
| Current Service Cost  | 23.48                                   | 21.63                                   |
| Past Service Cost   | -                                       | -                                       |
| Loss / (Gain) on settlement   | -                                       | -                                       |
| Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset) | -1.24                                   | 0.85                                    |
| <b>Expenses Recognised in the Income Statement</b>                          | <b>22.25</b>                            | <b>20.78</b>                            |

| Particulars  | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|--|---|---|
| Actuarial (gains) / losses   | -7.83                                   | -                                       |
| - change in demographic assumptions  | -                                       | -                                       |
| - change in financial assumptions  | -                                       | 3.99                                    |
| - experience variance (i.e. Actual experience vs assumptions)                                  | -                                       | (7.38)                                  |
| - others   | -                                       | -                                       |
| Return on plan assets, excluding amount recognised in net interest expense                     | 1.48                                    | 1.31                                    |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | -                                       | -                                       |
| <b>Components of defined benefit costs recognised in other comprehensive income</b>            | <b>(6.34)</b>                           | <b>(2.08)</b>                           |

### Major categories of Plan Assets (as percentage of Total Plan Assets)

| Particulars                       | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|-----------------------------------|-------------------------|-------------------------|
| Government of India securities    | -                       | -                       |
| State Government securities       | -                       | -                       |
| High quality corporate bonds      | -                       | -                       |
| Equity shares of listed companies | -                       | -                       |
| Property                          | -                       | -                       |
| Special Deposit Scheme            | -                       | -                       |
| Funds managed by Insurer          | 100%                    | 100%                    |
| Bank balance                      | -                       | -                       |
| Other Investments                 | -                       | -                       |
| <b>Total</b>                      | <b>100%</b>             | <b>100%</b>             |

### Actuarial Assumptions

We have used actuarial assumptions selected by the Company. The Company has been advised that the assumptions selected should be unbiased and mutually compatible and should reflect the Company's best estimate of the variables of the future. The Company has also been advised to consider the requirements of Para 144 of Ind AS19 in this regard.

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 37 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE (Contd.)

### (i) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

| Particulars                    | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|--------------------------------|-------------------------|-------------------------|
| Discount rate (per annum)      | 6.80%                   | 6.80%                   |
| Salary growth rate (per annum) | 7.00%                   | 7.00%                   |

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/ rates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

### (ii) Demographic Assumptions

The principal demographic assumptions used in the valuation are shown in the table below:

| Particulars   | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|---|-------------------------|-------------------------|
| Mortality rate (% of IALM 06-08)                        | 100%                    | 100%                    |
| Normal retirement age                                   | 60 Years                | 60 Years                |
| Attrition / Withdrawal rates, based on age: (per annum) |                         |                         |
| Upto 30 years   | 5.00%                   | 5.00%                   |
| 31-44 years   | 5.00%                   | 5.00%                   |
| Above 44 years  | 1.00%                   | 1.00%                   |

### (iii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected

salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

| Particulars                       | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|-----------------------------------|-------------------------|-------------------------|
| Defined Benefit Obligation (Base) | 88.73                   | 68.42                   |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-38

#### (A) CATEGORY WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

| Particulars   | ₹ in Lakhs       |                  |                 |                 |
|---|------------------|------------------|-----------------|-----------------|
|   | Non - Current    |                  | Current         |                 |
|   | March 31, 2021   | March 31, 2020   | March 31, 2021  | March 31, 2020  |
| <b>Financial Assets measured at Fair value through Other Comprehensive Income</b> |                  |                  |                 |                 |
| Investment in quoted instruments  | -                | -                | -               | -               |
| <b>Total</b>  | -                | -                | -               | -               |
| <b>Financial assets measured at Amortized cost</b>                                |                  |                  |                 |                 |
| Security Deposits , unsecured and considered good                                 | 223.67           | 1,975.81         | -               | -               |
| Loans to employees  | 158.45           | 129.16           | -               | -               |
| Trade Receivables   | 11,877.99        | 11,877.07        | -               | -               |
| Cash and Cash Equivalents   | -                | -                | 2,688.70        | 1,291.12        |
| <b>Total</b>  | <b>12,260.10</b> | <b>13,982.04</b> | <b>2,688.70</b> | <b>1,291.12</b> |
| <b>Financial Liabilities measured at Amortized cost</b>                           |                  |                  |                 |                 |
| Borrowings  | 12,075.46        | 12,818.06        | -               | -               |
| Trade payables  | 6,882.66         | 6,809.78         | -               | -               |
| <b>Total</b>  | <b>18,958.12</b> | <b>19,627.85</b> | -               | -               |

#### (B) FAIR VALUE HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities

| As at 31.03.2021   | Fair value hierarchy        |  |  |  |
|--|-----------------------------|--|--|--|
| Financial Assets / Financial Liabilities                                   | Fair Value as at 31.03.2021 | Quoted Prices in active markets ( Level 1) | Significant observable Inputs ( Level 2) | Significant unobservable Inputs ( Level 3) |
| Financial Assets measured at Fair value through other comprehensive income | -                           | -  | -  | -  |
| Investments in quoted equity shares  | -                           | -  | -  | -  |
| Financial Assets measured at Fair value through Profit and Loss            | -                           | -  | -  | -  |
| Investments in Debt based Mutual Funds                                     | -                           | -  | -  | -  |
| Investment in equity based Mutual funds                                    | -                           | -  | -  | -  |
| Financial Liability measured at Fair value through Profit and Loss         | -                           | -  | -  | -  |



## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 38 (Contd.)

| As at March 31, 2020  | Fair value hierarchy           |   |   |   |
|---|--------------------------------|---|---|---|
| Financial Assets /<br>Financial Liabilities   | Fair Value as at<br>31.03.2020 | Quoted Prices in active<br>markets ( Level 1) | Significant observable<br>Inputs ( Level 2) | Significant unobservable<br>Inputs ( Level 3) |
| Financial Assets<br>measured at Fair<br>value through other<br>comprehensive income | -                              | -   | -   | -   |
| Investments in quoted<br>equity shares  | -                              | -   | -   | -   |
| Financial Assets<br>measured at Fair value<br>through Profit and Loss               | -                              | -   | -   | -   |
| Investments in Debt<br>based Mutual Funds   | -                              | -   | -   | -   |
| Investment in equity<br>based Mutual funds  | -                              | -   | -   | -   |
| Financial Liability<br>measured at Fair value<br>through Profit and Loss            | -                              | -   | -   | -   |

The fair value of financial asset and liabilities measured at amortised cost approximate there fair values

### NOTE- 39 FINANCIAL RISK MANAGEMENT

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments.

Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

#### (i) Foreign Currency Risk

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas , and purchases from overseas suppliers in various foreign currencies.

#### Foreign currency exposure as at March 31, 2020

| Particulars       | USD  | Total |
|-------------------|------|-------|
| Trade receivables | -    | -     |
| Bank Balances     | -    | -     |
| Trade payables    | 5.03 | 5.03  |

## Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 39 FINANCIAL RISK MANAGEMENT (Contd.)

#### Foreign currency exposure as at March 31, 2021

| Particulars       | USD | Total |
|-------------------|-----|-------|
| Trade receivables | -   | -     |
| Bank Balances     | -   | -     |
| Trade payables    | -   | -     |

#### Foreign currency sensitivity

| Particulars                                    | 2020-21      |              | 2019-20       |              |
|--|--------------|--------------|---------------|--------------|
|  | 1 % Increase | 1 % decrease | 1 % Increase  | 1 % decrease |
| USD  | -            | -            | (0.05)        | 0.05         |
| <b>Increase \ (Decrease) in profit or loss</b> | <b>-</b>     | <b>-</b>     | <b>(0.05)</b> | <b>0.05</b>  |

#### (ii) Equity Price Risk

The company's investment portfolio consists of investments in publicly traded companies, quoted instruments like mutual funds carried at fair value in the balance sheet.

#### (iii) Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition.

It considers available reasonable and supportive forwarding-looking information such as :

- (i) Actual or expected significant adverse changes in business,
- (ii) Actual or expected significant changes in the operating results of the counterparty,
- (ii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- (iv) Significant increases in credit risk on other financial instruments of the same borrower
- (v) Significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements.

#### Exposure to credit risk

| Particulars                                       | As at<br>31-03-2021 | As at<br>31-03-2020 |
|---|---------------------|---------------------|
| Security Deposits , unsecured and considered good | 223.67              | 1,975.81            |
| Loans to employees                                | 158.45              | 129.16              |
| Trade Receivables                                 | 11,877.99           | 11,877.07           |
| Cash and Cash Equivalents                         | 2,688.70            | 1,291.12            |

#### (iv) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price.

# Notes to Standalone Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 39 FINANCIAL RISK MANAGEMENT (Contd.)

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

### Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

| As at 31 March 2021                | Less than one year | 1 to 5 years    | Over 5 years    | Total            |
|------------------------------------|--------------------|-----------------|-----------------|------------------|
| Vehicle loan (Including Auto Loan) | 485.58             | 936.91          | -               | 1422.49          |
| Other Loan                         | 1,213.57           | 4,614.61        | 1,919.90        | 7,748.08         |
| Lease Liability                    | -                  | 348.81          | -               | 348.81           |
| Trade payables                     | 6,882.66           | -               | -               | 6,882.66         |
| Other financial liabilities        | 2,498.75           | -               | -               | 2,498.75         |
| <b>Total</b>                       | <b>11,080.56</b>   | <b>5,900.32</b> | <b>1,919.90</b> | <b>18,900.78</b> |
| As at March 31, 2020               | Less than one year | 1 to 5 years    | Over 5 years    | Total            |
| Vehicle loan (Including Auto Loan) | 435.89             | 1,198.79        | -               | 1,634.68         |
| Other Loan                         | 1,103.19           | 3,059.14        | 2,424.37        | 6,586.69         |
| Lease Liability                    | -                  | 386.73          | -               | 386.73           |
| Trade payables                     | 6,809.78           | -               | -               | 6,809.78         |
| Other financial liabilities        | 2,187.62           | -               | -               | 2,187.62         |
| <b>Total</b>                       | <b>10,536.48</b>   | <b>4,644.66</b> | <b>2,424.37</b> | <b>17,605.50</b> |

### (v) Capital management

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves.

The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The company does not have gearing as its cash and reserves are substantial to cover up borrowings.

## NOTE- 40:

Previous year figures have been reclassified / regrouped/ recast, wherever necessary

### For NPV And Associates

Chartered Accountants  
Firm Regn No. - 129408W

### Milan Chitalia

Partner  
Membership no.: 112275

Place: Vapi  
Date: 23.06.2021

### For and on behalf of the Board of Directors MAHESHWARI LOGISTICS LIMITED

### (Vinay Maheshwari)

Chairman  
DIN : 01680099

### (Pradeep Kumar Dad)

Chief Financial Officer

Place: Vapi  
Date: 23.06.2021

### (Neeraj Maheshwari)

Chief Executive Officer

### (Nandula Vamsikrishna)

Company Secretary  
M. NO. A60425

# Independent Auditor's Report

To The Members of Maheshwari Logistics Limited

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying Ind AS consolidated financial statements of MAHESHWARI LOGISTICS LIMITED (the "Company") and its subsidiaries (the Company and its subsidiaries together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2021, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements, give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the 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 consolidated state of affairs of the Group as at March 31, 2021 and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the

consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Sr. No | Key Audit Matters   | Auditor's Response  |
|--------|---|---|
| 1.     | Internal Controls with respect to the Cash Transactions in Business:<br><br>The Company has been doing Significant Amount of Transactions in Cash. Also Company is engaged in business of Transport which involves majority dealing in cash and by its offices at various places. | Procedure performed by Auditor:<br><br>Besides obtaining an understanding of Management's processes and controls with regards to testing the internal controls, our procedure included the following:<br><br>a) We understood the internal control applied by the management in process of collection of the revenue receipts and payment thereof.<br><br>b) We further understood the methodology of day end closure method adopted by the management and the collection and deposits of the cash by the branches and the reporting thereof.<br><br>c) We walked through the controls adopted and the methodology followed by the management regarding the same. |

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

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

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

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

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

### Management's Responsibilities for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Boards of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from

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

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

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

express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated financial statements.

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

### Other Matters

The consolidated Financial Results include the unaudited Financial Results of:

- a. A subsidiary, whose Financial Statements reflect Group's share of total assets of Rs. 4,31,38,785 as at 31st March, 2021, Group's share of total revenue of Rs. 23,73,09,884 and Group's share of total net profit after tax of Rs.45,46,929 for the year ended 31st March, 2021, as considered in the consolidated Financial Results,

The amount incorporated in consolidated financial statements are taken from unaudited Financial Statements.

Our opinion on the consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the Financial Results/financial information certified by the Board of Directors.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.
  - e) On the basis of the written representations received from the directors of the Company as on March 31, 2021 taken on record by the Boards of Directors of the Company and its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements



of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, 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:

- The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
- Provision has been made in the consolidated financial statements, as required under the

applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

- There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.

**For NPV & ASSOCIATES**

Chartered Accountants  
FRN No.129408W

**Milan Chitalia**

Partner

M. NO: 112275

UDIN:21112275AAAACV1293

Place : MUMBAI

Date : 23rd June, 2021

## Annexure “A”

### To the independent auditor’s report

**(Referred to in paragraph 1 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Maheshwari Logistics Limited of even date)**

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of Maheshwari Logistics Limited (hereinafter referred to as the “Company”) and its subsidiary companies, which are companies incorporated in India, as of that date.

#### **Management’s Responsibility for Internal Financial Controls**

The respective Boards of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Act.

#### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, 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 (“ICAI”) 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.

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 and its subsidiary companies, which are companies incorporated in India.

#### **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 authorization of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For NPV & ASSOCIATES**

Chartered Accountants

FRN No.129408W

**Milan Chitalia**

Partner

M. NO: 112275

UDIN:21112275AAAACV1293

Place : MUMBAI

Date : 23rd June, 2021

## Consolidated Balance Sheet

as at March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

|   | Notes   | March 31, 2021   | March 31, 2020   |
|---|---------|------------------|------------------|
| <b>ASSETS</b>                                       |         |                  |                  |
| <b>(1) Non-current assets</b>                       |         |                  |                  |
| (a) Property, plant and equipment                   | 3       | 10,523.92        | 11,274.01        |
| (b) Right to Use Asset                              | 6       | 337.71           | 425.92           |
| (c) Capital Work in progress                        | 5       | 478.12           | 136.23           |
| (d) Intangible Assets                               | 4       | 33.28            | 43.04            |
| (e) Financial Assets                                |         |                  |                  |
| - Other Financial Assets                            | 7       | 223.67           | 1,975.81         |
| (f) Other non-current assets                        | 8       | 11.73            | 9.01             |
| <b>Total Non Current assets</b>                     |         | <b>11,608.41</b> | <b>13,864.02</b> |
| <b>(2) Current assets</b>                           |         |                  |                  |
| (a) Inventories                                     | 9       | 7,998.62         | 6,270.64         |
| (b) Financial Assets                                |         |                  |                  |
| - Loans & Advances                                  | 10      | 2,307.44         | 2,732.40         |
| - Trade receivables                                 | 11      | 11,962.12        | 11,644.99        |
| - Cash and cash equivalents                         | 12      | 1,957.64         | 555.08           |
| - Bank balances other than (iii) above              | 12      | 771.46           | 895.89           |
| (iii) Other current assets                          | 8       | 152.62           | 153.10           |
| <b>Total Current assets</b>                         |         | <b>25,149.90</b> | <b>22,252.10</b> |
| <b>TOTAL ASSETS</b>                                 |         | <b>36,758.31</b> | <b>36,116.12</b> |
| <b>EQUITY AND LIABILITIES</b>                       |         |                  |                  |
| <b>EQUITY</b>                                       |         |                  |                  |
| (a) Equity share capital                            | SOCE-I  | 2,959.72         | 1,479.86         |
| (b) Other equity                                    | SOCE-II | 10,916.66        | 11,463.47        |
| <b>Equity attributable to owners of the Company</b> |         | <b>13,876.38</b> | <b>12,943.33</b> |
| Minority Interest                                   |         | 1.58             | 1.13             |
| <b>Total Equity</b>                                 |         | <b>13,877.96</b> | <b>12,944.46</b> |
| <b>LIABILITIES</b>                                  |         |                  |                  |
| <b>(1) Non-current liabilities</b>                  |         |                  |                  |
| (a) Financial Liabilities                           | 13      |                  |                  |
| - Borrowings  | 13.1    | 7,998.01         | 7,469.79         |
| - Lease Liability                                   | 13.2    | 348.81           | 386.73           |
| (b) Provisions                                      | 14      | -                | -                |
| (c) Deferred tax Liabilities                        | 15      | 651.21           | 569.26           |
| (d) Other non-current liabilities                   | 16      | -                | -                |
| <b>Total Non-Current Liabilities</b>                |         | <b>8,998.03</b>  | <b>8,425.78</b>  |
| <b>(2) Current liabilities</b>                      |         |                  |                  |
| (a) Financial liabilities                           |         |                  |                  |
| - Borrowings  | 13      | 4,077.45         | 5,348.27         |
| - Trade payables                                    | 17      | 6,833.45         | 6,590.50         |
| - Other current financial liabilities               | 16      | 2,501.77         | 2,190.43         |
| (b) Provisions                                      | 14      | 469.65           | 616.68           |
| <b>Total Current Liabilities</b>                    |         | <b>13,882.32</b> | <b>14,745.89</b> |
| <b>TOTAL EQUITY AND LIABILITIES</b>                 |         | <b>36,758.31</b> | <b>36,116.12</b> |
| Summary of significant accounting policies          | 2       |                  |                  |

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.

As per our report of even date

**For NPV And Associates**Chartered Accountants  
Firm Regn No. - 129408W**Milan Chitalia**Partner  
Membership no.: 112275**For and on behalf of the Board of Directors  
MAHESHWARI LOGISTICS LIMITED****(Vinay Maheshwari)**Chairman  
DIN : 01680099**(Neeraj Maheshwari)**

Chief Executive Officer

**(Pradeep Kumar Dad)**

Chief Financial Officer

**(Nandula Vamsikrishna)**Company Secretary  
M. NO. A60425Place: Vapi  
Date: 23.06.2021Place: Vapi  
Date: 23.06.2021

## Consolidated Statement of Profit and Loss

for the year ended March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

| Particulars   | Note No. | March 31, 2021   | March 31, 2020   |
|---|----------|------------------|------------------|
| <b>Income</b>   |          |                  |                  |
| Revenue from operations   | 18       | 67,618.52        | 75,999.82        |
| Other income  | 19       | 179.46           | 219.84           |
| <b>Total Income</b>   |          | <b>67,797.97</b> | <b>76,219.67</b> |
| <b>Expenses</b>   |          |                  |                  |
| Cost of raw materials, components and stores consumed                                   | 20       | 22,269.36        | 15,144.94        |
| Purchases of Stock-in-Trade   | 21       | 27,143.55        | 36,378.67        |
| Operational Expenses relating to Provision Of Services                                  | 22       | 10,473.59        | 16,165.74        |
| (Increase)/ decrease in inventories   | 23       | 676.82           | (119.63)         |
| Employee benefits expense   | 24       | 1,329.39         | 1,878.82         |
| Other expenses  | 26       | 1,402.75         | 1,429.82         |
| <b>Total Expenses</b>   |          | <b>63,295.44</b> | <b>70,878.35</b> |
| <b>Earnings before Interest, Tax, Depreciation and Amortization</b>                     |          | <b>4,502.53</b>  | <b>5,341.32</b>  |
| Depreciation and amortization expense   |          | 1,285.04         | 1,187.68         |
| Finance costs   | 25       | 1,932.96         | 2,137.30         |
| <b>Profit before tax</b>  |          | <b>1,284.53</b>  | <b>2,016.33</b>  |
| <b>Tax expense</b>  |          |                  |                  |
| Current tax   |          | 275.42           | 380.52           |
| Deferred tax  |          | 80.36            | 165.78           |
| <b>Total tax expense</b>  |          |                  |                  |
| <b>Profit for the year</b>  |          | <b>928.75</b>    | <b>1,470.04</b>  |
| <b>Other comprehensive income</b>   |          |                  |                  |
| (A) Items that will not to be reclassified to profit or loss in subsequent periods:     |          |                  |                  |
| (a) (i) Re-measurement gains/ (losses) on defined benefit plans (Refer Note .....)      |          | 6.34             | 2.08             |
| (ii) Income tax relating to above   |          | (1.60)           | (0.52)           |
| (b) (i) Net fair value gain/(loss) on investments in equity through OCI                 |          |                  |                  |
| (B) Items that will be reclassified to profit or loss in subsequent periods:            |          |                  |                  |
| (a) (i) Exchange differences on translation of foreign operations                       |          |                  |                  |
| <b>Other comprehensive income ('OCI')</b>   |          | <b>4.75</b>      | <b>1.56</b>      |
| <b>Total comprehensive income for the year (comprising profit and OCI for the year)</b> |          | <b>933.50</b>    | <b>1,471.59</b>  |
| <b>Earnings per equity share</b>  |          |                  |                  |
| Basic (₹)   | 30       | 3.14             | 4.97             |
| Diluted (₹)   | 30       | 3.14             | 4.97             |
| Summary of significant accounting policies  | 2.1      |                  |                  |

As per our report of even date

**For NPV And Associates**

Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**

Partner  
Membership no.: 112275

**For and on behalf of the Board of Directors**

**MAHESHWARI LOGISTICS LIMITED**

**(Vinay Maheshwari)**

Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**

Chief Executive Officer

**(Pradeep Kumar Dad)**

Chief Financial Officer

**(Nandula Vamsikrishna)**

Company Secretary  
M. NO. A60425

Place: Vapi  
Date: 23.06.2021

Place: Vapi  
Date: 23.06.2021

## Consolidated Cash Flow Statement

for the year ended March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

| Particulars   | For the year ended<br>31st March 2021 | For the year ended<br>31st March 2020 |
|---|---------------------------------------|---------------------------------------|
| <b>A. Cash flow from operating activities</b>                   |                                       |                                       |
| Net Profit / (Loss) before extraordinary items and tax          | 1,284.53                              | 2,016.33                              |
| Adjustments for:  |                                       |                                       |
| Depreciation and amortisation                                   | 1,285.04                              | 1,187.68                              |
| Interest & Financial exp.                                       | 1,932.96                              | 2,137.30                              |
| (Profit)/Loss on sale of fixed Assets                           | (13.41)                               | (4.87)                                |
| Employee Benefit Expenses                                       | 6.34                                  | 2.08                                  |
| Rent Expense  | (213.09)                              | -                                     |
| Operating profit / (loss) before working capital changes        | 4,282.37                              | 5,338.53                              |
| Changes in working capital:                                     |                                       |                                       |
| Adjustments for (increase) / decrease in operating assets:      |                                       |                                       |
| Inventories   | (1,727.97)                            | (1,475.14)                            |
| Trade receivables   | (317.13)                              | 789.12                                |
| Short-term loans and advances                                   | 445.31                                | (227.83)                              |
| Security Deposit  | -                                     | -                                     |
| Financial Assets  | 1,752.15                              | 911.93                                |
| Other current assets  | 0.48                                  | 105.93                                |
| Other Non - current assets                                      | (2.72)                                | 1,671.90                              |
| Adjustments for increase / (decrease) in operating liabilities: |                                       |                                       |
| Trade payables  | 242.95                                | (2,193.40)                            |
| Other current Financial liabilities                             | 311.34                                | (1,884.27)                            |
| Other Long Term Liabilities                                     | -                                     | -                                     |
| Short-Term Provisions   | (147.03)                              | 481.12                                |
| Long-Term Provisions  | -                                     | (2.59)                                |
| Other non - current liabilities                                 | -                                     | -                                     |
| Employee Benefit Expenses                                       | -                                     | -                                     |
| Cash generated from operations                                  | 557.36                                | (1,823.22)                            |
| Net income tax (paid) / refunds                                 | 275.42                                | 380.52                                |
| Net cash flow from / (used in) operating activities (A)         | 4,564.32                              | 3,134.79                              |
| <b>B. Cash flow from investing activities</b>                   |                                       |                                       |
| Capital expenditure on fixed assets, including capital advances | (341.89)                              | -                                     |
| Addition in Tangible Assets                                     | (386.70)                              | (1,994.64)                            |
| Proceeds on Sale of Tangible Assets                             | 75.91                                 | 30.46                                 |
| Investment in Associates/Subsidiary                             | -                                     | -                                     |
| Interest received   | -                                     | -                                     |
| Net cash flow from / (used in) investing activities (B)         | (652.68)                              | (1,964.18)                            |



## Consolidated Cash Flow Statement

for the year ended March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

| Particulars   | For the year ended<br>31st March 2021 | For the year ended<br>31st March 2020 |
|---|---------------------------------------|---------------------------------------|
| <b>C. Cash flow from financing activities</b>   |                                       |                                       |
| Proceeds from Long-term borrowings  | 528.22                                | 184.29                                |
| Repayment of long-term borrowings   | -                                     | -                                     |
| Proceeds from other short-term borrowings   | -                                     | 434.49                                |
| Repayment of other short-term borrowings  | (1,270.82)                            | -                                     |
| Lease Liability   | -                                     | 386.73                                |
| Dividend Paid   | -                                     | (177.58)                              |
| Dividend Distribution Tax   | -                                     | (36.50)                               |
| Finance cost  | (1,890.91)                            | (2,137.30)                            |
| <b>Net cash flow from / (used in) financing activities (C)</b>                              | <b>(2,633.52)</b>                     | <b>(1,345.89)</b>                     |
| <b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>                       | <b>1,278.12</b>                       | <b>(175.28)</b>                       |
| Cash and cash equivalents at the beginning of the year                                      | 1,450.97                              | 1,626.25                              |
| Effect of exchange differences on restatement of foreign currency Cash and cash equivalents | -                                     | -                                     |
| <b>Cash and cash equivalents at the end of the year*</b>                                    | <b>2,729.10</b>                       | <b>1,450.98</b>                       |
| <b>* Comprises:</b>   |                                       |                                       |
| (a) Cash on hand  | 1,834.88                              | 525.96                                |
| (b) Balances with banks   |                                       |                                       |
| (i) In current accounts   | 122.76                                | 29.12                                 |
| (ii) Short Term Bank Deposits   | 771.46                                | 895.89                                |
| (iii) Balance Held as Margin Money  | -                                     | -                                     |
|   | <b>2,729.10</b>                       | <b>1,450.97</b>                       |

As per our report of even date

**For NPV And Associates**

Chartered Accountants

Firm Regn No. - 129408W

**Milan Chitalia**

Partner

Membership no.: 112275

Place: Vapi

Date: 23.06.2021

**For and on behalf of the Board of Directors**

**MAHESHWARI LOGISTICS LIMITED**

**(Vinay Maheshwari)**

Chairman

DIN : 01680099

**(Pradeep Kumar Dad)**

Chief Financial Officer

Place: Vapi

Date: 23.06.2021

**(Neeraj Maheshwari)**

Chief Executive Officer

**(Nandula Vamsikrishna)**

Company Secretary

M. NO. A60425

## Consolidated Statement of Changes In Equity

as at March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

### I Share Capital

|  | ₹ in Lakhs  |   |
|--|---|---|
|  | As at 31.03.2021  | As at 31.03.2020  |
| <b>a. Authorised (No. in lakhs)</b>  |   |   |
| 300 ( March 31,2020:160/ April1,2019: 160) equity shares of ₹10/- each   | 3,000.00  | 1,600.00  |
|  | <b>3,000.00</b>   | <b>1,600.00</b>   |
| <b>b. Issued (No. in lakhs)</b>  |   |   |
| 295.972 (March31, 2020: 147.986/ March 31, 2019: 147.986) equity shares of ₹10/- each  | 2,959.72  | 1,479.86  |
| (Out of which  |   |   |
| a) 14798600 Equity Shares of ₹10 each has been issued during the year 2020-21 as fully paid-up bonus shares by capitalization of securities premium reserves.  |   |   |
| b) 54,01,300 Equity Shares of ₹ 10 each has been issued during the year 2016-17 as fully paid-up bonus shares by capitalization of securities premium reserve.   |   |   |
| c) 35,20,000 Equity shares of ₹10 each issued in F.Y.2011-12 as fully paid-up bonus shares by capitalization of securities premium reserve)"   |   |   |
|  | <b>2,959.72</b>   | <b>1,479.86</b>   |
| <b>c. Subscribed</b>   |   |   |
| Equity Shares - 14798600 of ₹10/- each   |   |   |
| Balance at the beginning of the year   | 1,479.86  | 1,479.86  |
| Changes in Equity Share capital during the year  | 1,479.86  | -   |
| <b>Balance at the end of the reporting period</b>  | <b>2,959.72</b>   | <b>1,479.86</b>   |
| <b>d. Reconciliation of the Number of Shares Outstanding</b>   |   |   |
| Shares outstanding as at the beginning of the year   | 147.99  | 147.99  |
| Changes during the year  | 147.99  | -   |
| Shares outstanding as at the end of the year   | <b>295.97</b>   | <b>147.99</b>   |
| <b>e. Details of each shareholder holding more than 5% of shares:</b>  |   |   |
| <b>Name of the Shareholder</b>   | <b>No. of shares held</b>                               | <b>No. of shares held</b>                               |
| Mukta N. Maheshwari  | 58,65,300   | 29,32,650   |
| Vinay P Maheshwari   | 28,77,242   | 11,26,000   |
| Varun Kabra  | 22,00,000   | 12,98,621   |
| Maya Texurisers Pvt Ltd  | 20,00,000   | 10,00,000   |
| Amit K.Maheshwari  | 19,20,000   | 9,60,000  |
| <b>Rights and preferences attached to Equity Shares:</b>   |   |   |
| (i) The Company has one class of equity shares having a par value of ₹10/- each. Each shareholder is eligible for one vote per share held.   |   |   |
| (ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. |   |   |
| <b>Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date</b>           |   |   |
| <b>Particulars</b>   | <b>For the period five years ended on March 31,2021</b> | <b>For the period five years ended on March 31,2020</b> |
| Equity Shares allotted as bonus shares   | 2,37,19,900   | 89,21,300   |

# Consolidated Statement of Changes In Equity

as at March 31, 2021

(All amounts in Indian Rupees Lakhs, except as otherwise stated)

## II Other Equity

| Particulars  | Reserves and Surplus       |                   | Total attributable to owners of the parent | Total attributable to non- controlling interests | Total            |
|--|----------------------------|-------------------|--|--|------------------|
|  | Securities Premium Reserve | Retained Earnings |  |  |                  |
| <b>Balance at the beginning of the reporting period 01.04.2019</b> | <b>4,134.21</b>            | <b>6,071.89</b>   | <b>10,206.07</b>                           | <b>0.02</b>                                      | <b>10,206.09</b> |
| Profit for the year  |                            | 1,470.04          | 1,469.93                                   | 0.11   | 1,470.04         |
| <b>Other Appropriations</b>  |                            |                   |  |  |                  |
| <b>Items of OCI , net of Tax</b>                                   |                            |                   |  |  |                  |
| Remeasurement of Defined Benefit                                   | -                          | 1.56              | 1.56                                       | -  | 1.56             |
| Dividends  | -                          | (214.09)          | (214.09)                                   | -  | (214.09)         |
| <b>Balance at the end of reporting period 31.03.2020</b>           | <b>4,134.21</b>            | <b>7,329.39</b>   | <b>11,463.47</b>                           | <b>0.13</b>                                      | <b>11,463.60</b> |
| Profit for the year  | -                          | 928.75            | 928.30                                     | 0.45   | 928.75           |
| <b>Other Appropriations</b>  |                            |                   |  |  |                  |
| <b>Items of OCI , net of Tax</b>                                   |                            |                   |  |  |                  |
| Remeasurement of Defined Benefit                                   | -                          | 4.75              | 4.75                                       | -  | 4.75             |
| Dividends  | -                          | -                 | -  | -  | -                |
| Bonus issued   | (1,479.86)                 | -                 | (1,479.86)                                 | -  | (1,479.86)       |
| <b>Balance at the end of reporting period 31.03.2021</b>           | <b>2,654.35</b>            | <b>8,262.89</b>   | <b>10,916.66</b>                           | <b>0.58</b>                                      | <b>10,917.24</b> |

As per our report of even date

**For NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 23.06.2021

**For and on behalf of the Board of Directors**  
**MAHESHWARI LOGISTICS LIMITED**

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Pradeep Kumar Dad)**  
Chief Financial Officer

Place: Vapi  
Date: 23.06.2021

**(Neeraj Maheshwari)**  
Chief Executive Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-1 GROUP OVERVIEW

#### 1.1 The Group Overview

The Group, Maheshwari Logistics Limited (MLL) and its subsidiary, majorly are into the business of carriers/transporters dealing in Papers, Board, M.G.Kraft Paper, Waste Paper, Kraft Paper, Writing Papers and all other Papers and Dealing in coal and Lignite etc

The Group has presently divisions as: Transport Division, Trade Division and Manufacturing Division. The Company has carried on transportation business in the name of “Maheshwari Logistics Limited”, business of dealing in coal, petcoke, diesel, waste paper in the name of “Maheshwari Logistics Limited- Trade division and “Maheshwari Logistics Limited- Waste Division, business of manufacturing of Recycled Kraft Paper in the name of “Maheshwari Logistics Limited-Paper Division”.

### NOTE-2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 Statement of Compliance

The Group has prepared its consolidated financial statements for the year ended March 31, 2021 in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) together with the comparative period data as at and for the year ended March 31, 2018. Further, the Group has prepared the opening consolidated balance sheet as at April 01, 2018 (the transition date) in accordance with Ind AS.

For all the periods up to the year ended March 31, 2018, the Group had prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended).

These are the Group's first Ind AS financial statements. The consolidated financial statements are presented in INR and all values are rounded to the nearest rupees except when otherwise indicated.

#### 2.2 Basis of preparation and presentation

These financial statements for the year ended March 31, 2021 are the second financial statements, the Group has prepared in accordance with Ind AS.

The financial statements have been prepared on the historical cost basis, except for: (i) certain financial instruments that are measured at fair values at the end of each reporting period; (ii) defined benefit plans – plan assets that are measured at fair values at the end of each

reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Group has consistently applied the following accounting policies to all periods presented in these financial statements.

#### a) Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent Company, and its subsidiaries. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

The financial statements of the Group companies are consolidated on a line-by-line basis and intra-Group balances, transactions including unrealised gain / loss from such transactions and cash flows relating to transactions between members of the Group are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group.

#### b) Current versus non-current classification

Assets and Liabilities are classified as current or non – current, inter-alia considering the normal operating cycle of the company's operations and the expected realization/ settlement thereof within 12 months after the Balance Sheet date.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

#### c) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

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

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

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

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

## d) Revenue recognition

Ind AS 115 has become effective which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognized. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The Group has adopted Ind AS 115 using the cumulative effect method. The effect of initially applying this standard is recognized at the date of initial application.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Group expects to receive in exchange for those products or services.

- o Revenue from time and material and job contracts is recognized on output basis measured by units delivered, efforts expended, number of transactions processed, etc.
- o Revenue related to fixed price maintenance and support services contracts where the Group is standing ready to provide services is recognized based on time elapsed mode and revenue is straight lined over the period of performance.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Expenses reimbursed by customers during the project execution are recorded as reduction to associated costs. Revenue also excludes taxes collected from customers.

Contract assets are recognized when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled revenue (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned revenue ("contract liability") is recognized when there are billings in excess of revenues.

The billing schedules agreed with customers include periodic performance based payments and/or milestone based progress payments. Invoices are payable within contractually agreed credit period.

In accordance with Ind AS 37, the Group recognizes an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

The Group disaggregates revenue from contracts with customers by geography and business verticals.

### Use of significant judgments in revenue recognition

- o The Group's contracts with customers could include promises to transfer multiple products and services to a customer. The Group assesses the products/ services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgment to determine the deliverables and the ability of the customer to benefit independently from such deliverables.
- o Judgment is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.
- o The Group uses judgment to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Group uses the expected cost plus margin approach to allocate the transaction price to each distinct performance obligation.
- o The Group exercises judgment in determining whether the performance obligation is satisfied

at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

- o Revenue for fixed-price contracts is recognized using percentage-of-completion method. The Group uses judgment to estimate the future cost-to-completion of the contracts which is used to determine the degree of the completion of the performance obligation.

**Royalties:** Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement (provided that it is probable that economic benefits will flow to the Group and the amount of revenue can be measured reliably). Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

**Interest:** Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest applicable. Interest income is included under the head "Other income" in the statement of profit & loss account.

**Dividends:** Dividend income is recognised when the Group's right to receive dividend is established by the balance sheet date.

### e) Income Tax.

Income tax expense consists of current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised in OCI or directly in equity, in which case it is recognised in OCI or directly in equity respectively

#### i. Current income tax

Current tax is the expected tax payable on the taxable profit for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability



# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

simultaneously. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

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

## ii. Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries and interests in joint ventures when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

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

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability

in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

- In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

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

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

## f) Property, plant and equipment

Plant and equipment is stated at cost of acquisition or constructions including attributable borrowing cost till such assets are ready for their intended use, less of accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition for the aforesaid purpose comprises its purchase price,

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

including import duties and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use, net of trade discounts, rebates and credits received if any.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Property Plant and equipment are eliminated from financial statements, either on disposal or when retired from active use. Losses arising in case of retirement of Property, Plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in statement of profit and loss in the year of occurrence.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year and adjusted prospectively, if appropriate,

Depreciation is provided as per useful life prescribed by Schedule II of the Companies Act, 2013 on Straight Line Method on Plant and Machinery and on Written Down Value Method on other Tangible PPE.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets. Useful lives used by the Company are same as prescribed rates prescribed under Schedule II of the Companies Act 2013. The range of useful lives of the property, plant and equipment are as follows:

| Particulars                 | Useful Lives |
|-----------------------------|--------------|
| Buildings Equipment's       | 30 years     |
| Plant and Equipment's       | 15 years     |
| Other Plant and Equipment's | 30 years     |
| Computer Software's         | 5 years      |
| Computers                   | 3 years      |
| Motor cars                  | 8 years      |
| Furniture & Fixtures        | 10 years     |
| Office Equipment's          | 5 years      |

Software for internal use, which is primarily acquired from third-party vendors and which is an integral part of a tangible asset, including consultancy charges for implementing the software, is capitalised as part of the related tangible asset. Subsequent costs associated with maintaining such software are recognised as expense as incurred. The capitalised costs are amortised over the lower of the estimated useful life of the software and the remaining useful life of the tangible fixed asset.

### g) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Intangible assets are amortised as follows: Software – 5 years

### h) Investments in the nature of equity in subsidiaries.

The Group has elected to recognise its investments in equity instruments in subsidiaries and associates at cost in the separate financial statements in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

### i) Investment properties

Investment properties comprise portions of office buildings and residential premises that are held for long-term rental yields and/or for capital appreciation. Investment properties are initially recognised at cost. Subsequently investment property comprising of building is carried at cost less accumulated depreciation and accumulated impairment losses.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Group depreciates them separately

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

based on their specific useful lives. All other repair and maintenance costs are recognised in profit and loss as incurred.

Depreciation on building is provided over the estimated useful lives as specified in Schedule II to the Companies Act, 2013. The residual values, useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each financial year end. The effects of any revision are included in the statement of profit and loss when the changes arise.

Though the group measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit and loss in the period of de-recognition.

## j) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the assets or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

## k) Non-current Asset held for sale.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised.

## l) Borrowing costs:

- a) Borrowing costs that are attributable to the acquisition, construction, or production of a qualifying asset are capitalised as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.
- b) All other borrowing costs are recognised as expense in the period in which they are incurred.

## m) Leases

The Group evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### The Group as a lessee :

The group enters into an arrangement for lease of land, buildings, plant and machinery including computer equipment and vehicles. Such arrangements are generally for a fixed period but may have extension or termination options. The group assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to

- a) control the use of an identified asset,
- b) obtain substantially all the economic benefits from use of the identified asset, and
- c) direct the use of the identified asset.

The group determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the group is reasonably certain to exercise that option.

The group at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the group recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful life of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Group applies Ind AS 36 to determine whether an RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.

For lease liabilities at the commencement of the lease, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted

using the interest rate implicit in the lease, if that rate can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the group would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The group recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the group recognizes any remaining amount of the re-measurement in statement of profit and loss. Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

### The Group as a lessor

Leases under which the group is a lessor are classified as finance or operating leases. Lease contracts where all the risks and rewards are substantially transferred to the lessee, the lease contracts are classified as finance leases. All other leases are classified as operating leases. For leases under which the group is an intermediate lessor, the group accounts for the head-lease and the sub-lease as two separate contracts. The sub-lease is further classified either as a finance lease or an operating lease by reference to the RoU asset arising from the head-lease.

### n) Inventories

Inventories consisting of raw materials and packing materials, work-in-progress, stock-in-trade and finished goods are measured at the lower of cost and net realisable value. The cost of all categories of inventories is based on the First In First Out (FIFO) method. Cost of raw materials and packing materials and stock-in-trade comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct material, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

business, less the estimated costs of completion and costs necessary to make the sale.

**o) Corporate Social Responsibility (CSR) Expenditure**

CSR spend are charged to the statement of profit and loss as an expense in the period they are incurred.

**p) Provisions, Contingent liabilities, Contingent assets and Commitments:**

Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**Contingent liability is disclosed in the case of:**

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible;
- A present obligation arising from past events, unless the probability of outflow of resources is remote.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

**q) Employee Benefits**

Retirement benefit in the form of provident fund, pension fund and superannuation fund are defined contribution schemes. The group has no obligation, other than the contribution payable to such schemes. The group recognises contribution payable to such schemes as an expense, when an employee renders the related service. If the contribution payable to the schemes for service received before the balance sheet

date exceeds the contribution already paid, the deficit payable to the schemes is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Liability for gratuity as at the year-end is provided on the basis of actuarial valuation.

Re-measurements, comprising of actuarial gains and losses and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs; and
- Net interest expense or income

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

**r) Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**i. Financial assets**

**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss,

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

transaction costs that are attributable to the acquisition of the financial asset.

### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost.
- Financial assets at fair value.

When assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e., fair value through profit or loss), or recognised in other comprehensive income (i.e., fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit and loss under fair value option.

- Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).
- Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit and loss under fair value option.

- Business model test: The financial asset is held within a business model whose objective is achieved by both collected contractual cash flows and selling financial instruments.
- Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

### Derecognition

When the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; it evaluates if and to what extent it has retained the risks and rewards of ownership.

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- Based on above evaluation, either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

### Impairment of financial assets

In accordance with Ind AS 109, the group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

#### a) Trade receivables that result from transactions that are within the scope of Ind AS 18

The application of simplified approach does not require the group to track changes in



# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected in the statement of profit and loss in other expenses. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, trade receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

## ii. Financial liabilities

### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortised cost, as appropriate.

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

The Group's financial liabilities include trade payables, lease obligations, and other payables.

### Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

The group has not designated any financial liability as at fair value through profit and loss.

### Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

### **Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

### **iii. Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### **s) Segment Accounting**

The company comprises of four reporting segments such as, trade division, coal division, paper division and waste division. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the chief operating decision maker.

### **t) Cash and cash equivalents**

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

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

### **u) Dividend distribution to equity holders**

The Group recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. A distribution in case of final dividend is authorised when it is approved by the shareholders. A corresponding amount is accordingly recognised directly in equity.

In case of interim dividend it is authorised when it is approved by the Board of Directors.

### **v) Foreign currencies:**

The Group's financial statements are presented in INR, which is also the Group's functional currency. For each entity the group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rates at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate.

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expense in the period in which they arise. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value denominated in a foreign currency, are translated using the exchange rate at the date when such fair value was determined. The gain or loss arising on translation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to translation difference (i.e., translation difference on items whose gain or loss is recognised in other comprehensive income or the statement of profit and loss is also recognised in other comprehensive income or the statement of profit and loss respectively).

### **w) Earnings per share**

The Group presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti-dilutive.

### **x) Significant accounting judgements, estimates and assumptions**

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

accompanying disclosures, and the disclosure of contingent assets and contingent liabilities. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

## a) Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

## b) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

## i. Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the Company's domicile.

## ii. Defined benefit plans (gratuity benefits)

The Company's obligation on account of gratuity and compensated absences is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

Further details about gratuity obligations are given in Refer Note.36

## iii. Intangible assets

Refer Point (f) of Note -2 for estimated useful lives of intangible assets. The carrying value of intangible assets has been disclosed at note 4.

## iv. Property, plant and equipment

Refer Point (e) of Note -2 for estimated useful lives of property, plant and equipment. The carrying value of property, plant and equipment has been disclosed at note 3.

## v. Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 37 and 38 for further disclosures.

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-3 PROPERTY, PLANT AND EQUIPMENT

| Particulars           | Leasehold Land | Freehold Land | Road  | Buildings | Tube Well | Furniture & Fixtures | Commercial Vehicles | Other Vehicles | Office Equipment | Computer & Printer | Plant & Machinery | Total     |
|-----------------------|----------------|---------------|-------|-----------|-----------|----------------------|---------------------|----------------|------------------|--------------------|-------------------|-----------|
| ₹ in Lakhs            |                |               |       |           |           |                      |                     |                |                  |                    |                   |           |
| <b>Cost*</b>          |                |               |       |           |           |                      |                     |                |                  |                    |                   |           |
| At March 31, 2019     | 19.13          | 185.70        | 11.76 | 1,155.77  | 0.31      | 104.00               | 2,586.78            | 434.39         | 97.12            | 53.30              | 5,381.34          | 10,029.61 |
| Additions             | -              | -             | -     | 196.97    | -         | 60.95                | 223.28              | 79.67          | 18.28            | 4.44               | 4,559.53          | 5,143.12  |
| Disposals             | -              | -             | -     | -         | -         | -                    | 164.91              | -              | -                | -                  | -                 | 164.91    |
| At March 31, 2020     | 19.13          | 185.70        | 11.76 | 1,352.73  | 0.31      | 164.95               | 2,645.15            | 514.07         | 115.40           | 57.74              | 9,940.88          | 15,007.81 |
| Additions             | -              | 278.52        | -     | -         | -         | 10.70                | 30.32               | 1.32           | 3.87             | 4.63               | 57.35             | 386.70    |
| Disposals             | -              | -             | -     | -         | -         | -                    | 518.39              | 28.70          | -                | -                  | -                 | 547.09    |
| At March 31, 2021     | 19.13          | 464.21        | 11.76 | 1,352.73  | 0.31      | 175.65               | 2,157.07            | 486.69         | 119.28           | 62.37              | 9,998.22          | 14,847.42 |
| Depreciation          | -              | -             | -     | -         | -         | -                    | -                   | -              | -                | -                  | -                 | -         |
| At March 31, 2019     | 2.87           | -             | -     | 240.08    | 0.30      | 80.16                | 1,146.89            | 267.85         | 74.49            | 45.04              | 1,015.34          | 2,873.03  |
| Charge for the year   | 0.32           | -             | 3.04  | 66.73     | -         | 9.10                 | 319.69              | 57.67          | 10.19            | 5.84               | 527.51            | 1,000.10  |
| Disposals             | -              | -             | -     | -         | -         | -                    | 139.32              | -              | -                | -                  | -                 | 139.32    |
| At March 31, 2020     | 3.19           | -             | 3.04  | 306.82    | 0.30      | 89.26                | 1,327.26            | 325.52         | 84.68            | 50.88              | 1,542.85          | 3,733.81  |
| Charge for the year   | 0.32           | -             | 2.26  | 69.00     | -         | 21.03                | 257.94              | 57.93          | 10.88            | 4.34               | 650.60            | 1,074.30  |
| Disposals             | -              | -             | -     | -         | -         | -                    | 457.40              | 27.19          | -                | -                  | -                 | 484.60    |
| At March 31, 2021     | 3.51           | -             | 5.30  | 375.82    | 0.30      | 110.29               | 1,127.80            | 356.26         | 95.56            | 55.22              | 2,193.45          | 4,323.50  |
| <b>Net book value</b> |                |               |       |           |           |                      |                     |                |                  |                    |                   |           |
| As at March 31, 2019  | 16.26          | 185.70        | 11.76 | 915.68    | 0.02      | 23.84                | 1,439.88            | 166.54         | 22.64            | 8.26               | 4,366.00          | 7,156.58  |
| As at March 31, 2020  | 15.94          | 185.70        | 8.71  | 1,045.92  | 0.02      | 75.69                | 1,317.89            | 188.54         | 30.73            | 6.86               | 8,398.02          | 11,274.01 |
| As at March 31, 2021  | 15.62          | 464.21        | 6.46  | 976.91    | 0.02      | 65.36                | 1,029.27            | 130.43         | 23.72            | 7.15               | 7,804.77          | 10,523.92 |

\* For property, plant and equipment existing as on the date of transition to Ind AS, i.e., April 01, 2018, the Company has used IGAAP carrying value as deemed costs.

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE-4 INTANGIBLE ASSETS

| ₹ in Lakhs                  |                   |              |              |
|-----------------------------|-------------------|--------------|--------------|
| Particulars                 | COMPUTER SOFTWARE | GOODWILL     | Total        |
| <b>Cost*</b>                |                   |              |              |
| <b>At March 31, 2019</b>    | <b>18.21</b>      | <b>62.38</b> | <b>80.59</b> |
| Additions                   | 0.99              | -            | 0.99         |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2020</b>    | <b>19.20</b>      | <b>62.38</b> | <b>81.58</b> |
| Additions                   | -                 | -            | -            |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2021</b>    | <b>19.20</b>      | <b>62.38</b> | <b>81.58</b> |
| <b>Depreciation</b>         |                   |              |              |
| <b>At March 31, 2019</b>    | <b>7.79</b>       | <b>21.83</b> | <b>29.62</b> |
| Charge for the year         | 2.68              | 6.24         | 8.92         |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2020</b>    | <b>10.47</b>      | <b>28.07</b> | <b>38.54</b> |
| Charge for the year         | 3.53              | 6.24         | 9.77         |
| Disposals                   | -                 | -            | -            |
| <b>At March 31, 2021</b>    | <b>14.00</b>      | <b>34.31</b> | <b>48.30</b> |
| <b>Net book value</b>       |                   |              |              |
| <b>As at March 31, 2019</b> | <b>10.42</b>      | <b>40.55</b> | <b>50.97</b> |
| <b>As at March 31, 2020</b> | <b>8.73</b>       | <b>34.31</b> | <b>43.04</b> |
| <b>As at March 31, 2021</b> | <b>5.21</b>       | <b>28.07</b> | <b>33.28</b> |

## NOTE-5 CAPITAL WORK IN PROGRESS

| ₹ in Lakhs                  |                   |                 |                      |              |                      |                 |
|-----------------------------|-------------------|-----------------|----------------------|--------------|----------------------|-----------------|
| Particulars                 | Plant & Machinery | Power Plant     | Firesafety for Plant | Building     | Software Development | Total           |
| <b>Cost*</b>                |                   |                 |                      |              |                      |                 |
| <b>At March 31, 2019</b>    | <b>1,037.54</b>   | <b>2,744.55</b> | <b>6.91</b>          | <b>-</b>     | <b>9.46</b>          | <b>3,798.46</b> |
| Additions                   | 196.13            | 570.23          | 9.47                 | -            | 55.30                | 831.14          |
| Disposals                   | 1,162.21          | 3,314.78        | 16.38                | -            | -                    | 4,493.37        |
| <b>At March 31, 2020</b>    | <b>71.47</b>      | <b>0.00</b>     | <b>-</b>             | <b>-</b>     | <b>64.77</b>         | <b>136.23</b>   |
| Additions                   | 209.66            | -               | -                    | 12.07        | 120.15               | 341.89          |
| Disposals                   | -                 | -               | -                    | -            | -                    | -               |
| <b>At March 31, 2021</b>    | <b>281.13</b>     | <b>0.00</b>     | <b>-</b>             | <b>12.07</b> | <b>184.92</b>        | <b>478.12</b>   |
| <b>Net book value</b>       |                   |                 |                      |              |                      |                 |
| <b>As at March 31, 2019</b> | <b>1,037.54</b>   | <b>2,744.55</b> | <b>6.91</b>          | <b>-</b>     | <b>9.46</b>          | <b>3,798.46</b> |
| <b>As at March 31, 2020</b> | <b>71.47</b>      | <b>0.00</b>     | <b>-</b>             | <b>-</b>     | <b>64.77</b>         | <b>136.23</b>   |
| <b>As at March 31, 2021</b> | <b>281.13</b>     | <b>0.00</b>     | <b>-</b>             | <b>12.07</b> | <b>184.92</b>        | <b>478.12</b>   |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 6 RIGHT TO USE ASSET

| ₹ in Lakhs                  |                  |               |               |
|-----------------------------|------------------|---------------|---------------|
| Particulars                 | SECURITY DEPOSIT | ** BUILDINGS  | Total         |
| <b>Cost*</b>                |                  |               |               |
| <b>At March 31, 2019</b>    | <b>109.76</b>    | <b>-</b>      | <b>109.76</b> |
| Additions                   | 9.26             | 503.50        | 512.76        |
| Disposals                   | -                | -             | -             |
| <b>At March 31, 2020</b>    | <b>119.02</b>    | <b>503.50</b> | <b>622.52</b> |
| Additions                   | -                | 133.12        | 133.12        |
| Disposals                   | 20.35            | -             | 20.35         |
| <b>At March 31, 2021</b>    | <b>98.67</b>     | <b>636.62</b> | <b>735.29</b> |
| <b>Depreciation</b>         |                  |               |               |
| <b>At March 31, 2019</b>    | <b>17.94</b>     | <b>-</b>      | <b>17.94</b>  |
| Charge for the year         | 30.69            | 147.97        | 178.67        |
| Disposals                   | -                | -             | -             |
| <b>At March 31, 2020</b>    | <b>48.63</b>     | <b>147.97</b> | <b>196.60</b> |
| Charge for the year         | 31.34            | 169.64        | 200.98        |
| Disposals                   | -                | -             | -             |
| <b>At March 31, 2021</b>    | <b>79.97</b>     | <b>317.62</b> | <b>397.58</b> |
| <b>Net book value</b>       |                  |               |               |
| <b>As at March 31, 2019</b> | <b>91.82</b>     | <b>-</b>      | <b>91.82</b>  |
| <b>As at March 31, 2020</b> | <b>70.39</b>     | <b>355.53</b> | <b>425.92</b> |
| <b>As at March 31, 2021</b> | <b>18.71</b>     | <b>319.00</b> | <b>337.71</b> |

\*\* Also refer note no 31

### NOTE- 7 OTHER FINANCIAL ASSETS (Unsecured, considered good)

| ₹ in Lakhs                        |                |                 |                |                |
|-----------------------------------|----------------|-----------------|----------------|----------------|
| Particulars                       | Non - Current  |                 | Current        |                |
|                                   | March 31, 2021 | March 31, 2020  | March 31, 2021 | March 31, 2020 |
| <b>Unsecured, considered good</b> |                |                 |                |                |
| Security Deposits                 | 223.67         | 1,975.81        | -              | -              |
| <b>Total</b>                      | <b>223.67</b>  | <b>1,975.81</b> | <b>-</b>       | <b>-</b>       |



## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-8 OTHER ASSETS

| Particulars                            | Non - Current  |                | Current        |                |
|--|----------------|----------------|----------------|----------------|
|  | March 31, 2021 | March 31, 2020 | March 31, 2021 | March 31, 2020 |
|  | ₹ in Lakhs     |                |                |                |
| Deposits with Sales Tax Department     | 0.25           | -              | -              | -              |
| Gratuity Fund                          | 11.48          | 9.01           | -              | -              |
| Trade Receivables                      | -              | -              | -              | -              |
| Insurance Claim Receivable             | -              | -              | 53.15          | 50.95          |
| Deffered Premium on Forward Contract   | -              | -              | -              | -              |
| Other Current Aseets                   | -              | -              | 2.42           | 16.05          |
| Prepaid Expenses                       | -              | -              | 92.57          | 81.86          |
| Interest Accrued on Advance & Deposits | -              | -              | 4.48           | 4.24           |
| <b>Total</b>                           | <b>11.73</b>   | <b>9.01</b>    | <b>152.62</b>  | <b>153.10</b>  |

### NOTE-9 INVENTORIES

| Particulars    | March 31, 2021  | March 31, 2020  |
|----------------|-----------------|-----------------|
|                | ₹ in Lakhs      |                 |
| Raw Material   | 5,856.72        | 3,451.92        |
| Finished Goods | 404.85          | 230.96          |
| Traded Goods   | 1,737.05        | 2,587.75        |
| <b>Total</b>   | <b>7,998.62</b> | <b>6,270.64</b> |

### NOTE-10 SHORT TERM LOANS & ADVANCES

| Particulars                          | March 31, 2021  | March 31, 2020  |
|--------------------------------------|-----------------|-----------------|
|                                      | ₹ in Lakhs      |                 |
| <b>Unsecured, considered good</b>    |                 |                 |
| Advance To Suppliers                 | 118.92          | 157.68          |
| Advance for Capital Assets           | 889.86          | 1,029.88        |
| Loans & Advance to Employees         | 159.06          | 129.76          |
| Balances with Government Authorities | 965.11          | 1,391.34        |
| Other Advances                       | 174.50          | 23.74           |
| <b>Total</b>                         | <b>2,307.44</b> | <b>2,732.40</b> |

### NOTE-11 TRADE RECEIVABLES

| Particulars                       | March 31, 2021   | March 31, 2020   |
|-----------------------------------|------------------|------------------|
|                                   | ₹ in Lakhs       |                  |
| <b>Unsecured, considered good</b> |                  |                  |
| - Other Trade Receivables         | 11,962.12        | 11,644.99        |
| <b>Total</b>                      | <b>11,962.12</b> | <b>11,644.99</b> |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-12 CASH & CASH EQUIVALENTS

| Particulars                         | ₹ in Lakhs      |                 |
|-------------------------------------|-----------------|-----------------|
|                                     | March 31, 2021  | March 31, 2020  |
| Cash on hand                        | 1,834.88        | 525.96          |
| <b>Cash &amp; Cash equivalents:</b> |                 |                 |
| - Current Account                   | 122.76          | 27.64           |
| - Travellers Card                   | -               | 1.48            |
| <b>Total of Cash on hand</b>        | <b>1,957.64</b> | <b>555.08</b>   |
| <b>Bank Balance</b>                 |                 |                 |
| - Deposits with State Bank of India | 508.47          | 556.92          |
| - Deposits with Axis Bank Ltd       | 258.00          | 282.41          |
| - Deposits with ICICI Bank Ltd      | 5.00            | 56.56           |
| <b>Total of Balances with Bank</b>  | <b>771.46</b>   | <b>895.89</b>   |
| <b>Grand Total</b>                  | <b>2,729.10</b> | <b>1,450.97</b> |

### NOTE- 13 FINANCIAL LIABILITIES

#### NOTE- 13.1 BORROWINGS

| Particulars  | ₹ in Lakhs      |                 |
|--|-----------------|-----------------|
|  | March 31, 2021  | March 31, 2020  |
| <b>Non-current borrowings</b>  |                 |                 |
| <b>(a) Secured Loans</b>   |                 |                 |
| Term Loan from Banks [Refer Annexure 13.1 (A)]   | 7,359.42        | 1,198.79        |
| Term Loan from Non Banking Financial Institutions [Refer Annexure 13.1 (A)]  | 13.50           | 5,233.35        |
| <b>(b) Unsecured Loans</b>   |                 |                 |
| Term Loan from Directors, Relatives & Shareholders   | -               | -               |
| Term Loan from Banks [Refer Annexure 13.1 (A)]   | 24.56           | 57.42           |
| Term Loan from Non Banking Financial Institutions [Refer Annexure 13.1 (A)]  | 73.93           | 192.74          |
| From Others  | 526.59          | 787.49          |
| <b>Total non-current borrowings</b>  | <b>7,998.01</b> | <b>7,469.79</b> |
| <b>Current Borrowings</b>  |                 |                 |
| <b>Working Capital Loans from bank repayable on demand</b>   |                 |                 |
| State Bank of India - SLC  | 297.03          | 297.03          |
| State Bank of India - CC   | 3,746.09        | 4,673.80        |
| (This credit Facility is secured by way of 1st Pari Passu charge by way of hypothecation over Stock, receivables and other chargeable current assets (present and future) of the company with other consortium lender and immovable properties by way of 1st pari passu charge with the consortium lender, of the company & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives) |                 |                 |
| AXIS BANK CCA/C VAPI   | 34.33           | 377.44          |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

| Particulars   | March 31, 2021   | March 31, 2020   |
|---|------------------|------------------|
| (This credit Facility is secured by way of hypothecation of company's entire stocks, book debts & receivables (present and future), ranking pari passu with other participating bank of consortium and first charge, ranking pari passu with other participating banks by way of equitable mortgage of immovable properties of the company & that of Directors and their relatives (as collateral security by way of equitable mortgage) and by the guarantees of director and their relatives) |                  |                  |
| <b>Total current borrowings</b>   | <b>4,077.45</b>  | <b>5,348.27</b>  |
| <b>GRAND TOTAL</b>  | <b>12,075.46</b> | <b>12,818.06</b> |

### NOTE- 13.2 LEASE LIABILITIES

| ₹ in Lakhs                        |                |                |
|-----------------------------------|----------------|----------------|
| Particulars                       | March 31, 2021 | March 31, 2020 |
| Lease Liabilities( Refer note 31) | 348.81         | 386.73         |
| <b>Total</b>                      | <b>348.81</b>  | <b>386.73</b>  |

### NOTE- 14 PROVISIONS

| ₹ in Lakhs                         |                |                |                |                |
|------------------------------------|----------------|----------------|----------------|----------------|
| Particulars                        | Non - Current  |                | Current        |                |
|                                    | March 31, 2021 | March 31, 2020 | March 31, 2021 | March 31, 2020 |
| <b>Long Term Provisions</b>        |                |                |                |                |
| <b>For Employees' Benefits</b>     |                |                |                |                |
| Gratuity Fund                      | -              | -              | -              | -              |
| <b>Total long term provisions</b>  | <b>-</b>       | <b>-</b>       | <b>-</b>       | <b>-</b>       |
| <b>Short Term Provisions</b>       |                |                |                |                |
| Provision for Employee Benefits:   | -              | -              | 153.89         | 147.34         |
| <b>Other Provisions:</b>           |                |                |                |                |
| For Taxation                       | -              | -              | 275.78         | 376.60         |
| For Expenses                       | -              | -              | 39.98          | 92.74          |
| <b>Total short term provisions</b> | <b>-</b>       | <b>-</b>       | <b>469.65</b>  | <b>616.68</b>  |

### NOTE-15 DEFERRED TAX LIABILITIES (NET)

| ₹ in Lakhs                             |                |                |
|--|----------------|----------------|
| Particulars                            | March 31, 2021 | March 31, 2020 |
| On Fixed Asset                         | 663.83         | 612.23         |
| On account of non deductible expenses  | (4.00)         | (22.64)        |
| On account of other timing differences | (8.62)         | (20.33)        |
| <b>Total</b>                           | <b>651.21</b>  | <b>569.26</b>  |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 16 OTHER LIABILITIES

₹ in Lakhs

| Particulars                                | Non - Current  |                | Current         |                 |
|--|----------------|----------------|-----------------|-----------------|
|  | March 31, 2021 | March 31, 2020 | March 31, 2021  | March 31, 2020  |
| <b>Non- current Liabilities</b>            |                |                |                 |                 |
| Long Term Trade Payables                   | -              | -              | -               | -               |
| <b>Total non - current liabilities</b>     | -              | -              | -               | -               |
| <b>Current Liabilities</b>                 |                |                |                 |                 |
| Current maturities of Long-term borrowings | -              | -              | 1,699.15        | 1,539.08        |
| Interest accrued and due on borrowings     | -              | -              | 100.00          | 124.82          |
| Advance Recd for Sale of Assets            | -              | -              | -               | -               |
| Advance received from Customers            | -              | -              | 293.49          | 25.00           |
| Payable towards purchase of Fixed Assets   | -              | -              | 87.94           | 270.62          |
| Payable towards Statutory Liabilities      | -              | -              | 317.59          | 196.41          |
| Other Current Liabilities                  | -              | -              | 3.61            | 34.50           |
| <b>Total</b>                               | -              | -              | <b>2,501.77</b> | <b>2,190.43</b> |

### NOTE- 17 TRADE PAYABLES

₹ in Lakhs

| Particulars   | March 31, 2021  | March 31, 2020  |
|---|-----------------|-----------------|
| Total outstanding dues of micro enterprises and small enterprises; and [Refer note 17.1]  | 376.72          | 102.84          |
| Total outstanding dues of creditors other than micro enterprises and small enterprises  | 6,456.72        | 6,487.66        |
| <b>Total</b>  | <b>6,833.45</b> | <b>6,590.50</b> |
| <b>NOTE- 17.1 MICRO, SMALL AND MEDIUM CREDITORS</b>   |                 |                 |
| a) the principal amount remaining unpaid to any supplier at the end of each accounting year;  | 376.72          | -               |
| b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;   |                 |                 |
| c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;   | 2.15            | -               |
| d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.  | -               | -               |
| The above Disclosure in respect of amount payable to such Enterprises as at 31st March, 2020, has been made in the Financial statement based on information received and available with the Company. Further in view of the management the impact of Interest, if any, that may be payable in accordance with the provision of Act is not expected to be material. The Company has not received any claim for Interest from any MSME Supplier registered under the said MSME Act. | -               | -               |

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 18 REVENUE FROM OPERATIONS

| Particulars                        | ₹ in Lakhs       |                  |
|------------------------------------|------------------|------------------|
|                                    | March 31, 2021   | March 31, 2020   |
| Sale of Finished Goods             | 28,452.78        | 23,871.11        |
| Sale of Traded Goods               | 27,625.95        | 34,705.25        |
| Revenue from Provision of Services | 11,539.79        | 17,423.46        |
| <b>Total</b>                       | <b>67,618.52</b> | <b>75,999.82</b> |

## NOTE- 19 OTHER INCOME

| Particulars                          | ₹ in Lakhs     |                |
|--------------------------------------|----------------|----------------|
|                                      | March 31, 2021 | March 31, 2020 |
| Interest Income                      | 46.56          | 162.92         |
| Rent Income                          | (1.49)         | 8.85           |
| Profit on Sale of Assets             | 13.41          | 4.87           |
| Foreign Exchange Gain/Loss           | 81.85          | 39.89          |
| Other Income                         | 1.84           | 3.32           |
| Interest Income on Deposit           | 32.97          | -              |
| Interest Income on Trade Receivables | 1.93           | -              |
| Interest Income on Staff Advance     | 2.39           | -              |
| <b>Total</b>                         | <b>179.46</b>  | <b>219.84</b>  |

## NOTE- 20 COST OF RAW MATERIALS, COMPONENTS AND STORES CONSUMED

| Particulars                         | ₹ in Lakhs       |                  |
|-------------------------------------|------------------|------------------|
|                                     | March 31, 2021   | March 31, 2020   |
| Opening Stock of Raw Material       | 3,451.92         | 2,096.41         |
| Add: Purchase of Raw Material       | 22,507.09        | 14,336.23        |
|                                     | <b>25,959.02</b> | <b>16,432.64</b> |
| Less: Closing Stock of Raw Material | 5,856.72         | 3,451.92         |
| <b>Raw Material Consumed</b>        | <b>20,102.30</b> | <b>12,980.71</b> |
| Boiler Operation Charges            | 112.34           | 84.53            |
| Clearing & Forwarding Charges       | 134.24           | 4.47             |
| Custom Duty                         | 0.50             | 0.76             |
| Freight                             | 735.18           | 673.20           |
| Other Import Expenses               | 624.50           | 525.34           |
| Repairs & Maintenance               | 210.88           | 203.24           |
| Power & Fuel                        | 349.43           | 672.70           |
| <b>Total</b>                        | <b>22,269.36</b> | <b>15,144.94</b> |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 21 PURCHASE OF TRADED GOODS

| Particulars             | ₹ in Lakhs       |                  |
|-------------------------|------------------|------------------|
|                         | March 31, 2021   | March 31, 2020   |
| Coal                    | 18,150.69        | 21,578.82        |
| Waste Paper             | 2,019.29         | 4,842.64         |
| Petcoke                 | 4,912.08         | 8,932.00         |
| Diesel                  | 503.60           | 209.18           |
| Others                  | -                | 1.10             |
| Freight Inwards         | 959.39           | 814.93           |
| Custom and Port Charges | 598.49           | -                |
| <b>Total</b>            | <b>27,143.55</b> | <b>36,378.67</b> |

### NOTE- 22 OPERATIONAL EXPENSES RELATING TO PROVISION OF SERVICES

| Particulars                     | ₹ in Lakhs       |                  |
|---------------------------------|------------------|------------------|
|                                 | March 31, 2021   | March 31, 2020   |
| Relating to Lorry Hire Business | 10,473.59        | 15,570.30        |
| Port Service Charges            | -                | 595.44           |
| <b>Total</b>                    | <b>10,473.59</b> | <b>16,165.74</b> |

### NOTE-23 CHANGES IN INVENTORIES OF STOCK IN TRADE

| Particulars               | ₹ in Lakhs      |                 |
|---------------------------|-----------------|-----------------|
|                           | March 31, 2021  | March 31, 2020  |
| <b>Opening Stock</b>      |                 |                 |
| (a) <b>Stock in Trade</b> |                 |                 |
| Traded Goods              | 2,587.75        | 2,200.32        |
| Finished Goods            | 230.96          | 498.77          |
| <b>Sub- Total</b>         | <b>2,818.72</b> | <b>2,699.09</b> |
| <b>Closing Stock</b>      |                 |                 |
| (a) <b>Stock in Trade</b> |                 |                 |
| Traded Goods              | 1,737.05        | 2,587.75        |
| Finished Goods            | 404.85          | 230.96          |
| <b>Sub- Total</b>         | <b>2,141.90</b> | <b>2,818.72</b> |
| <b>Total</b>              | <b>676.82</b>   | <b>(119.63)</b> |

### NOTE- 24 EMPLOYEE BENEFIT EXPENSES

| Particulars                                   | ₹ in Lakhs      |                 |
|---|-----------------|-----------------|
|   | March 31, 2021  | March 31, 2020  |
| Salaries, Wages and Bonus                     | 1,122.14        | 1,530.02        |
| Director Remuneration                         | 115.00          | 209.37          |
| Contribution to ESIC                          | 5.41            | 7.02            |
| Contribution to Gratuity Fund [Refer note 36] | 22.25           | 20.78           |
| Contribution to Provident Fund                | 48.28           | 53.73           |
| Staff Welfare Expense                         | 16.32           | 57.90           |
| <b>Total</b>                                  | <b>1,329.39</b> | <b>1,878.82</b> |



# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 25 FINANCE COST

| Particulars                  | ₹ in Lakhs      |                 |
|------------------------------|-----------------|-----------------|
|                              | March 31, 2021  | March 31, 2020  |
| Interest Expense             | 1,463.45        | 1,547.64        |
| Other Borrowing costs        | 427.46          | 542.12          |
| Interest Expense-Creditors   | -               | 1.33            |
| Interest Expense- Lease Rent | 42.05           | 46.21           |
| <b>Total</b>                 | <b>1,932.96</b> | <b>2,137.30</b> |

## NOTE - 26 OTHER EXPENSES

| Particulars                                | ₹ in Lakhs      |                 |
|--|-----------------|-----------------|
|  | March 31, 2021  | March 31, 2020  |
| Auditor's Remuneration [ Refer note 27]    | 10.85           | 1.02            |
| Commission                                 | 136.52          | 121.28          |
| Contribution to political party            | -               | 3.00            |
| Donation                                   | 2.31            | 10.77           |
| CSR Expenditure [ Refer note 28]           | 40.92           | 46.00           |
| Bad Debts                                  | 14.06           | -               |
| Freight on Sale                            | 29.69           | 44.56           |
| Insurance Exp                              | 114.00          | 92.94           |
| Premium on Forward Contract                | 1.70            | 10.38           |
| Rates & Taxes                              | 21.41           | 8.79            |
| Repairs and Maintenance                    | 203.16          | 347.68          |
| Interest on delayed payment of taxes       | 39.01           | 14.57           |
| Rent Expense                               | 8.70            | 56.38           |
| Legal and Professional Fees                | 119.18          | 77.28           |
| GST ITC Reversal                           | 22.46           | 12.10           |
| Selling and Distribution Expenses          | 50.35           | 52.69           |
| Discount                                   | 267.39          | 192.99          |
| Power & Fuel                               | 112.80          | 126.42          |
| Travelling & Conveyance Expenses           | 12.91           | 22.69           |
| Travelling & Conveyance Expenses (Foreign) | -               | 3.08            |
| Telephone & Interenet Expenses             | 13.37           | 12.93           |
| Other Expenses                             | 181.96          | 172.27          |
| <b>Total</b>                               | <b>1,402.75</b> | <b>1,429.82</b> |

## NOTE- 27 AUDITOR'S REMUNERATION

| Particulars                                | ₹ in Lakhs     |                |
|--|----------------|----------------|
|  | March 31, 2021 | March 31, 2020 |
| (I) Payment to the auditor's comprises of: |                |                |
| For Statutory Audit                        | 0.75           | 0.75           |
| <b>TOTAL</b>                               | <b>0.75</b>    | <b>0.75</b>    |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 28 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY

The particulars of CSR expenditure are as follows:

(a) Gross amount required to be spent by the company during the year is ₹ 40.82Lacs( Previous year: Rs 37.80 lacs)

(b) Amount spent during the year is ₹ 40.92 lacs (Previous year 46.00 lacs)

| Particulars  | Disclosed under | 2020-21      |                |              | 2019-20      |                |              |
|--|-----------------|--------------|----------------|--------------|--------------|----------------|--------------|
|  |                 | Paid         | Yet to be paid | Total        | Paid         | Yet to be paid | Total        |
| Construction/acquisition of assets charged to the statement of profit and loss |                 |              |                |              |              |                |              |
| For purpose other than (i) above   | Note 26         | 40.92        | -              | 40.92        | 46.00        | -              | 46.00        |
| <b>Total</b>   |                 | <b>40.92</b> | <b>-</b>       | <b>40.92</b> | <b>46.00</b> | <b>-</b>       | <b>46.00</b> |

### NOTE- 29 INCOME TAX RECONCILIATION

The major components of income tax expense for the years ended March 31, 2021 and March 31, 2020 are:

(a) Tax Expense recognised in Statement of profit and Loss comprises

| Particulars   | ₹ in Lakhs     |                |
|---|----------------|----------------|
|   | March 31, 2021 | March 31, 2020 |
| <b>Current income tax:</b>  |                |                |
| Current income tax charge   | 275.42         | 375.72         |
| <b>Deferred tax:</b>  |                |                |
| Relating to origination and reversal of temporary differences         | 80.36          | 165.78         |
| <b>Income tax expense reported in the statement of profit or loss</b> | <b>355.77</b>  | <b>541.50</b>  |

(b) Deferred tax related to items recognised in OCI during the year:

| Particulars  | ₹ in Lakhs     |                |
|--|----------------|----------------|
|  | March 31, 2021 | March 31, 2020 |
| Net loss/(gain) on remeasurements of defined benefit plans | (1.60)         | (0.52)         |
| <b>Income tax charged to OCI</b>                           | <b>(1.60)</b>  | <b>(0.52)</b>  |

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2021 and March 31, 2020:

| Particulars   | ₹ in Lakhs     |                |
|---|----------------|----------------|
|   | March 31, 2021 | March 31, 2020 |
| Accounting profit before income tax   | 1,264.21       | 2,011.42       |
| Tax on accounting profit at statutory income tax rate 25.17% (March 31, 2021: ] | 318.20         | 506.28         |
| Non-deductible expenses for tax purposes:                                       | 8.00           | 18.95          |
| Disallowance u/s 40(i) (a)  | -              | 5.79           |
| Tax effect of other non-deductible expenses/(non-taxable income)                | (1,234.64)     | 10.47          |
| <b>Tax expense reported in the statement of profit or loss</b>                  | <b>355.77</b>  | <b>541.50</b>  |

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

## (d) Components of Deferred tax assets/ ( Liabilities ) recognised in Balance sheet and Statement of profit and loss

₹ in Lakhs

| Particulars   | Balance sheet           |                         | Statement of Profit and Loss |                         |
|---|-------------------------|-------------------------|------------------------------|-------------------------|
|   | As at March<br>31, 2021 | As at March<br>31, 2020 | As at March<br>31, 2021      | As at March<br>31, 2020 |
| Difference between Book depreciation and tax depreciation | 663.83                  | 612.23                  | 168.44                       | 148.70                  |
| On account of non deductible expenses                     | (4.00)                  | (22.64)                 | 18.64                        | (13.17)                 |
| On account of other timing differences                    | (8.62)                  | (20.33)                 | 11.71                        | 30.77                   |
| On account of other comprehensive income                  | -                       | -                       | (1.60)                       | (0.52)                  |
| <b>Deferred Tax Income / (Expense )</b>                   | <b>-</b>                | <b>-</b>                | <b>197.20</b>                | <b>165.78</b>           |
| <b>Net Deferred Tax Asset / ( Liabilities )</b>           | <b>651.21</b>           | <b>569.26</b>           | <b>-</b>                     | <b>-</b>                |

## (e) Reconciliation of deferred tax liabilities (net):

₹ in Lakhs

| Particulars   | March 31, 2021 | March 31, 2020 |
|---|----------------|----------------|
| <b>Opening balance as at 1st April</b>                | 569.26         | 402.96         |
| Tax (Income)/ Expense during the period recognised in |                |                |
| (i) Statement of Profit and loss in profit and loss   | 80.36          | 165.78         |
| (ii) Statement of Other Comprehensive Income          | 1.60           | 0.52           |
| <b>Closing balance as at 31st March</b>               | <b>651.21</b>  | <b>569.26</b>  |

## NOTE - 30 EARNINGS PER SHARE

Basic earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

₹ in Lakhs

| Particulars   | March 31, 2021 | March 31, 2020 |
|---|----------------|----------------|
| Profit after tax attributable to equity shareholders                  | 928.75         | 1,470.04       |
| Weighted average number of equity shares for basic EPS (No. in lakhs) | 295.97         | 295.97         |
| <b>Earnings per Share (Basic/ Diluted)</b>                            | <b>3.14</b>    | <b>4.97</b>    |

## NOTE- 31 LEASES

### 31.1 Amounts recognised in Balance Sheet

₹ in Lakhs

| Particulars                    | As at<br>31st March, 2021 | As at<br>31st March, 2020 |
|--------------------------------|---------------------------|---------------------------|
| <b>(i) Right to use Assets</b> |                           |                           |
| Buildings                      | 319.00                    | 355.53                    |
| <b>Total</b>                   | <b>319.00</b>             | <b>355.53</b>             |
| <b>(ii) Lease Liabilities</b>  |                           |                           |
|                                | 348.81                    | 386.73                    |
| <b>Total</b>                   | <b>348.81</b>             | <b>386.73</b>             |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### 31.2 Amounts recognised in the statement of profit and loss

| Particulars                                       | ₹ in Lakhs                             |  |
|---|--|--|
|   | For the year ended<br>31st March, 2021 | For the year ended<br>31st March, 2020 |
| (i) Depreciation and amortisation expense         |  |  |
| Buildings   | 169.64                                 | 147.97                                 |
| (ii) Interest Expenses (included in finance cost) | 42.05                                  | 46.21                                  |
| (iii) Expenses relating to lease payments*        | 213.09                                 | 162.99                                 |

\* Expenses relating to lease payments has been accounted for applying paragraph 6 of Ind AS 116- Leases and accordingly recognised as expense in the statement of profit and loss.

### 31.3 The impact on the statement of profit and loss for the year ended 31st March, 2020 is as below

| Particulars               | ₹ in Lakhs                             |  |
|---------------------------|--|--|
|                           | For the year ended<br>31st March, 2021 | For the year ended<br>31st March, 2020 |
| Rent is lower by          | 213.09                                 | 162.99                                 |
| Depreciation is higher by | 169.64                                 | 147.97                                 |
| Finance cost is higher by | 42.05                                  | 46.21                                  |

The company has discounted lease payments @ 10% p.a

### 31.4 Additional information on extension / termination options.

Extension and termination options are included in a number of property lease arrangements of the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable based on mutual consent of the Company and respective lessors.

## NOTE- 32 RELATED PARTY TRANSACTIONS

### (i) Details of Related Party

| Particulars  | Name of the Party  |
|--|--|
| <b>Subsidiary Companies</b>  | Maheshwari Logistics (India) LLP   |
| <b>Enterprise over which the key managerial personnel or relatives of key managerial personnel has significant influence</b> | Maheshwari Brothers, Mahesh Roadways and Maheshwari Developers (Proprietorship of Neeraj Maheshwari) |
|  | Star Developers (Vinay Maheshwari is Partner)  |
|  | Maheshwari Infotech LLP (Vinay Maheshwari is Designated Partner)                                     |
|  | Daman Ganga Eco Industrial Park (Neeraj Maheshwari is Partner)                                       |
|  | Daman Ganga Projects (Neeraj Maheshwari is Partner)  |
|  | Palash Enterprise ( Proprietorship of Mukta Maheshwari)  |
|  | Shubham Enterprise ( Proprietorship of Mahima Maheshwari)  |
|  | Raghav Agency ( Proprietorship of Manju Maheshwari)  |

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

| Particulars   | Name of the Party                                  |
|---|--|
| <b>Following companies cease to be related parties as are dissolved in March 2019</b> | Janpasand Synfab LLP                               |
|   | Tanpasand Textfab LLP                              |
|   | Sahara Commotrade LLP                              |
| <b>Enterprise in which Key Managerial Person are Common:</b>                          | Maya Texturisers Pvt Ltd                           |
|   | Disha Resources Limited                            |
|   | Samarth Finstock Limited                           |
| <b>Key Managerial Personnel</b>   | Varun Krishnaawtar Kabra (Managing Director)       |
|   | Vinay Maheshwari (Chairman)                        |
|   | Amit Maheshwari (Whole Time Director)              |
|   | Mukta Maheshwari (Director)                        |
|   | Mayadevi Krishnaawtar Kabra (Director)             |
|   | Vipul Vashi (Director)                             |
|   | Neeraj Maheshwari (Chief Executive Officer)        |
|   | Pradeep Kumar Dad (Chief Financial Officer)        |
|   | Paresh Raiyani (Company Secretary) Upto 15-10-2020 |
|   | Nandula. Vamsikrishna from 16-10-2020              |
| <b>Relatives of Key Managerial Personnel with whom transactions have been entered</b> | Mahima Maheshwari                                  |
|   | Radhadevi Maheshwari                               |
|   | Manju Maheshwari                                   |
|   | Maya Maheshwari                                    |
|   | Mamta Rathi  |
|   | Kavita Biani                                       |
|   | Gopallalji Kabra                                   |
|   | Ramadevi Kabra                                     |
|   | Krishnaawtar Kabra                                 |
|   | Priya Kabra  |
|   | Rachna Maheshwari                                  |
|   | Swati Jhanwar                                      |
|   | Darshini Vashi                                     |
|   | Krishana Gopal Dad                                 |
|   | Manju Devi Dad                                     |
|   | Shipra Maheshwari                                  |
|   | Darpan Vashi                                       |
|   | Nimish Vashi                                       |
|   | Manish Kabra                                       |
|   | Mahesh Kabra                                       |
|   | Radha Holani                                       |
|   | Nirupa Raiyani                                     |
|   | Vallabhbhai Raiyani                                |
|   | Shardaben Raiyani                                  |
|   | N V S sarma  |
|   | Nandula. Girja                                     |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

(ii) Table providing total amount of transactions that have been entered into with related parties for the relevant financial year:

|                                      | Year ended | Transactions during the year |             |                   |                 |                            |                    |               |                       |                |                       |                    | Balances as at the year-end |
|--------------------------------------|------------|------------------------------|-------------|-------------------|-----------------|----------------------------|--------------------|---------------|-----------------------|----------------|-----------------------|--------------------|-----------------------------|
|                                      |            |                              |             |                   |                 |                            |                    |               |                       |                |                       |                    |                             |
|                                      |            | Rent Paid                    | Salary paid | Remuneration paid | Service Revenue | Service/ Contract Expenses | Property purchased | Advance given | Advance Received Back | Deposit Repaid | Other Income Received | Reimbursement paid |                             |
| Related parties where control exists |            |                              |             |                   |                 |                            |                    |               |                       |                |                       |                    |                             |
| Neeraj Maheshwari                    | 31-Mar-21  | 12.00                        | 24.00       | -                 | -               | -                          | -                  | -             | -                     | -              | 0.15                  | -                  | 1.61                        |
|                                      | 31-Mar-20  | 3.60                         | 96.00       | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | 4.23                        |
| Amit Maheshwari                      | 31-Mar-21  | -                            | -           | 36.00             | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | 1.95                        |
|                                      | 31-Mar-20  | -                            | -           | 43.00             | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
| Manju Maheshwari                     | 31-Mar-21  | -                            | -           | -                 | -               | 30.00                      | -                  | -             | -                     | -              | -                     | -                  | 1.96                        |
|                                      | 31-Mar-20  | -                            | 4.28        | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
| Mayadevi Kabra                       | 31-Mar-21  | -                            | -           | -                 | -               | -                          | -                  | -             | -                     | 390.00         | -                     | -                  | -                           |
|                                      | 31-Mar-20  | 3.00                         | -           | -                 | -               | -                          | -                  | -             | -                     | 110.00         | -                     | -                  | 382.69                      |
| Varun Kabra                          | 31-Mar-21  | -                            | -           | 36.00             | -               | -                          | -                  | -             | -                     | -              | -                     | 1.13               | 1.95                        |
|                                      | 31-Mar-20  | -                            | -           | 65.75             | -               | -                          | -                  | -             | -                     | -              | -                     | 7.59               | 5.33                        |
| Priya Kabra                          | 31-Mar-21  | -                            | -           | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
|                                      | 31-Mar-20  | -                            | 2.00        | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
| Krishnavtar Kabra                    | 31-Mar-21  | -                            | -           | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
|                                      | 31-Mar-20  | -                            | -           | -                 | -               | -                          | 100.00             | -             | -                     | -              | -                     | -                  | -                           |
| Maheshwari Brother                   | 31-Mar-21  | -                            | -           | -                 | 0.20            | -                          | -                  | -             | -                     | -              | -                     | -                  | 0.20                        |
|                                      | 31-Mar-20  | -                            | -           | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
| Mahima Maheshwari                    | 31-Mar-21  | 12.00                        | -           | -                 | -               | -                          | -                  | -             | -                     | 449.00         | 0.15                  | -                  | 3.67                        |
|                                      | 31-Mar-20  | 3.00                         | -           | -                 | -               | -                          | -                  | -             | -                     | 151.00         | -                     | -                  | 446.30                      |
| MLL Employee Felware Trust           | 31-Mar-21  | -                            | -           | -                 | -               | -                          | -                  | 45.20         | -                     | -              | -                     | -                  | -                           |
|                                      | 31-Mar-20  | -                            | -           | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
| Rachna Maheshwari                    | 31-Mar-21  | -                            | -           | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
|                                      | 31-Mar-20  | -                            | 3.50        | -                 | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
| Vinay Maheshwari                     | 31-Mar-21  | -                            | -           | 24.00             | -               | -                          | -                  | -             | -                     | -              | 0.15                  | -                  | -                           |
|                                      | 31-Mar-20  | -                            | -           | 67.00             | -               | -                          | -                  | -             | -                     | -              | -                     | -                  | -                           |
| Mukta Maheshwari                     | 31-Mar-21  | 12.00                        | -           | -                 | -               | -                          | -                  | -             | -                     | -              | 0.15                  | -                  | 0.93                        |
|                                      | 31-Mar-20  | 3.00                         | -           | -                 | -               | -                          | -                  | -             | -                     | 600.00         | -                     | -                  | 2.70                        |



for the year ended March 31, 2021

[illegible]

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE-33 CONTINGENT LIABILITY

₹ in Lakhs

| Particulars         | March 31, 2021  | March 31, 2020 |
|---------------------|-----------------|----------------|
| a) Bank Guarantees  | -               | 45.00          |
| b) Letter of Credit | 1,182.60        | 776.30         |
| <b>Total</b>        | <b>1,182.60</b> | <b>821.30</b>  |

- c) In Last year the company has received an order from the Commissioner of Customs, Ahmedabad, with reference to Indonesian Steam Non Coking Coal imported in Year 2012-13, alleging that the Company has misclassified imported coal and thereby wrongly availed benefit of exemption Notification 12/2012 and had led to short levy of custom duty amounting to ₹ 63,44,690/-. The Commissioner had raised the demand of ₹ 81,61,071/- including Interest and Penalty.

*Against the said order, the Company had filed an appeal with the Customs, Excise & Service Tax Appellant Tribunal, Ahmedabad.*

*The Company believes that in appeal the disallowances of the benefit will be either deleted or will get substantial relief and hence it believes that no provision is required.*

### NOTE- 34 DIVIDENDS

₹ in Lakhs

| Particulars  | March 31, 2021 | March 31, 2020 |
|--|----------------|----------------|
| <b>The following dividends were declared and paid by the company</b> |                |                |
| Interim Dividend   | -              | -              |
| Final Dividend   | -              | 177.58         |
| Dividend Distribution Tax  | -              | 36.50          |
| <b>Total</b>   | <b>-</b>       | <b>214.09</b>  |

### NOTE- 35 SEGMENT INFORMATION

#### A) Description of Segments

The Chief Operating Decision Maker (CODM) of the company examines the performance from product perspective and has identified 3 reportable segments: Trading Segment, Transport & Port Service Segment and Manufacturing Kraft Paper. The Company's Managing Director is the CODM.

Corporate(unallocated) represents other income, expenses, assets and liabilities which relate to the company as a whole and are not allocated to segments.

#### B) Segment Revenues and Profit and Loss

| Particulars                       | Revenue                            |                                    | Profit/ (loss)                     |                                    |
|-----------------------------------|------------------------------------|------------------------------------|------------------------------------|------------------------------------|
|                                   | For the year ended 31st March 2021 | For the year ended 31st March 2020 | For the year ended 31st March 2021 | For the year ended 31st March 2020 |
| (a) Trading Segment               | 29,501.64                          | 38,781.01                          | 1,057.32                           | 1,216.88                           |
| (b) Transportation & Port Service | 13,231.92                          | 19,772.07                          | 276.06                             | 773.63                             |
| (c) Paper                         | 33,059.48                          | 26,972.10                          | 1,950.30                           | 2,216.15                           |
| Less: Inter segment Revenue       | (8,174.52)                         | (9,525.36)                         | -                                  | -                                  |
| (d) Unallocated expense/ income   | -                                  | -                                  | (66.20)                            | (53.02)                            |
| <b>Total</b>                      | <b>67,618.52</b>                   | <b>75,999.82</b>                   | <b>3,217.49</b>                    | <b>4,153.63</b>                    |
| Finance Costs                     | 1,932.96                           | 2,137.30                           | 1,932.96                           | 2,137.30                           |
| <b>Profit Before Tax</b>          | <b>65,685.55</b>                   | <b>73,862.52</b>                   | <b>1,284.53</b>                    | <b>2,016.33</b>                    |

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

## C) Profit/(Loss) from segments before exceptional items, finance costs and taxes are as below:

| Particulars                       | For the year ended<br>31st March 2021 | For the year ended<br>31st March 2020 |
|-----------------------------------|---------------------------------------|---------------------------------------|
| (a) Trading Segment               | 1,057.32                              | 1,216.88                              |
| (b) Transportation & Port Service | 276.06                                | 773.63                                |
| (c) Paper                         | 1,950.30                              | 2,216.15                              |
| (d) Unallocated expense/ income   | (66.20)                               | (53.02)                               |
| <b>Total</b>                      | <b>3,217.49</b>                       | <b>4,153.63</b>                       |

## D) Segment Assets and Segment Liabilities

| Segment                           | As at<br>31st March 2021 | As at<br>31st March 2020 |
|-----------------------------------|--------------------------|--------------------------|
| <b>Segment Assets</b>             |                          |                          |
| (a) Trading Segment               | 10,484.99                | 9,741.76                 |
| (b) Transportation & Port Service | 3,947.87                 | 5,673.02                 |
| (c) Manufacturing Kraft Paper     | 19,901.27                | 16,374.40                |
| (d) Other Un-allocable Assets     | 2,424.18                 | 4,973.00                 |
| <b>Total</b>                      | <b>36,758.31</b>         | <b>36,762.18</b>         |
| <b>Segment Liabilities</b>        |                          |                          |
| (a) Trading Segment               | 6,044.51                 | 6,403.52                 |
| (b) Transportation & Port Service | 2,096.48                 | 986.40                   |
| (c) Manufacturing Kraft Paper     | 8,874.20                 | 1,547.34                 |
| (d) Other Un-allocable Assets     | 5,865.15                 | 14,881.58                |
| <b>Total</b>                      | <b>22,880.35</b>         | <b>23,818.84</b>         |

## NOTE- 36 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE

### Assets and Liability (Balance Sheet Position)

| Particulars                      | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|----------------------------------|-------------------------|-------------------------|
| Present Value of Obligation      | 88.73                   | 68.42                   |
| Fair Value of Plan Assets        | 100.20                  | 77.43                   |
| Surplus / (Deficit)              | (11.47)                 | (9.01)                  |
| Effects of Asset Ceiling, if any | -                       | -                       |
| <b>Net (Asset) / Liability</b>   | <b>(11.47)</b>          | <b>(9.01)</b>           |

| Particulars  | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|--|---|---|
| In Income Statement                                | 22.25                                   | 20.78                                   |
| In Other Comprehensive Income                      | (6.34)                                  | (2.08)                                  |
| <b>Total Expenses Recognized during the period</b> | <b>15.90</b>                            | <b>18.70</b>                            |

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 36 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE (Contd.)

#### Graphical Representation of Liability and Expenses

| Particulars   | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|---|---|---|
| <b>Present Value of Obligation as at the beginning</b>        | 68.42                                   | 47.06                                   |
| Current Service Cost  | 23.48                                   | 21.63                                   |
| Interest Expense or Cost                                      | 4.65                                    | 3.20                                    |
| Re-measurement (or Actuarial) (gain) / loss arising from:     | -                                       | -                                       |
| - change in demographic assumptions                           | -                                       | -                                       |
| - change in financial assumptions                             | (7.83)                                  | 3.99                                    |
| - experience variance (i.e. Actual experience vs assumptions) | -                                       | (7.38)                                  |
| - others  | -                                       | -                                       |
| Past Service Cost   | -                                       | -                                       |
| Effect of change in foreign exchange rates                    | -                                       | -                                       |
| Benefits Paid   | -                                       | (0.09)                                  |
| Acquisition Adjustment  | -                                       | -                                       |
| Effect of business combinations or disposals                  | -                                       | -                                       |
| <b>Present Value of Obligation as at the end</b>              | <b>88.73</b>                            | <b>68.42</b>                            |

#### Expenses Recognised in the Income Statement

| Particulars   | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|---|---|---|
| <b>Fair Value of Plan Assets as at the beginning</b>                        | 77.43                                   | 44.47                                   |
| Investment Income   | -                                       | -                                       |
| Employer's Contribution   | 18.37                                   | 30.30                                   |
| Employee's Contribution   | -                                       | -                                       |
| Benefits Paid   | -                                       | (0.09)                                  |
| Return on plan assets , excluding amount recognised in net interest expense | 5.89                                    | 4.05                                    |
| Acquisition Adjustment  | -                                       | -                                       |
| Actuarial (losses) or Gain  | (1.48)                                  | (1.31)                                  |
| <b>Fair Value of Plan Assets as at the end</b>                              | <b>100.20</b>                           | <b>77.43</b>                            |

| Particulars  | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|--|---|---|
| Effect of Asset Ceiling at the beginning   | -                                       | -                                       |
| Interest Expense or Cost (to the extent not recognised in net interest expense)                | -                                       | -                                       |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | -                                       | -                                       |
| <b>Effect of Asset Ceiling at the end</b>  | <b>-</b>                                | <b>-</b>                                |

| Particulars   | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|---|---|---|
| Current Service Cost  | 23.48                                   | 21.63                                   |
| Past Service Cost   | -                                       | -                                       |
| Loss / (Gain) on settlement   | -                                       | -                                       |
| Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset) | (1.24)                                  | (0.85)                                  |
| <b>Expenses Recognised in the Income Statement</b>                          | <b>22.25</b>                            | <b>20.78</b>                            |

# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 36 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE (Contd.)

| Particulars  | For the period ending<br>March 31, 2021 | For the period ending<br>March 31, 2020 |
|--|---|---|
| Actuarial (gains) / losses   | (7.83)                                  | -                                       |
| - change in demographic assumptions  | -                                       | -                                       |
| - change in financial assumptions  | -                                       | 3.99                                    |
| - experience variance (i.e. Actual experience vs assumptions)                                  | -                                       | (7.38)                                  |
| - others   | -                                       | -                                       |
| Return on plan assets, excluding amount recognised in net interest expense                     | 1.48                                    | 1.31                                    |
| Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling | -                                       | -                                       |
| <b>Components of defined benefit costs recognised in other comprehensive income</b>            | <b>(6.34)</b>                           | <b>(2.08)</b>                           |

### Major categories of Plan Assets (as percentage of Total Plan Assets)

| Particulars                       | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|-----------------------------------|-------------------------|-------------------------|
| Government of India securities    | -                       | -                       |
| State Government securities       | -                       | -                       |
| High quality corporate bonds      | -                       | -                       |
| Equity shares of listed companies | -                       | -                       |
| Property                          | -                       | -                       |
| Special Deposit Scheme            | -                       | -                       |
| Funds managed by Insurer          | 100%                    | 100%                    |
| Bank balance                      | -                       | -                       |
| Other Investments                 | -                       | -                       |
| <b>Total</b>                      | <b>100%</b>             | <b>100%</b>             |

### Actuarial Assumptions

We have used actuarial assumptions selected by the Company. The Company has been advised that the assumptions selected should be unbiased and mutually compatible and should reflect the Company's best estimate of the variables of the future. The Company has also been advised to consider the requirements of Para 144 of Ind AS19 in this regard.

#### (i) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

| Particulars                    | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|--------------------------------|-------------------------|-------------------------|
| Discount rate (per annum)      | 6.80%                   | 6.80%                   |
| Salary growth rate (per annum) | 7.00%                   | 7.00%                   |

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/ rates available on applicable bonds as on the current valuation date.

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 36 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE (Contd.)

#### (ii) Demographic Assumptions

The principal demographic assumptions used in the valuation are shown in the table below:

| Particulars   | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|---|-------------------------|-------------------------|
| Mortality rate (% of IALM 06-08)                        | 100%                    | 100%                    |
| Normal retirement age                                   | 60 Years                | 60 Years                |
| Attrition / Withdrawal rates, based on age: (per annum) |                         |                         |
| Upto 30 years   | 5.00%                   | 5.00%                   |
| 31-44 years   | 5.00%                   | 5.00%                   |
| Above 44 years  | 1.00%                   | 1.00%                   |

#### (iii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

| Particulars                       | As on<br>March 31, 2021 | As on<br>March 31, 2020 |
|-----------------------------------|-------------------------|-------------------------|
| Defined Benefit Obligation (Base) | 88.73                   | 68.42                   |

### NOTE-37

#### (A) CATEGORY WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

₹ in Lakhs

| Particulars   | Non - Current       |                     | Current             |                     |
|---|---------------------|---------------------|---------------------|---------------------|
|   | As at<br>31.03.2021 | As at<br>31.03.2020 | As at<br>31.03.2021 | As at<br>31.03.2020 |
| <b>Financial Assets measured at Fair value through Other Comprehensive Income</b> |                     |                     |                     |                     |
| Investment in quoted instruments  | -                   | -                   | -                   | -                   |
| <b>Total</b>  | -                   | -                   | -                   | -                   |
| <b>Financial assets measured at Amortized cost</b>                                |                     |                     |                     |                     |
| Security Deposits , unsecured and considered good                                 | 223.67              | 1,975.81            | -                   | -                   |
| Loans to employees  | 159.06              | 129.76              | -                   | -                   |
| Trade Receivables   | 11,962.12           | 11,644.99           | -                   | -                   |
| Cash and Cash Equivalents   | -                   | -                   | 2,729.10            | 1,450.97            |
| <b>Total</b>  | <b>12,344.84</b>    | <b>13,750.56</b>    | <b>2,729.10</b>     | <b>1,450.97</b>     |
| <b>Financial Liabilities measured at Amortized cost</b>                           |                     |                     |                     |                     |
| Borrowings  | 12,075.46           | 12,818.06           | -                   | -                   |
| Trade payables  | 6,833.45            | 6,590.50            | -                   | -                   |
| <b>Total</b>  | <b>18,908.91</b>    | <b>19,408.56</b>    | -                   | -                   |



# Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

## NOTE- 37 (Contd.)

### (B) FAIR VALUE HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities

| As at 31.03.2021                              | Fair value hierarchy           |  |  |  |
|---|--------------------------------|--|--|--|
| Financial Assets /<br>Financial Liabilities   | Fair Value as at<br>31.03.2021 | Quoted Prices in active<br>markets ( Level 1 ) | Significant observable<br>Inputs ( Level 2 ) | Significant unobservable<br>Inputs ( Level 3 ) |
| Financial Assets<br>measured at Fair value    | -                              | -  | -  | -  |
| through other<br>comprehensive income         | -                              | -  | -  | -  |
| Investments in quoted<br>equity shares        | -                              | -  | -  | -  |
| Financial Assets<br>measured at Fair value    | -                              | -  | -  | -  |
| through Profit and Loss                       | -                              | -  | -  | -  |
| Investments in Debt<br>based Mutual Funds     | -                              | -  | -  | -  |
| Investment in equity<br>based Mutual funds    | -                              | -  | -  | -  |
| Financial Liability<br>measured at Fair value | -                              | -  | -  | -  |
| through Profit and Loss                       | -                              | -  | -  | -  |
| As at 31.03.2020                              | Fair value hierarchy           |  |  |  |
| Financial Assets /<br>Financial Liabilities   | Fair Value as at<br>31.03.2020 | Quoted Prices in active<br>markets ( Level 1 ) | Significant observable<br>Inputs ( Level 2 ) | Significant unobservable<br>Inputs ( Level 3 ) |
| Financial Assets<br>measured at Fair value    | -                              | -  | -  | -  |
| through other<br>comprehensive income         | -                              | -  | -  | -  |
| Investments in quoted<br>equity shares        | -                              | -  | -  | -  |
| Financial Assets<br>measured at Fair value    | -                              | -  | -  | -  |
| through Profit and Loss                       | -                              | -  | -  | -  |
| Investments in Debt<br>based Mutual Funds     | -                              | -  | -  | -  |
| Investment in equity<br>based Mutual funds    | -                              | -  | -  | -  |
| Financial Liability<br>measured at Fair value | -                              | -  | -  | -  |
| through Profit and Loss                       | -                              | -  | -  | -  |

The fair value of financial asset and liabilities measured at amortised cost approximate there fair values

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 38 FINANCIAL RISK MANAGEMENT

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments.

Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

#### (i) Foreign Currency Risk

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas, and purchases from overseas suppliers in various foreign currencies

##### Foreign currency exposure as at March 31, 2021

| Particulars       | USD | Total |
|-------------------|-----|-------|
| Trade receivables | -   | -     |
| Bank Balances     | -   | -     |
| Trade payables    | -   | -     |

##### Foreign currency exposure as at March 31, 2020

| Particulars       | USD  | Total |
|-------------------|------|-------|
| Trade receivables | -    | -     |
| Bank Balances     | -    | -     |
| Trade payables    | 5.03 | 5.03  |

##### Foreign currency sensitivity

| Particulars                                    | 2020-21      |              | 2019-20       |              |
|--|--------------|--------------|---------------|--------------|
|  | 1 % Increase | 1 % decrease | 1 % Increase  | 1 % decrease |
| USD  | -            | -            | (0.05)        | 0.05         |
| <b>Increase \ (Decrease) in profit or loss</b> | <b>-</b>     | <b>-</b>     | <b>(0.05)</b> | <b>0.05</b>  |

#### (ii) Equity Price Risk

The company's investment portfolio consists of investments in publicly traded companies, quoted instruments like mutual funds carried at fair value in the balance sheet

#### (iii) Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition.

It considers available reasonable and supportive forwarding-looking information such as :

- (i) Actual or expected significant adverse changes in business,

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

- (ii) Actual or expected significant changes in the operating results of the counterparty,
- (ii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- (iv) Significant increases in credit risk on other financial instruments of the same borrower
- (v) Significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements

### Exposure to credit risk

| Particulars                                      | March 31, 2021 | March 31, 2020 |
|--|----------------|----------------|
| Security Deposits, unsecured and considered good | 223.67         | 1,975.81       |
| Loans to employees                               | 159.06         | 129.76         |
| Trade Receivables                                | 11,962.12      | 11,644.99      |
| Cash and Cash Equivalents                        | 2,729.10       | 1,450.97       |

### (iv) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

### Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

| As at 31 March 2021                | Less than one year | 1 to 5 years    | Over 5 years    | Total            |
|------------------------------------|--------------------|-----------------|-----------------|------------------|
| Vehicle loan (Including Auto Loan) | 485.58             | 936.91          | -               | 1,422.49         |
| Other Loan                         | 1,213.57           | 4,614.61        | 1,919.90        | 7,748.08         |
| Lease Liability                    | -                  | 348.81          | -               | 348.81           |
| Trade payables                     | 6,833.45           | -               | -               | 6,833.45         |
| Other financial liabilities        | 2,501.77           | -               | -               | 2,501.77         |
| <b>Total</b>                       | <b>11,034.37</b>   | <b>5,900.32</b> | <b>1,919.90</b> | <b>18,854.59</b> |
| As at 31 March 2020                | Less than one year | 1 to 5 years    | Over 5 years    | Total            |
| Vehicle loan (Including Auto Loan) | 435.89             | 1,198.79        | -               | 1,634.68         |
| Other Loan                         | 1,103.19           | 3,059.14        | 2,424.37        | 6,586.69         |
| Lease Liability                    | -                  | 386.73          | -               | 386.73           |
| Trade payables                     | 6,590.50           | -               | -               | 6,590.50         |
| Other financial liabilities        | 2,190.43           | -               | -               | 2,190.43         |
| <b>Total</b>                       | <b>10,320.01</b>   | <b>4,644.66</b> | <b>2,424.37</b> | <b>17,389.03</b> |

### (v) Capital management

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves.

The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The company does not have gearing as its cash and reserves are substantial to cover up borrowings.

## Notes to Consolidated Ind AS Financial Statements

for the year ended March 31, 2021

### NOTE- 39:

Figures pertaining to subsidiary companies have been reclassified wherever necessary to bring them in line with the Parent Company's Financial Statements.

### NOTE- 40:

Previous year figures have been reclassified / regrouped/ recast, wherever necessary

As per our report of even date

#### For NPV And Associates

Chartered Accountants  
Firm Regn No. - 129408W

#### Milan Chitalia

Partner  
Membership no.: 112275

Place: Vapi  
Date: 23.06.2021

#### For and on behalf of the Board of Directors MAHESHWARI LOGISTICS LIMITED

#### (Vinay Maheshwari)

Chairman  
DIN : 01680099

#### (Pradeep Kumar Dad)

Chief Financial Officer

Place: Vapi  
Date: 23.06.2021

#### (Neeraj Maheshwari)

Chief Executive Officer

#### (Nandula Vamsikrishna)

Company Secretary  
M. NO. A60425

# 10

## CLIENT





## **Maheshwari Logistics Limited**

Moving Every Mile With A Smile

---

### **Maheshwari Logistics Limited**

MLL House, Shed No. A2-3/2, Opp. UPL, 1st Phase,  
GIDC, Vapi, Valsad Gujarat-396195 India

Ph : (+91) 260-2431024 ; (+91) 8155000688

Email : [info@mlpl.biz](mailto:info@mlpl.biz) | Web : [www.mlpl.biz](http://www.mlpl.biz)