



EMKAY TOOLS

**EMKAY TAPS AND
CUTTING TOOLS LTD.**

**ANNUAL
REPORT**

2022

Contents

 Corporate information	1
 Notice of 27 th AGM to Members	2
 Annexure to Notice & Explanatory Statement	
◆ Attendance Slip & Proxy form	69
◆ Map for AGM venue	
 Annual report	
◆ Director's Report	5
◆ Annexure's to the Director's Report	9
◆ Corporate Governance Report	21
◆ Management Discussion and Analysis	34
◆ Auditors Report & Standalone Financial Statements	41

CSR Initiatives by the Company during the Year Under Review



Adoption of School



Promotion of Healthcare



Environment Protection

Corporate Information

Board of Directors

Chairman, Managing Director & CEO

Mr. Ajayprakash Kanoria

Whole Time Director

Mrs. Alka Kanoria

Independent Non-Executive Director

Mr. Mahesh Mor

Mr. Ravindra Loiya

Mr. P.C. Ramchandran

Chief Financial Officer

Mr. Vishnu K. Sontakke

Company Secretary & Compliance Officer

Ms. Shruti Sohane

Auditor's

Statutory Auditor

P. S. Thakare & Co.

Chartered Accountants

Indo Unique Plaza, Opp Bole Petrol Pump,

VIP Road, Civil Lines, Nagpur 440001

Tel. : 0712 - 2520280, 6466032

Email : psthakare20@gmail.com,

thakereps@rediffmail.com

Secretarial Auditor

M/s H. Roshan & Associates

Company Secretaries

Grd. Floor, Business Plaza,6,Farmland,

Central Bazaar Road, Lokmat Square,

Nagpur-440010

Tel. No.: +91-712-2456607

Email: mcagsb83@gmail.com

Correspondence Details for Investors

Bigshare Services Pvt. Ltd.

Registrar & Transfer Agent

E/23 Ansa Industrial Estate,

Sakhivihar Road,Sakinaka, Andheri (East),

Mumbai – 400 072,Maharashtra

Tel. No.: 022- 40430262

Website:www.bigshareonline.com

Emkay Taps And Cutting Tools Ltd.

Compliance Officer

B-27/B-27/1, M.I.D.C Hingna,

Industrial Estate,Nagpur-440016

Tel.: 07104-237584,

Email:investors@etctl.com

Website: www.etctl.com

Bankers

ICICI Bank Ltd.

Bank of Maharashtra

HDFC Bank Ltd.

Committees*

Audit Committee

Nomination & Remuneration Committee

Stakeholders Relationship Committee

CSR Committee

Management Committee

Stock Exchange

National Stock Exchange

“SME EMERGE”

*Detailed information regarding above mentioned committees is given in Corporate Governance Report which forms part of this Annual Report.

📌 NOTICE OF 27TH ANNUAL GENERAL MEETING

Dear Member(s),

Notice is hereby given that the Twenty-Seventh Annual General Meeting of the Members of Emkay Taps and Cutting Tools Limited is scheduled to be held on **Saturday, September 17, 2022 at 11.30 AM** at the Registered Office of the Company i.e. Plot no. B-27/B-27/1, M.I.D.C. Hingna, Industrial Estate, Nagpur-440016, Maharashtra to transact the following business(s):

ORDINARY BUSINESS:

1. To consider and adopt the Audited financial statements of the Company for the year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors' thereon.
2. To consider re-appointment of Mrs. Alka Ajayprakash Kanoria (DIN: 00041346), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers herself for re-appointment. For details of Director seeking re-appointment at the Annual General Meeting please refer Annexure I to the Notice.

By the Order of Board of Directors
For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

Nagpur, Monday, August 22, 2022

 Shruti Sohane
Company Secretary & Compliance Officer

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of her/him and a proxy need not be a member of the Company. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
2. Proxy form, in order to be effective, must be received at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
3. Corporate Members intended to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members, Proxies and Authorised Representatives are requested to bring to the meeting their copy of Annual Report, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
5. In accordance with the provisions of section 91 of the Companies Act, 2013, the Register of Members and the Share Transfer Books of the Company will remain close from Thursday September 15, 2022 to Saturday September 17, 2022 (both days inclusive).
6. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents Bigshare Services Pvt. Ltd. to provide efficient and better services.
7. To support the 'Green Initiative' and pursuant to MCA and SEBI circular the Notice of the AGM along with the Annual Report 2021-22 is being sent by electronic mode only to all the Members whose e-mail addresses are registered with the Company / Depositories. For Members who have not registered their e-mail addresses, may register on <https://www.bigshareonline.com/InvestorRegistration.aspx> and request to get the same on their respective email address(s). Also, members are requested to note that this Notice and the Annual Report 2021-22 will also be available on the Company's website viz., www.etctl.com
8. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website <https://etctl.com/nomination/>. Members are requested to submit the said form to their DP in case the shares are held in electronic form.
9. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be

transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

10. Brief resume of Directors seeking appointment/reappointment including nature of their expertise in specific functional areas and names of companies in which they hold directorship and membership /chairmanship of Board Committees, as stipulated under the provisions of SEBI (LODR), Regulations, 2015, is given in "Annexure I".
11. THE INSTRUCTIONS FOR MEMBERS FOR VOTING ON THE DAY OF THE 27th AGM ARE AS UNDER:
 1. Members/ shareholders, who will be present in the 27th AGM shall be eligible for voting either themselves or through proxy by show of hand, in case poll not demanded

by the shareholders/ members at the 27th AGM.

2. As per Notification issued by Ministry of corporate Affairs dated March 19, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter IX as per SEBI (ICDR) Regulations, 2018 will be exempted from E-voting provisions. Company is covered under Chapter IX and is listed on SME platform of NSE EMERGE. Hence, company is not providing E-voting facility to its shareholders.
13. As per the Notification issued by SEBI dated September 2, 2015 under SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 the compliance with the corporate Governance Provisions under the provisions of SEBI (LODR), Regulations, 2015 shall not apply in respect of the Listed Entity which has listed its specified securities on the SME Exchange.
14. The Company intends to convene 27th Annual General Meeting in compliance with applicable provisions of the Companies Act, 2013 read with General Circular No. 14/2020 dated April 8 and April 13, 2020.
15. Map for 27th AGM venue is given at the end of this Annual Report.

Annexure I

Details of Director seeking re-appointment at the 27th Annual General Meeting

Name	:	Alka Ajayprakash Kanoria
DIN No.	:	00041346
Date of Birth	:	August 04, 1959
Appointed on	:	15/12/2000*
Qualifications	:	Bachelor 's Degree of Science
Brief Profile	:	Mrs. Alka Ajayprakash Kanoria presently designated as the Whole-time Director of the Company. With her strong management skills, she handles the administrative office in a very planned and systematic manner. She was appointed as the Director of our Company on December 15, 2000 and designated at current position w.e.f. July 17, 2008.
Directorship held in other Public (excluding private companies)	:	None
Membership/Chairmanship Of Committees in other Companies	:	None
No of Shares held in the Company (as on date)	:	1124190
Relationship with other directors	:	Wife of Mr. Ajayprakash Kanoria, Chairman, Managing Director& CEO of the Company.

***Appointed as Whole-time Director of the Company as on July 17, 2008 and her tenure as Whole-time Director is fixed for 5 Years w.e.f. April 1, 2019 and as per the Articles of Association of the Company is liable to retire by rotation under Section 152(6) of the Companies Act, 2013.*

DIRECTOR'S REPORT

Dear Shareholders,

Your Board of Directors is pleased to present the 27th Annual Report for the financial year 2021-22, together with the Standalone Audited Financial Statements for the year ended on March 31, 2022.

Financial Highlights:

Particulars	Amount (₹ In Crores)	
	F.Y. 2022	F.Y. 2021
Total Revenue from Operations	70.81	56.28
Other Income	13.87	9.36
Total Expenditure (excl. depreciation, interest and tax)	37.24	33.18
Profit before depreciation, interest and tax	47.44	32.46
Less: Interest	0.11	0.04
Less: Depreciation and amortization expense	3.33	3.37
Profit before tax	44.00	29.05
Less: Net tax expense	8.74	5.22
Profit for the year	35.26	23.83
Add: Surplus carry forward from the last year Balance sheet	128.98	105.15
Less: Dividend Paid (Incl. Tax)	-	-
Less: Bonus Issue	-	-
Balance carried over to Balance Sheet	164.24	128.98
Earnings Per share (₹)	33.04	22.33

Results of Operations

The total revenue from operation for the F.Y. 2021-22 is ₹ 70.81 crores marking increase of 25.82% to last year's operational revenue generation of ₹56.28 crores. Although there are uncertainties due to the pandemic, the Company managed well to navigate the challenges ahead and gain market share.

The working of both divisions of the Company is given as below:

Taps and Cutting Tools

During the year under review, the turnover for Taps and Cutting Tools segment has increased by 27.19% from the last financial year. Cutting Tools Industry plays a major role in production of automobiles, which includes 2 wheelers, 4 wheelers and heavy commercial vehicles. Apart from automobiles, there are many ancillaries to supply to these auto companies and also expanding their capacities for exports.

Wind Power

The company has two wind farm projects one at Shivapura Kavalu Village, Belur Taluka, Hassan District in Karnataka and the other at Kita & Ugawa District, Jaisalmer in Rajasthan, both are developed and maintained by Suzlon Energy Limited and Wind World (India) Limited respectively. The combine contribution of the two wind farm projects to the gross revenues in the F.Y. 2021-22 was ₹ 1.49 crores from the power sale during the year under review.

Share Capital

The paid-up equity share capital as on 31st March 2022 was 10671300 equity shares of ₹ 10/- each (Rupees Ten only) amounting to total of ₹ 10,67,13,000. The Company has not issued any shares with differential

voting rights or granted stock options or sweat equity or through any other permissible mode during the FY 2021-22.

Dividend

Your Board of Directors did not recommend dividend for the year under review.

Transfer to Reserve

The Company has not transferred any amount to any reserve during the year under review.

Material changes / developments during the year:

There are no material changes and development affecting the financial position of the Company which has occurred during the Financial Year ended on 31st March 2022.

Material Changes / Events after the date of balance Date

2020 outbreak of COVID-19 pandemic is still continuing in various parts of the country, however due to prompt and timely vaccination spread of virus is under control. The economy is reviving and so does the company is and the management is thriving their best to get the business operations back on track ,though the adverse effect of the pandemic can still be witnessed affecting the financial position of the Company during the period under review and the date of Report. For detail on impact of COVID -19 and other material factors prevailing during the year under review having their effect on the business of the company refer Management Discussion and analysis which forms part of the Annual Report.

Change in the nature of business

During the year under review, there is no change in the nature of business of the company.

Deposits

During the year under review, the Company did not accept any deposits from the public within the ambit of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

Particulars of loans, guarantees or investments under section 186 of the Companies Act, 2013

The Company has made compliance with the provisions of Section 186 of the Companies Act, 2013 during the financial year under review. Please refer to Note 13, 14 and 19 to the financial statement for F.Y. 2021-22.

Subsidiary, Associate and Joint Venture

The Company does not have any subsidiary Associate and Joint Venture Company during the year under review.

Corporate Governance

The Company has taken all necessary steps to implement the provisions of the Regulations and detailed Corporate Governance Report for the F.Y. 2021-22 forms integral part of this Annual Report.

Management Discussion and Analysis [MDA]

Management Discussion and Analysis, for the year under review, as stipulated under Regulation 34 (2) (e) of SEBI (LODR), 2015, is presented in a separate section forming integral part of this Annual Report.

Related party transactions

All contracts/ arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. There were no materially significant transactions with related parties during the financial year which were in the conflict of interest of the Company. An "Annexure A-Form AOC-2" on Related Party disclosures for the year under review, form part of this Annual Report.

Board Meetings

During the year under review 4 (four) Board Meetings were convened and held, the details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

The details of Meetings of the Board and its Committees are given in the Corporate Governance Report.

Committees

Pursuant to the provisions of the Act and Rules made there under and SEBI (LODR) regulation, 2015, the board has constituted various committees. Composition and other details on the committee are given in the Corporate Governance Report.

Directors and Key Management Personnel

I. Retirement by Rotation

In accordance with the provisions of section 152[6] of the Companies Act, 2013 and in terms of Articles of Association of the Company, Mrs. Alka Kanoria (DIN: 00041346) retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible offers herself for re-appointment. The Board recommends her reappointment by the members at the ensuing AGM.

II. Re-appointment of Independent Directors

In accordance with the provisions of section 196[2] of the Companies Act, 2013 in the last 26th AGM, Mr. P.C. Ramchandran (DIN: 07575222) has been re-appointed as Independent Directors on the Board of the Company for another term of five years i.e. from September 10, 2021 to September 09, 2026.

III. Profile of the Directors seeking Appointment / Reappointment

As required under Regulation 36 (3) of SEBI (LODR), 2015, particulars of the Directors retiring by rotation and seeking appointment / reappointment at the ensuing Annual General Meeting is annexed to the notice convening 27th Annual General Meeting.

IV. Key Managerial Personnel

Pursuant to Section 2(51) and Section 203 of the Companies, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, following are the Key Managerial Personnel and during the year there was no change in KMP's of the Company;

- ◆ Mr. Ajayprakash Kanoria- Chairman, Managing Director & CEO : Tenure starting from 01.04.2019 till 31.03.2024
- ◆ Mrs. Alka Kanoria - Whole Time Director : Tenure starting from 01.04.2019 till 31.03.2024
- ◆ Mr. Vishnu Sontakke- Chief Financial Officer (CFO) w.e.f. 15.04.2015
- ◆ Ms. Shruti Sohane- Company Secretary and Compliance Officer w.e.f 10.04.2015

V. Board Evaluation

Pursuant to the provisions of the Act and Rules made thereunder and as provided under Schedule IV of the Act and Regulation 17(10) of SEBI (LODR), 2015, annual performance evaluation of the Directors individually as well as its committees has been carried out by the Board.

The Policy for Evaluation of Performance of the Board of Directors was formulated by Nomination and Remuneration Committee of the Board of Directors and same has been approved and adopted by the Board of Directors in their Meeting held on March 17, 2022.

The criteria for evaluation have been provided in the Corporate Governance Report, which forms integral part of this Report. Also, the Policy for Evaluation of Performance of the Board of Directors is available on the website of the Company, for reference visit www.etctl.com.

VI. Declaration by Independent Directors

The Independent Directors have submitted their declarations of independence, as required pursuant to the provisions of section 149(7) of the Act, stating that they meet the criteria of independence as provided in section 149[6].

VII. Familiarization Program for Independent Directors

With the commencement of SEBI (LODR) Regulation, 2015 w.e.f. December 2, 2015 the listed entity is required to conduct the program for the new joining director of the company to get him/her familiarized with the company. No new Director joined the Board of the Company during the year under review; hence no such program has been conducted during the FY 2021-22.

VIII. Policies

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies.

We seek to promote and follow the highest level of ethical standards in all our business transactions. All our corporate governance policies are available on our website (<http://etctl.com>). The policies are reviewed periodically by the Board and updated based on need and new compliance requirement.

Key policies that have been adopted by the Company are available on www.etctl.com

POLICY NAME	BRIEF DESCRIPTION
Insider Trading Policy	The Company has adopted the Code of Conduct to regulate, monitor and report trading by insiders and Code of fair disclosure of unpublished price sensitive information for the Directors, KMP and other designated officers and connected persons of the Company.
Code of Conduct	The Company has formulated and adopted Code of Conduct for the Senior Management and officers of the Company.
Policy on Vigil Mechanism (Whistleblower Policy)	The Company has adopted the Vigil Mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's code of conduct and ethics.
CSR Policy	The company believes in the Philosophy of moving together and growing together. The Directors have adopted policy on CSR to spend as required under the Companies Act, 2013 for activities those are benefiting to the Society as a Whole.
Nomination & Remuneration Policy	As required under the provisions of the Companies Act, 2013 Board of Directors has adopted policy for appointment of the Director and for determination of remuneration payable to them.
Policy for Determination of Materiality of Event or Information	This policy has been formulated by the Board of Directors deals with the determination of materiality of the Event/ Information and its dissemination to the Stakeholders at large.
Archival Policy	This policy is for retention and preservation of documents and records of the Company.
Prevention of Sexual Harassment at workplace policy	This policy has been formulated define the guidelines and the process to be followed in order to provide of sexual protection against sexual harassment of women at workplace and for the prevention and redressal of complaints harassment in addition to the matters connected therewith or incidental thereto.
Policy for Evaluation of Performance of the Board of Directors	The company has formulates this policy for annual performance evaluation of the Directors individually as well as its committees has been carried out by the Board in compliance of SEBI (LODR) Regulations, 2015

Directors' Responsibility Statement

In terms of section 134[3] [c] of the Act, your Directors state that:

- in the preparation of the annual financial statements for the year ended on March 31, 2022, applicable accounting standards read with requirements set out under schedule III of the Act, have been followed along with proper explanation relating to material departures, if any,
- such accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2022 and of the profit of the company for the year ended on that date,
- proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for prevention and detection of fraud and other irregularities,
- the annual financial statements are prepared on a going concern basis,
- proper internal financial controls are in place and that the financial controls are adequate and are operating effectively and
- the systems to ensure compliance with the provisions of all applicable laws are in place and are adequate and operating effectively.

Statutory Audit

In accordance with provisions of Section 139(1) of the Companies Act, 2013 M/s. P.S. Thakare & Co., Chartered Accountants, (FRN No. 128572W), has been appointed as statutory auditors of the company for 5 consecutive financial years i.e. from conclusion of 23rd AGM till the conclusion of 28th AGM.

M/s P.S. THAKARE & Co., Chartered Accountants, Nagpur, (FRN No. 128572W), has submitted their eligibility and under section 141 of the Companies Act, 2013 and the rules made thereunder, to the Board of Directors on May 30, 2022 and are eligible to continue as Statutory Auditors for the FY 2022-23.

M/s P.S. THAKARE & Co., Chartered Accountants, has submitted Auditor's Report with unmodified opinion and unmodified figures for the F.Y. March 31, 2022 in compliance of Reg. 33 (1) (d) of SEBI (LODR) Regulations, 2015. The Board has duly reviewed the Auditor's Report and the Observations and comments, appearing in the Auditor's Report are self-explanatory and do not call for any further explanation/clarification by the Board of Directors.

Secretarial Audit

Pursuant to the provisions of section 204[1] of the Act read with rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, company is required to annex the Secretarial Audit report with its Board Report. Accordingly, the appointment of

M/s H. Roshan & Associates, Nagpur has been made by the Board in their meeting held on August 14, 2021 to conduct Secretarial Audit and report thereon for F.Y. 2021-22.

Accordingly, the Secretarial Audit Report given by M/s H. Roshan & Associates, Nagpur for the F.Y. 2021-22 is annexed herewith as "Annexure B". The Board has duly reviewed the Secretarial Auditor's Report and the observations and comments, appearing in the 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 Companies Act, 2013.

Details of Fraud Report By Auditor

As per auditors' report, no fraud u/s 143(12) of the Companies Act, 2013 reported by the auditor.

Maintenance of Cost Records

In compliance with rule (8) sub-rule (5) clause (ix) of Companies (Accounts) amendment Rules, 2018, the Board of Directors of your company confirms the maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is required by the Company and accordingly such accounts and records are made and maintained by the Company.

Business Risk Management

The Company has in place a comprehensive Risk Management framework to identify, monitor, review various risk elements. On a periodic basis all necessary steps towards mitigation of various risk elements which can impact the existence of the Company are taken by the Management of the Company. All the identified risks are managed through continuous review of business parameters by the Management and the Board of Directors are also informed of the risks and concerns.

Discussion on risks and concerns is covered separately under section the Management Discussion and Analysis Report, which forms integral part of this Annual Report.

Vigil Mechanism

The Board of Directors has formulated a Vigil Mechanism/Whistle Blower Policy which provides a robust framework for dealing with genuine concerns and grievances.

Internal Control Systems

The Internal Financial Control systems of the Company are adequate with reference to the Financial Statement, size and operations of the Company. Internal Auditor of the Company observes the effective functioning of internal financial controls. The scope and functions of Internal Auditor is defined and reviewed by the Audit Committee.

During the year under review, the Internal Financial Control were tested and no reportable material weakness in the design or operation were observed.

Insider Trading Code

In compliance with the Securities and Exchange Board of India

(Prohibition of Insider Trading) Regulations, 2015 ("the PIT Regulations") and amendments thereto on prevention of Insider Trading, your Company has a comprehensive Code of Conduct for Regulating, monitoring and reporting of trading by Insiders along with policy on legitimate purpose. Your Company also has a Code of Practices and Procedures of fair disclosures of unpublished price sensitive information and these code(s) are in line with the PIT regulations.

Corporate Social Responsibility

The Annual Report on the CSR activities of the Company, pursuant to Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed to this report in "Annexure D".

Particulars of Employees

The information required under section 197 of the Act read with Rule 5[1] of the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 is given in "Annexure E" that forms part of the Board's Report.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Information on conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under section 134[3][m] of the Act read with the Companies [Accounts] Rules, 2014, are provided in the Annexure- "F" that forms part of this Report.

Obligation of Company under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

In terms of provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rule (8) sub-rule (5) clause (x) of Companies (accounts) amendment Rules 2018, the Company has formulated a Policy to prevent Sexual Harassment of Women at Workplace and Internal complaint Committee has been constituted for the prevention and redressal of complaints of sexual harassment and to look after the matters connected therewith or incidental thereto.

Significant and Material Orders

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

Details of Frauds Reported by Auditors

There are no frauds against the Company reported by the Auditors for the period under report.

Acknowledgement

The Directors express their gratitude and warm appreciation for the sincere co-operation to the Dealers, Suppliers, Shareholders, NSE, Bankers, workers and Employees and various government authorities for their support and look forward to their continued support in the future.

For and on behalf of the Board of Directors
EMKAY TAPS AND CUTTING TOOLS LIMITED

Nagpur, Monday August 22, 2022

 Ajayprakash Kanoria

Chairman, Managing Director & CEO

Annexures to Director's Report

Annexure A - Form AOC - 2

Particulars of Contract or Arrangements with Related Parties

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;

- | | | | |
|-----|---|---|------------|
| 1. | Details of contracts or arrangements or transactions not at arm's length basis | : | NIL |
| (a) | Names(s) of the related party and nature of relationship | : | NA |
| (b) | Nature of the contracts/arrangements/transactions | : | NA |
| (c) | Duration of the contracts / arrangements/transactions | : | NA |
| (d) | Salient terms of the contracts or arrangements or transactions including the value, If any | : | NA |
| (e) | Justification for entering into such contracts or arrangements or transactions | : | NA |
| (f) | Date(s) of approval by the Board | : | NA |
| (g) | Amount paid as advances, if any | : | NA |
| (h) | Date on which the special resolution was passed in general meeting as required under first proviso to section 188 | : | NA |
| 2. | Details of the material contracts or arrangements or transactions at arm's length basis: | | |
| (a) | Names(s) of the related party and nature of relationship: Please see Annexure to AOC -2 | | |
| (b) | Nature of contracts/Arrangements/ Transactions: Please see Annexure to AOC -2 | | |
| (c) | Duration of the contracts /Arrangements/ Transactions: During the Financial Year 2021-22. | | |
| (d) | Salient terms of the contracts or arrangements or transactions including the value, if any: No salient terms defined for the transactions with the related parties. | | |
| (e) | Date(s) of approval by Audit Committee: June 29, 2021 (Omnibus Approval) | | |
| (f) | Amount paid as advances during the F.Y. 2021-22, if any: Please see Annexure to AOC -2. | | |

Note: In item 2, material is defined as greater than 10% of the turnover. However, the company has opted to disclose all the transactions with related parties during the year under review.

For and on behalf of the Board of Directors
EMKAY TAPS AND CUTTING TOOLS LIMITED

Nagpur, Monday August 22, 2022

 **Ajayprakash Kanoria**
Chairman, Managing Director & CEO

Annexure to AOC -2

Names(s) of the related party	Nature of relationship	Nature of contracts/ Arrangements / Transactions	Amount paid as advances during the F.Y. 2021-22, if any:	Amount of Transactions (in ₹)	
				2021-22	2020-21
(a)	(b)	(c)	(d)		
Nagpur Tools Private Limited	Promoter Group Company	Job Work	-	76,140,996.00	59,946,286.00
		Purchase of Scrap	-	-	373.00
Adishree Engineering Private Limited	Promoter Group Company	Job Work	-	10,186,176.00	4,681,768.00
		Purchase of HSS Taps	-	-	495,701.00
Mr. Ajayprakash Kanoria	Chairman, Managing Director & CEO	Managerial Remuneration	NIL	16,798,700.00	12,313,780.00
Mrs. Alka Kanoria	Whole-time Director	Managerial Remuneration	NIL	9,999,130.00	7,009,185.00
Mr. Vishnu Sontakke	Chief Financial Officer	Salary	NIL	808,782.00	618,314.00
Ms. Shruti Sohane	Company Secretary	Salary	NIL	4,93,200.00	452,000.00

For and on behalf of the Board of Directors
EMKAY TAPS AND CUTTING TOOLS LIMITED

Nagpur, Monday August 22, 2022

 Ajayprakash Kanoria
Chairman, Managing Director & CEO

Annexure B

SECRETARIAL AUDIT REPORT

For the financial year ended 31st March 2022

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

To,
The Members,
EMKAY TAPS AND CUTTING TOOLS LIMITED,
Plot No B-27 and B-27/1, MIDC HINGNA,
INDUSTRIAL ESTATE
NAGPUR-440016

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by EMKAY TAPS AND CUTTING TOOLS LIMITED (herein after called 'the Company'). Secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion, and to the best of our information, knowledge and belief and according to the explanations given to me, the Company has, during the audit period covering the financial year ended on 31st March 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2022, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; which is not applicable to the Company during the year;
- v. The following Regulations and Guidelines prescribed under Securities and Exchange Board of India Act, 1992, (SEBI Act):
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - ii. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011.
 - iii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - iv. The Securities and Exchange Board of India (Issue of capital and Disclosure of requirements) Regulations, 2018*
 - v. The Securities and exchange Board of India (Employees Stock option scheme and employees stock purchase scheme) Guidelines, 1999*.
 - vi. The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations 2008*.
 - vii. 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.
 - viii. The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2009*.
 - ix. The Securities and Exchange Board of India (Buy back of securities) Regulations, 2018.

(Note: * Not applicable to the company during the year under review)

Industry Specific Acts

As the Company is engaged in manufacturing business, the Company is covered by all the financial and general laws applicable to Manufacturing Company, but there is no industry specific act applicable to the Company.

I have also examined compliance with the applicable clauses of the following -

- i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- ii. Listing agreement entered into by the Company with National Stock Exchange of India Limited.

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

I further report that:

- ◆ The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.
- ◆ Adequate notice was given to all Directors to schedule the Board meetings, agenda and detailed notes on agenda were sent seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee(s) Meetings are carried through unanimously as recorded in the meetings of the Board and Committee(s) of the Board, as the case may be.

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

I further report that during the audit period there was no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

Nagpur, Monday August 22, 2022

For **H. ROSHAN & ASSOCIATES**
Company Secretaries

 **ROSHAN HARDE**
(Proprietor)

Mem. No. 34630

CP. No. 13138

UDIN:- A034630D000803387

Peer Review Certificate no. 1442/2021

This report is to be read with our letter of even date which is annexed as Annexure 1 and forms an integral part of this report.

'ANNEXURE -1' TO SECRETARIAL AUDIT REPORT

To,
The Members,
EMKAY TAPS AND CUTTING TOOLS LIMITED,
Plot No B-27 and B-27/1, MIDC HINGNA,
INDUSTRIAL ESTATE
NAGPUR-440016

Our Secretarial Audit Report of even date is to be read along with this letter.

- a. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on the secretarial records based on our audit.
- b. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for our opinion.
- c. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is a part of financial audit.
- d. I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, etc., wherever required.
- e. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- f. 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.

Nagpur, Monday August 22, 2022

For **H. ROSHAN & ASSOCIATES**
Company Secretaries

 **ROSHAN HARDE**
(Proprietor)

Mem. No. 34630

CP. No. 13138

UDIN:- A034630D000803387

Peer Review Certificate no. 1442/2021

Annexure D ANNUAL REPORT ON CSR ACTIVITIES

Your Company is committed and believes in promoting well-being of the society in which it operates and the CSR Committee of the Company has been cautioned in identification of those CSR projects as covered under CSR Policy of the Company and promptly executing and monitoring the identified projects in association with various local charitable and Not for Profit organizations. In coming times, the Company shall continue to assess fresh projects and explore new geographies for undertaking CSR activities under CSR Policy of the Company and shall always remain committed to meet its CSR obligations on annual basis.

1. Outline of the CSR policy:

- ◆ The Corporate Social Responsibility (CSR) Policy of the Company covers the causes that Company may pursue as its CSR.
- ◆ Based on the profit for each financial year, the CSR Committee shall indicate the amount to be spent during the year.
- ◆ The procedure for approval of the project(s), investment/incurring costs and monitoring is also laid down in the policy.
- ◆ The said CSR Policy and the activity to be pursued by the Company are placed under the web link: https://etctl.com/wp-content/uploads/2016/02/CSR-POLICY_ETCTL-1.pdf

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Ajayprakash Kanoria	Chairman, Managing Director & CEO	03	03
2.	Mrs. Alka Kanoria	Whole-time Director	03	03
3.	Mr. Mahesh Mor	Independent Director	03	03

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: https://etctl.com/wp-content/uploads/2016/02/CSR-POLICY_ETCTL-1.pdf
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (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: **Not Applicable**

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs.)	Amount required to be set-off for the financial year, if any (in Rs.)
1		NA	
	Total		

6. Average net profit of the company as per section 135(5) : ₹ 22,07,66,132.01
7. (a) Two percent of average net profit of the company as per section 135(5) : ₹ 44,15,322.64
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : NIL
- (c) Amount required to be set off for the financial year, if any : NIL
- (d) Total CSR obligation for the financial year (7a+7b-7c) : ₹ 44,15,322.64

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year 2021-22 (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
44,22,322.64	-	-	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

(1) Sl. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).		(5) Location of the project.	(6) Project duration.	(7) Amount allocated for the project (in Rs.).	(8) Amount spent in the current financial Year (in Rs.).	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	(10) Mode of Implementation - Direct (Yes/No).	(11) Mode of Implementation - Through Implementing Agency	
			State	District.							Name	CSR Registration number.
1.												
	Total											

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

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project: State, District	(6) Amount spent for the project (in Rs.).	(7) Mode of implementation - Direct (Yes/No).	(8) Mode of implementation - Through implementing agency.	
							Name.	CSR registration number.
1.	Promotion of Healthcare-help with specific purpose of patient care to the needy cancer patients	Promotion of Healthcare	Yes	Nagpur, Maharashtra	15,00,000.00	Yes	Dr. Abaji Thatte Seva Aur Anusandhan Sanstha CCF	CSR00012471
2.	Ensuring Environmental Sustainability- Tree Plantation Near Nagpur (Katol)	Ensuring Environmental Sustainability	yes	Local areas of Nagpur, Maharashtra	4,39,276.32	Yes	NA	
3.	Adoption of school(s) for imparting Education to children of rural and tribal areas	Promotion of Education for all	yes	Local areas of Nagpur, Maharashtra	11,00,000.00	No	Friends of Tribal Society, Nagpur for EKAL movement -Education for all	CSR00001898

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project: State, District	(6) Amount spent for the project (in Rs.).	(7) Mode of implementation - Direct (Yes/No).	(8) Mode of implementation - Through implementing agency.	
							Name.	CSR registration number.
4.	Promotion of Healthcare- Hedgewar blood bank-Financial Assistance to thalassimia and sickle cell patients	Promotion of Healthcare	Yes	Nagpur, Maharashtra	15,00,000.00	No	Hedgewar Blood bank, Nagpur	CSR00005252

TOTAL CSR amount spent during F.Y. 2021-22	45,39,276.32
--	--------------

- (d) Amount spent in Administrative Overheads : NIL
- (e) Amount spent on Impact Assessment, if applicable : Not Applicable
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 45,39,276.32
- (g) Excess amount for set off, if any : Not Applicable

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	44,15,322.64
(ii)	Total amount spent for the Financial Year	45,39,276.32
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1,23,953.68

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	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. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	2021-22	-	42,54,466.88	-	-	-	-
2.	2019-20	34,146.54*	40,17,320.00	-	-	-	-
3.	2018-19	-	40,99,000.00	-	-	-	-
	Total	34,146.54*	10,131,338.00	-	-	-	12,00,000.00^

Note: * Amount to be transferred to Unspent CSR Account under section 135 (6) w.e.f. January 22, 2021

^ Project identified in FY 2017-18 however project commenced in FY 2018-19.

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Not Applicable

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1								
Total				NIL				

1

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: [Not Applicable](#)

(Asset-wise details): [Not Applicable](#)

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is 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 per cent of the average net profit as per section 135(5) : [Not Applicable](#)

For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

Nagpur, Monday August 22, 2022

 **Ajayprakash Kanoria**

Chairman of CSR Committee/
Chairman, Managing Director & CEO

Annexure E

PARTICULARS OF EMPLOYEES

Pursuant to Section 197 of the Companies Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. A. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year; and
- B. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the F.Y. 2021-22.

(Amount in ₹)

Sr. No.	Name	Designation	Total Remuneration (in ₹)	Ratio of Directors Remuneration to Median remuneration	% increase in the remuneration
				(A)	(B)
I. Executive Director					
1.	Mr. Ajayprakash Kanoria Director & CEO	Chairman, Managing	16,798,700.00	52.62	NA
2.	Mrs. Alka Kanoria	Whole-time Director	9,999,130.00	31.32	NA
II. Key Managerial Personnel					
3.	Mr. Vishnu Sontakke	Chief Finance Officer	808,782.00	NA	NA
4.	Ms. Shruti Sohane	Company Secretary	493,200.00	NA	NA

- C. The percentage increase in the median remuneration of employees in the financial year is given below:

Median Remuneration (₹)		% Increase In The Median Remuneration For Fiscal 2021-22
2021-22	2020-21	
3,19,242.00	3,31,200.00	-

- D. The number of permanent employees on the rolls of company as on March 31, 2022 : **Seventy Eight (78)**
- E. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Particulars	Average % increase / decrease in salaries for fiscal 2021-22
All permanent Employees	0%
Executive Directors/ Managerial Remuneration	
Mr. Ajayprakash Kanoria	NA*
Mrs. Alka Kanoria	NA*

Note: Increase/decrease in overall remuneration to the Executive Directors is due to increase in remuneration as% of Net Profit which in turn is due to increase/decrease in Profit earnings of the Company.

F. Affirmation that the remuneration is as per the remuneration policy of the Company: The remuneration(s), of the Managing Director ("MD")/ Whole-time Director ("WTD")/ KMP/ rest of the employees, are as per the Nomination and Remuneration Policy of the Company.

2. 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 is as follows:

The names of the top ten employees in terms of remuneration drawn and the name of every employee, who-

- (i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than [one crore and two lakh rupees]; **NIL**
- (ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than [eight lakh and fifty thousand rupees per month]; **Not Applicable**
- (iii) if employed throughout the financial year or part thereof, 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; **Not Applicable**

* * * *

Annexure F

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

Pursuant to Section 134(3) (m) of the Companies Act, 2013 and the rules made therein and forming part of the Directors' Report for the year ended March 31, 2022.

Conservation Of Energy

◆ Steps taken or impact on conservation of energy:

The Company has always been conscious about the conservation of energy. Strong efforts are continued for the conservation of energy. A systematic effort is instituted to switch over for lighting purposes to LED lights.

◆ Steps taken by the Company for utilising the alternate sources of energy:

During the year under review, the company has installed solar panels in the company to be used for office premises of the company.

◆ Capital investment on energy conservation equipment's: ₹ 76,000.00

Technology Absorption

◆ Efforts made towards technology absorption:

Moving further with the latest technology upgradation and adoption the company has been successfully improving the production cycle and productivity. Technology absorption and adoption along with research and development is a continuous process and company is progressively looking forward for more advancement in the years to come.

◆ Benefits derived like product improvement, cost reduction, product development or import substitution:

It is a continuous process and company is largely benefited by the technology absorption.

◆ Information regarding technology imported during last three year's: NIL

◆ The expenditure incurred on Research and Development : NIL

Foreign Exchange Earnings and Outgoing

Amount in Crores (₹)

Particular	2021-22	2020-21
Total Foreign Exchange Outgo	1.99	02.24
Total Foreign Exchange Earned	02.30	01.43

Corporate Governance Report 2021-22

Philosophy

The Company's philosophy on the 'Corporate Governance' is based on compliance of applicable provisions, exchange of relevant information and timely appropriate disclosures to the regulator(s), each group of stakeholders and Public at large, connected with the area of common interest/stake between the Company and the Stakeholder.

The Company is led by a distinguished Board, which includes independent directors. The Company has established systems and procedures to ensure that the Board of the Company is well-informed and well-equipped to fulfill its oversight responsibilities and to provide management the strategic direction it needs.

Our Board exercises its fiduciary responsibilities in the widest sense of the term. Our disclosures seek to attain the best practices in the corporate governance.

As per regulation 15(2) (a) and 15(2) (b) of SEBI (LODR) regulation, 2015 Para C, D, E of Schedule V of the regulation shall not apply to SME listed companies. The Company has voluntarily opted to give the CGR-2021-22 as a good corporate governance practice.

In terms of regulation 34(3) of SEBI (LODR) regulation, 2015 the details of compliances, are as follows: -

Board of Directors

◆ Composition of the Board

As on date of signing this report, the Company's Board comprised of 5(five) Directors viz., a Managing Director & CEO, a Whole time Director and three (3) Non-Executive Independent Directors. The Managing Director is the Chairman of the Company.

◆ Directors' Attendance Record and Directorships held, Composition and other details of the Board of Directors

Sr. No.	Name of the Director	Category/Status of Directorship	No. of Board Meetings attended during the F.Y. 2021-22	No. of Directorship(s) in other Public Limited Companies	No. of Committee positions held in other Public Limited Companies		No. of Equity Shares held in the Company as on March 31, 2022
					Chairman	Member	
1.	Ajayprakash Kanoria	CMD	05	Nil	Nil	Nil	6,28,050
2.	Alka Kanoria	WTD	05	Nil	Nil	Nil	11,24,190
3.	Mahesh Mor	NEID	05	Nil	Nil	Nil	0
4.	Ravindra Loiya	NEID	05	Nil	Nil	Nil	0
5.	P.C. Ramchandran	NEID	05	Nil	Nil	Nil	0

The composition of the Board is as per the provisions of section 149 of the Companies Act, 2013 and is in conformity with regulation 17 of SEBI (LODR) regulation, 2015 which stipulates that: (i) the Board should have at least a woman director; (ii) not less than 50% of the Directors should be Non-Executive Directors; and (iii) where the Chairman of the Board is a Executive Director not related to the promoter group, at least half of the Board should comprise of independent directors.

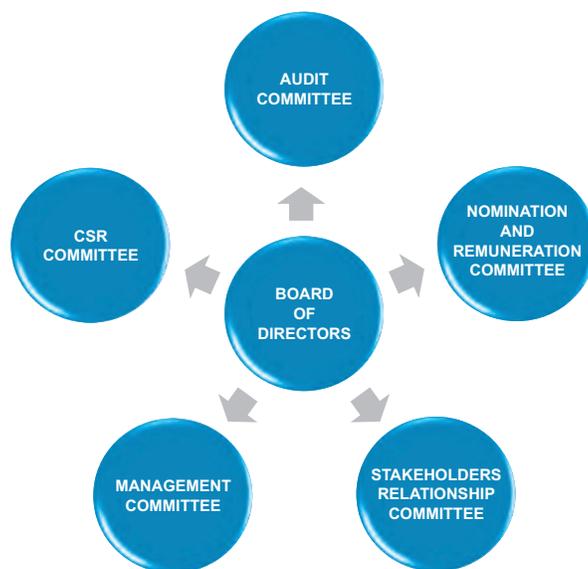
◆ Number of Board Meetings

During the financial year from 1st April, 2021 to 31st March 2022, the Board of Directors met five times on June 29, 2021, August 14, 2021, November 13, 2021, December 18, 2021 and March 17, 2022. The maximum time gap between any two consecutive board meetings was not more than 120 days.

◆ Code of conduct for Board Members and Senior Management Personnel

The Board had approved a code of conduct for Board Members and Senior Management Personnel of the company which also incorporates the duties of Independent directors as laid down in Companies act, 2013. The Code has been displayed on the company's website www.etctl.com

The Board Members and Senior Management Personnel have affirmed compliance with the aforesaid code. A declaration signed by the Chairman, Managing Director & CEO in this regard is attached and forms part of this Report.



The Board of the Company takes all decisions with regard to constituting, assigning, co-opting, delegating and fixing the terms of reference of the Committees. Recommendations / decisions of the Committees are submitted / informed to the Board for approval/ information.

◆ **Audit Committee**

The Audit Committee of the Board of Directors met four times during the F.Y. under review viz., June 29, 2021, August 14, 2021, November 13, 2021 and March 17, 2022. The maximum time gap between two consecutive meetings was less than 120 days.

Composition of Audit Committee and Directors' Attendance Record in Committee meeting:

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2021-22
1.	Mr. Mahesh Mor	NEID	Chairman	04
2.	Mr. P. C. Ramchandran	NEID	Member	04
3.	Mr. Ajayprakash Kanoria	CMD	Member	04

The terms of reference of the Audit Committee are in line with the provisions of Section 177 of the Companies Act, 2013. The role of the Audit Committee is to provide oversight over the accounting systems, financial reporting and internal controls of the Company. The powers and role of the Audit Committee are as set out in the Listing Agreement and Section 177 of the Companies Act, 2013.

The Company Secretary acts as the Secretary to the Committee. Mr. Mahesh Mor, Chairman of the Audit Committee, possesses accounting and financial management expertise and all the members of the Committee also have accounting and financial knowledge.

◆ **Nomination and Remuneration/Compensation Committee**

The Nomination and Remuneration Committee of the Company met one time during the F.Y. 2021-22 on August 14, 2021 and March 17, 2022.

Composition of Committee and Directors' Attendance Record in Committee meeting:

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2021-22
1.	Mr. Mahesh Mor	NEID	Chairman	02
2.	Mr. Ravindra Loiya	NEID	Member	02
3.	Mr. P. C. Ramchandran	NEID	Member	02

The terms of reference of the Committee are in line with the provisions of the Clause 52 of the Listing Agreement and Section 178 of the Companies Act, 2013 and the Rules made thereunder.

Terms of Reference:

- ◆ Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluations of every director's performance.

- ◆ Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for directors, KMPs and other employees.
- ◆ Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors.
- ◆ Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
- ◆ Decide the amount of Commission payable to the Whole time Directors.
- ◆ Review and suggest revision of the total remuneration package of the Executive Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc.
- ◆ To formulate and administer the Employee Stock Option Scheme.

Nomination and Remuneration Policy

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto, as amended from time to time and applicable provisions of SEBI (LODR) Regulations, 2015.

This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

Definitions

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

"Key Managerial Personnel" means:

- ◆ Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- ◆ Chief Financial Officer;
- ◆ Company Secretary; and
- ◆ Such other officer as may be prescribed.

"Senior Managerial Personnel" mean the personnel of the company who are members of its core management team, excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

Objective

The objective of the policy is to ensure that:

- ◆ the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors to run the company successfully;
- ◆ relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- ◆ Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

Role of the Committee

The role of the NRC will be the following:

- ◆ To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- ◆ To formulate criteria for evaluation of Independent Directors and the Board.
- ◆ To carry out evaluation of Director's performance.
- ◆ To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- ◆ To recommend to the Board the appointment and removal of Directors and Senior Management.
- ◆ To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- ◆ To devise a policy on Board diversity, composition, size.
- ◆ Succession planning for replacing Key Executives and overseeing.
- ◆ To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.

Appointment and Removal of Director, Key Managerial Personnel and Senior Management:

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his/ her appointment, as per Company's Policy.

- b) A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person are sufficient/ satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/ Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

Term/Tenure

- a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director or Manager for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

- b) Independent Director:

An Independent Director shall hold office for a term up to the term fixed by the Board of Directors as prescribed under the Act, and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiration of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

Evaluation

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

Removal

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

Policy for Remuneration to Directors/KMP/ Senior Management Personnel

- 1. Remuneration to Managing Director / Whole-time Directors:

- I. The Remuneration/Commission etc. to be paid to Managing Director/Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- II. The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

- 2. Remuneration to Non- Executive / Independent Directors:

- a. The Non-Executive/ Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b. All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case maybe.

An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any remuneration paid to Non-Executive/ Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (III) above if the following conditions are satisfied:

- 1. The Services are rendered by such Director in his capacity as the professional; and
- 2. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

- c. The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).

- 3. Remuneration to Key Managerial Personnel and Senior Management:

- a. The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

- b. The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
- c. The Fixed pay may include monthly remuneration, employer's contribution to Provident Fund contribution to pension fund, pension schemes, etc. as decided from time to time.
- d. The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

Implementation

The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate. The Committee may Delegate any of its powers to one or more of its members.

◆ Stakeholders' Relationship Committee

The Committee met once on March 17, 2022 at the registered office of the company which was attended by Mr. Mahesh Mor, Mr. Ravindra Loiya and Mr. P. C. Ramchandran. The Stakeholders' Relationship Committee comprised as under: -

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2021-22
1.	Mr. Mahesh Mor	NEID	Chairman	01
2.	Mr. Ravindra Loiya	NEID	Member	01
3.	Mr. P. C. Ramchandran	NEID	Member	01

Ms. Shruti Sohane Company Secretary is the Compliance Officer of the Company and also acts as secretary to the Committee.

Investor's grievance status report as appearing on SCORES and as reported by the RTA during the year under review is as follows:

Category of Complaint(s)	No. of Complaint(s) Received	No. of Complaint(s) Resolved	No. of Complaint(s) Pending
NA	Nil	NA	NA
Total :	Nil	NA	NA

◆ Corporate Social Responsibility Committee

The Committee met for three times on June 29, 2021, August 14, 2021 and March 17, 2022 during the year under review. A detailed annual report on CSR during F.Y. 2021-22 form part of this Annual Report and the CSR Policy approved and adopted by the Board on recommendation of the CSR Committee, indicating the activities to be undertaken by the Company, can be referred on our website www.etcl.com

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2021-22
1.	Ajayprakash Kanoria	CMD	Chairman	03
2.	Alka Kanoria	WTD	Member	03
3.	Mr. Mahesh Mor	NEID	Member	03

◆ Management Committee

The Committee met six (6) times in the F.Y. 2021-22 on April 05, 2021, April 22, 2021, July 20, 2021, August 12, 2021, September 03, 2021, October 18, 2021, November 01, 2021, December 23, 2021 and February 25, 2022. Ms. Shruti Sohane Company Secretary is the Compliance Officer of the Company and also acts as secretary to the Committee.

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2021-22
1.	Ajayprakash Kanoria	CMD	Chairman	09
2.	Alka Kanoria	WTD	Member	09

◆ Remuneration of Managing and Whole Time Director

The details of remuneration paid from 1st April, 2021 to 31st March, 2022 are given below:

Name and Designation	Ajayprakash Kanoria Chairman, Managing Director & CEO	Alka Kanoria Whole-Time Director
Particulars	Amount (In ₹)	
Basic Salary	3,600,000.00	1,200,000.00
Perquisites & Allowances	0.00	0.00
% of Net Profit	1,31,98,700.00	87,13,780.00
Contribution to PF and superannuation fund	28,800.00	21,600.00
Total	1,68,27,500.00	99,35,380.00

◆ Sitting fees to Non-Executive Directors

The Board of Directors has fixed the sitting fee payable to non-executive independent directors for attending meetings of the Board and its Committees as prescribed in the Companies Act, 2013. The sitting fee structure as payable to the Non-Executive Independent Directors on the Board of the Company is as follows:

Sr. No.	Name	Designation	Name of the Meeting		Amount payable per meeting (₹)	
			Meeting of Board of Directors	Meeting of all Committees*	Board Meeting	Committee Meetings
1.	Mr. Mahesh Mor	NEID	05	11	2,500.00	1,000.00
2.	Mr. Ravindra Loiya	NEID	05	03	2,500.00	1,000.00
3.	Mr. P. C. Ramchandran	NEID	05	07	2,500.00	1,000.00

Note: *Includes one meeting of Independent directors

◆ **Subsidiary:** The Company has no subsidiary company.

◆ Related Party Transactions

All contracts/ arrangements/ transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. There were no materially significant transactions with related parties during the financial year which were in the conflict of interest of the Company.

Your attention is drawn to "Annexure A- Form AOC-2" which sets out Related Party disclosures.

◆ Management Discussion and Analysis

Detailed chapter on Management Discussion and Analysis is provided in the Annual Report.

◆ Share Reconciliation Audit

As stipulated by SEBI, Mr. Roshan Harde, Qualified Practicing Company Secretary from Nagpur; carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the NSE (India)

Limited. The Audit confirms that the total Listed and Paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form.

◆ **Investors Complaints**

There were no complaints received during year under review and no pending complaints as on March 31, 2022. To facilitate the shareholders, Stakeholders Relationship Committee, headed by Mr. Mahesh Mor has been formed. Further, stakeholders may contact Ms. Shruti Sohane, the Company Secretary and Compliance Officer for redressal of Investors Grievances at investors@etctl.com

◆ **Mandatory Requirements of SEBI (LODR) Regulation, 2018**

The company has complied with all applicable mandatory requirements of Regulation 34 and schedule V of SEBI (LODR) Regulation, 2018.

◆ **General Body Meetings**

Particulars of last three Annual General Meetings:

AGM	Year Ended	Venue	Date	Time
24 RD	March 31, 2019	Plot No B-27 And B-27/1,	August 19, 2019	11:00 AM
25 TH	March 31, 2020	MIDC Hingna, Industrial Estate,	September 24, 2020	11:00 AM
26 TH	March 31, 2021	Nagpur-440016	September 11, 2021	11:00 AM

◆ **Special Resolutions**

There was no special resolution passed during the F.Y. 2021-22. However, proposal for approval for buy-back of equity shares not exceeding 10,00,000 equity shares of the company was placed for shareholders' approval by special resolution through postal ballot which was rejected by the shareholders.

◆ **Postal Ballot**

No resolution requiring postal ballot was placed before the last Annual General Meeting. No resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

◆ **Performance Evaluation**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration/ Compensation Committee, Stakeholder Relation Committee, CSR Committee and the Management Committee. Annual performance evaluation of the Directors individually as well as its committees has been carried out by the Board.

◆ **Criteria for Evaluation:**

The Nomination and Remuneration Committee has laid down the criteria for evaluation of performance of Independent Directors and the Board.

1. Attendance and contribution at Board and Committee meetings.
2. His/her stature, appropriate mix of expertise, skills, behavior, experience, leadership qualities, sense of sobriety and understanding of business, strategic direction to align company's value and standards.
3. His/her knowledge of finance, accounts, legal, investment, marketing, foreign exchange/ hedging, internal controls, risk management, assessment and mitigation, business operations, processes and Corporate Governance.
4. His/her ability to create a performance culture that drives value creation and a high quality of debate with robust and probing discussions.
5. Effective decisions making ability to respond positively and constructively to implement the same to encourage more transparency.
6. Open channels of communication with executive management and other colleague on Board to maintain high standards of integrity and probity.
7. Recognize the role which he/she is expected to play, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company to achieve organizational successes and harmonizing the Board.
8. His/her global presence, rational, physical and mental fitness, broader thinking, vision on corporate social responsibility etc.
9. Quality of decision making on source of raw material/procurement of roughs, export marketing, understanding financial statements and business performance, raising of finance, best source of finance, working capital requirement, forex dealings, geopolitics, human resources etc.
10. His/her ability to monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders.
11. His/her contribution to enhance overall brand image of the Company.

◆ Disclosures

Whenever and Wherever necessary and required by the Statute(s), the Directors and Senior Management Personnel makes disclosures to the Board of Directors relating to all the material financial and commercial transactions where they have a personal interest that may create a potential conflict with the interest of the Company at large.

All the related party transactions have been disclosed in the notes to the accounts of the Balance Sheet presented in the Annual Report. All the Directors have disclosed their interest in Form MBP-1 pursuant to Section 184 of the Companies Act, 2013 and Rules made thereunder and as and when any changes in their interests take place, they are placed at the Board Meetings for taking the same on record.

◆ Means of Communication

- 1) The Company's corporate website, <http://etctl.com> provides comprehensive information to the Shareholders.
- 2) The Half yearly and Annual Financial results submitted to the Stock Exchange in accordance with the SEBI (LODR) Regulation, 2015 are available on the Company's website, <http://etctl.com>
- 3) The requirements of publication of Advertisement in Newspaper under Regulation 47 of SEBI (LODR) Regulation, 2015 shall not be applicable in case of listed entities which have listed their specified securities on SME Exchange as per proviso to sub-regulation 4 of Reg. 47 of SEBI (LODR) Regulation, 2015.

◆ General Information to Shareholders

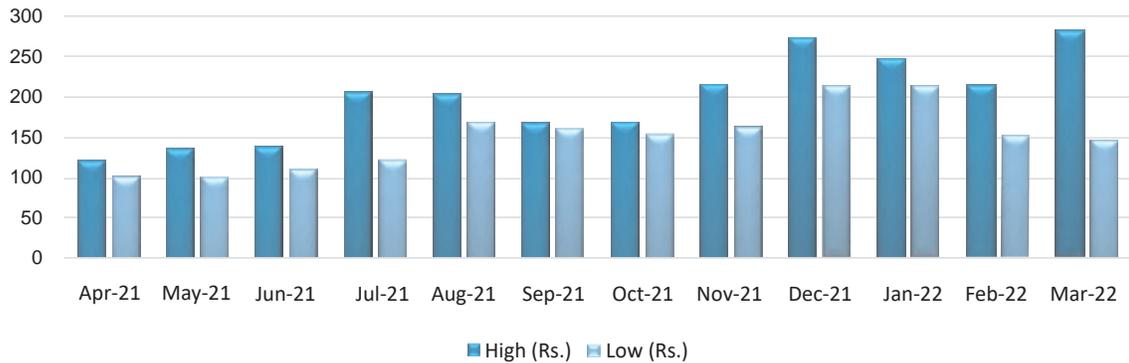
Sr. No.	Salient Items of Interest	Particulars
1.	AGM Day and Date Time Venue	: On Saturday September 17, 2022 : 11.30 AM : Plot No B-27 And B-27/1, MIDC Hingna, Industrial Estate Nagpur-440016
2.	Financial Year	: April 1 st 2021 to March 31 st 2022
3.	Date of Book Closure for AGM From	: From: Thursday September 15, 2022 To: Saturday September 17, 2022 (both days inclusive)
4.	Dividend Payment, if any declared	: NA
5.	Listing on Stock Exchanges	: The Company's equity shares are listed on SME Platform of NSE on 13 th August, 2015. The listing fee for the F.Y. 2022-23 has been paid.
6.	Custodian Fees to Depositories	: The Company has paid fees for the F.Y. 2022-23 to National Securities Depository Limited and Central Depository Services (India) Limited (CDSL) on time.
7.	Symbol	: EMKAYTOOLS
8.	Registrar and Transfer Agents	: Bigshare Services Private Limited Registered office Address: E-2/3, Ansa Industrial Estate, Sakhivihar Road, Sakinaka, Andheri (E), Mumbai -400 072. Tel: 91-22-28470652 40430200 28470653 Fax: 91-22-2847 5207 Website: www.bigshareonline.com email: info@bigshareonline.com
9.	Share Transfer System	: As all the shares are held in demat mode, the transfer takes place instantaneously between the transferor, transferee, and the Depository Participant through electronic debit/credit of the accounts involved.
10.	Dematerialization of shares and liquidity	: All the Equity shares i.e. 100 % of the total issued, subscribed and paid-up equity share capital of the Company are held in dematerialized form.
11.	Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity	: Not Applicable
12.	Plant Locations	: Plot No. B-27 And B-27/1, MIDC Hingna, Industrial Estate Nagpur-440016
13.	Address for correspondence	: Compliance Officer: Plot No B-27 And B-27/1, MIDC Hingna, Industrial Estate Nagpur-440016 Ph. No. 91-7104-237584/237363, Fax No. 91-7104-232862 Email: ID : investors@etctl.com

◆ **Market Price Data**

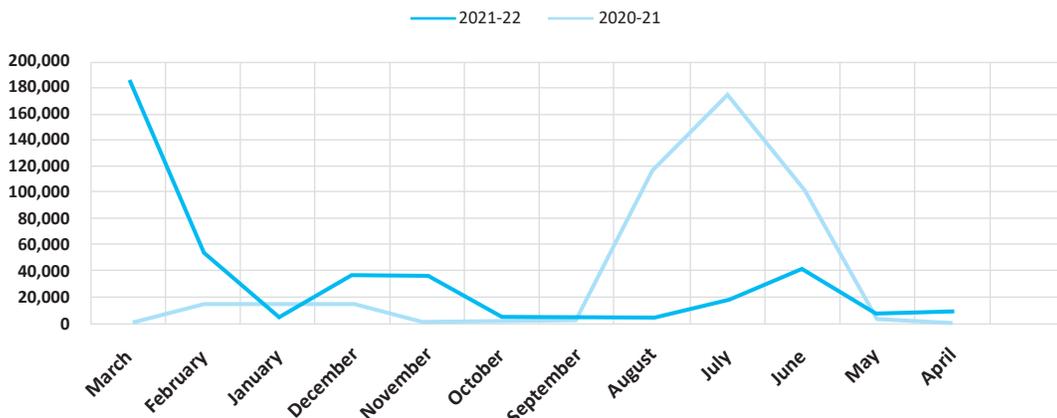
Market data as available on NSE (India) Limited website <https://www.nseindia.com/emerge> during each month of the financial year 2021-22 is given below:

MONTH	HIGH (IN ₹)	LOW (IN ₹)	NO. OF SHARES TRADED
March 2022	280.00	145.05	1,85,400
February 2022	213.15	151.55	52,200
January 2022	246.90	212.00	4,800
December 2021	271.00	210.00	37,200
November 2021	214.20	160.65	35,400
October 2021	169.00	153.00	4,200
September 2021	168.00	160.00	4,200
August 2021	201.00	167.00	4,800
July 2021	205.25	120.15	16,800
June 2021	136.05	109.00	40,800
May 2021	133.05	98.00	6,600
April 2021	119.00	100.00	7,800

MARKET PRICE



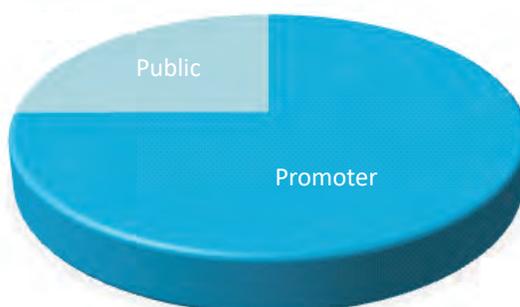
MARKET DATA



◆ Shareholding Pattern as on 31st March 2022

Categories	Total Shareholder	% of shareholders	No. Of shares held	Percentage of total (%)
A. Promoter and Promoter Group	06	04.23	8002800	74.99
Promoters	04	02.82	6107700	57.23
Corporate Bodies (Promoter Group)	02	01.41	1895100	17.76
Person related to Director	00	00.00	00	00.000
B. Public	136	95.77	2668500	25.01
Non-Institutional (Individual)	131	92.25	1520700	14.25
Corporate Bodies	04	02.82	1147200	10.75
Clearing members	01	0.70	600	0.01
Any other	00	00	00	00
C. Non-resident Indians	00	00.00	00	00.000
TOTAL (A+B+C)	142	100.00	10671300	100.000

SHAREHOLDING



◆ Distribution of Shareholding

Shareholding of nominal		Number of shareholders	Percentage of total	Share amount	Percentage of total
(₹)	(₹)				
5001	10000	52	36.6197	312000	0.2924
10001	20000	19	13.3803	285000	0.2671
20001	30000	29	20.4225	714000	0.6691
30001	40000	04	02.8169	144000	0.1349
40001	50000	08	05.6338	360000	0.3374
50001	100000	07	04.9296	522000	0.4892
100001	9999999999999999	23	16.1972	104376000	97.8100
TOTAL		142	100.0000	10671300	100.0000

◆ Top 10 Shareholders as on March 31, 2022

Sr. No.	Name of shareholder	Category of shareholder	No. of shares held	% of holding
1.	Ajayprakash Murlidhar Kanoria (HUF)	Promoter	4353960	40.8007
2.	Nagpur Tools Private Limited	Corporate Promoter Group	1893600	17.7448
3.	Alka Ajayprakash Kanoria	Promoter	1124190	10.5347
4.	Sudarshan Trading and Manufacturing Pvt. Ltd.	Corporate Bodies	1045200	09.7945
5.	Ajayprakash Kanoria	Promoter	628050	05.8854
6.	Rahim Khan	Public	566400	05.3077
7.	Naginadevi Brajkishore Agrawal	Public	244800	02.2940
8.	Brajkishore Agrawal	Public	180000	01.6868
9.	PriyaVinyog Pvt. Ltd.	Corporate Bodies	69000	00.6466
10.	Nikhil S. Agrawal	Public	68400	00.641

◆ Shares held in dematerialized form as on March 31, 2022

Particulars	Number of shares	% of total issued capital
Issued Capital / Listed Capital (as per Company records)	10671300	100.00
Held in Dematerialized form in NSDL	213900	02.00
Held in Dematerialized form in CDSL	10457400	98.00
Physical	0.00	0.00
Total No. of shares	10671300	100.00

◆ Legends used in the report:

CMD- Chairman & Managing Director, WTD- Whole-time Director, NEID- Non-Executive Independent Director

For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

Nagpur, Monday August 22, 2022

 **Shruti Sohane**
Company Secretary & Compliance Officer

Affirmation of Compliance

WITH THE CODE OF CONDUCT FOR BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL

I declare that the Company has received affirmation of compliance with the “Code of Conduct for Board Members and Senior Management Personnel” laid down by the Board of Directors, from all the Directors and Senior Management Personnel of the Company, for the period the Director's Report has been prepared.

For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

Nagpur, Monday August 22, 2022

 **Ajayprakash Kanoria**
Chairman, Managing Director & CEO

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
[Emkay Taps and Cutting Tools Limited](#)
Nagpur

We have reviewed the compliance of the conditions of Corporate Governance by M/s. Emkay Taps and Cutting Tools Limited as on the date of Director's Report for F.Y. 2021-22, as stipulated in the regulation 34(3) of SEBI (LODR) regulation, 2018 ("Listing Regulation") of the said Company with the Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our review was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing Regulation.

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

[Nagpur, Monday August 22, 2022](#)

For [H. ROSHAN & ASSOCIATES](#)
Company Secretaries

 [ROSHAN HARDE](#)
(Proprietor)

Mem. No. 34630

CP. No. 13138

UDIN:- A034630D000803783

Peer Review Certificate no. 1442/2021

CERTIFICATION FROM THE MANAGING DIRECTOR AND THE CFO

In terms of regulation 34(3) of SEBI (LODR) regulation, 2018, we hereby certify as under:

- a) We have reviewed financial statements and the cash flow statement for the year ended March 31, 2022 and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violates the Code of Conduct of the Company.
- c) We accept responsibility for establishing and maintaining

internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

- d) We do Further certify that there has been:
 - i. No Significant changes in internal control over financial reporting during the year;
 - ii. No Significant changes in accounting policies during the year;
 - iii. No Instances of fraud of which we have become aware and the involvement therein, of the management or an employee having significant role in the Company's internal control system over financial reporting.

Nagpur, Monday August 22, 2022

For Emkay Taps and Cutting Tools Limited

 Ajayprakash Kanoria

Chairman, Managing Director & CEO

 Vishnu Sontakke

Chief Financial Officer

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Our organizational functioning -Manufacturing - Cutting Tools (Metal cutting machine tools) - catering to the needs of automobile and auto-ancillary industry, electrical fittings industry, Defense components along with Aerospace and general engineering industry requirements covering major sectors of Engineering and Capital Goods Industry in broader sense.

2020 outbreak of COVID-19 pandemic in the country which became gross post March 2020 and is still continuing in various parts of the country, however due to prompt and timely vaccination spread of virus is under control. In previous Annual reports for FY 2020 and FY 2021 the impact of COVID -19 on the business was discussed and informed. Though the economy is reviving and so does the company is and the management is trying their best to get back on track, the Pandemic effect can be still witnessed affecting the financial position of the Company during the period under review and the date of Report.

During the FY 2021-22, the business environment in the first half year continued to be un-conducive as the country witnessed second wave of the worldwide pandemic; the manufacturing activities that commenced after lockdown in FY 2020 and were about to gear up encountered slowdown due to movement restriction imposed by the state and the central government pursuant to second wave in April-May 2021 which continued till end of October 2021; Due to this during the month of April-September 2021 there was slight impact on the business operations however as the management anticipated there was 10-20% normalization during the first quarter of 2022 and thereafter.

Compounding the damage from the COVID-19 pandemic, the Russian invasion of Ukraine has magnified the slowdown in the global economy, which is entering what could become a protracted period of feeble growth and elevated inflation, according to the World Bank's latest Global Economic Prospects report.

The Central and State Government break the chain order(s) from time to time helped the industry and the company to cope up and continue its business during these hard times of pandemic all over the world. Further, Government measures and incentives per se Automobile industry are not sufficient enough to revive the demand. The management is not optimistic about the sales position in the coming months unless suitable measures to revive the automobile demand are taken by the Government. This is not in control of the Company and position will change as the situation changes in the country.

Overall, the challenges posed by COVID-19 pandemic has continued to disrupt billions of lives and are jeopardizing decades of development progress. Although there are uncertainties due to the pandemic, the Company managed well to navigate the challenges ahead and gain market share.

Following the Pandemic, the war in Ukraine has triggered a costly humanitarian crisis that demands a peaceful resolution. At the same time, economic damage from the conflict will contribute to a significant slowdown in global growth in 2022 and add to inflation.

The company is continuously assessing the future impact of COVID-19 and other currently prevailing adverse conditions in the world and the country on its operations, profitability liquidity position and demand for its products manufactured by the company. Management is optimistic for the growth of the business subject to changes in the situation country-wide and world-wide amidst the COVID-19 pandemic and Ukraine Russia War.

The Global Economy in Crisis

Global economic prospects have worsened significantly since January 2022. At the time, it had been projected the global recovery to strengthen from the second quarter of this year after a short-lived impact of the Omicron variant. Since then, the outlook has deteriorated, largely because of Russia's invasion of Ukraine-causing a tragic humanitarian crisis in Eastern Europe-and the sanctions aimed at pressuring Russia to end hostilities. This crisis unfolds while the global economy was on a mending path but had not yet fully recovered from the COVID-19 pandemic, with a significant divergence between the economic recoveries of advanced economies and emerging market and developing ones. In addition to the war, frequent and wider-ranging lockdowns in China-including in key manufacturing hubs-have also slowed activity there and could cause new bottlenecks in global supply chains. Higher, broader, and more persistent price pressures also led to a tightening of monetary policy in many countries. Overall risks to economic prospects have risen sharply and policy trade-offs have become ever more challenging.

The war in Ukraine has triggered a costly humanitarian crisis that demands a peaceful resolution. Economic damage from the conflict will contribute to a significant slowdown in global growth in 2022. Even as the war reduces growth, it will add to inflation. Fuel and food prices have increased rapidly, with vulnerable populations-particularly in low-income countries-most affected. Elevated inflation will complicate the trade-offs central banks face between containing price pressures and safeguarding growth.

Global Growth- Beyond 2023, global growth is forecast to decline to about 3.3 percent over the medium term. Crucially, this forecast assumes that the conflict remains confined to Ukraine, further sanctions on Russia exempt the energy sector (although the impact of European countries'

decisions to wean themselves off Russian energy and embargoes announced through March 31, 2022, are factored into the baseline), and the pandemic's health and economic impacts abate over the course of 2022. Scarring effects are expected to be much larger in emerging market and developing economies than in advanced economies-reflecting more limited policy support and generally slower vaccination-with output expected to remain below the pre-pandemic trend throughout the forecast horizon.

Scarring effects are expected to be much larger in emerging market and developing economies than in advanced economies-reflecting more limited policy support and generally slower vaccination-with output expected to remain below the pre-pandemic trend throughout the forecast horizon.

Inflation is expected to remain elevated for longer than it was forecasted as it is driven by war-induced commodity price increases and broadening price pressures. For 2022, inflation is projected at 5.7 percent in advanced economies and 8.7 percent in emerging market and developing economies. If signs emerge that inflation will be high over the medium term, central banks will be forced to react faster than currently anticipated-raising interest rates and exposing debt vulnerabilities, particularly in emerging markets.

Although the drivers of inflation are in many cases beyond the control of central banks (the war, sanctions, the pandemic, supply chain disruptions), price pressures are increasingly broad-based. The appropriate monetary policy response will therefore differ across economies. In some places, including the United States, inflationary pressure had strengthened considerably and become more broad-based even before the Russian invasion of Ukraine-buoyed by strong policy support. In other countries, the prominence of fuel- and war-affected commodities in local consumption baskets could lead to broader and more persistent price pressures. In both cases, tighter monetary policy will be appropriate to check the cycle of higher prices driving up wages and inflation expectations, and wages and inflation expectations driving up prices.

A resurgence of the pandemic: Although conditions are improving, the pandemic may yet take another turn for the worse-as seen, for example, with recent rising caseloads in China and elsewhere in the Asia-Pacific region. Although the original Omicron strain ended up being relatively mild in terms of severe illness for the vaccinated, it is too soon to assess the threat its subvariants pose. A more dangerous mutation, perhaps one that retains Omicron's ability to dodge immunity but with enhanced lethality, would be a significant blow.

The ongoing climate emergency: Despite some steps on the path toward a green transition, global emissions are-on current trends-very likely to overshoot the Paris Agreement temperature goals by the end of the century and lead to catastrophic climate change (with low-likelihood outcomes such as the ice sheet collapse, abrupt ocean circulation changes, and some extreme events and warming that cannot be ruled out). Indeed, the effects of warming are already starting to show: droughts, forest fires, floods, and major hurricanes have become more frequent and more severe. And it is often those least able to cushion the blows of such events who are also most exposed to them. Depending on their implementation, policies to speed the green transition could have near-term inflationary effects which could weaken support for the vital climate policy agenda.

Multilateral efforts to respond to the humanitarian crisis, prevent further economic fragmentation, maintain global liquidity, manage debt distress, tackle climate change, and end the pandemic remain essential.

Source: <https://www.imf.org>

Indian Overview

Understandably, the crisis has clouded India's growth outlook as well. Crude oil prices are lingering above US\$100 per barrel, wheat has gone up by 50% in the last two weeks, and edible oil prices are up 20%-all of which are critical imports from the two warring nations. India also partly meets its fertilizer needs from the region. For India, which has been battling inflation for a while now, this situation is making matters worse. Higher fuel and fertilizer prices will reduce government revenues and increase subsidy costs. Furthermore, capital outflows and rising import bills will weigh on the current account balance and currency valuation.

It's not just India, but almost all emerging economies are reeling under these external shocks. We, however, believe that India's underlying economic fundamentals are strong and despite the short-term turbulence, the impact on the long-term outlook will be marginal. The results of growth-enhancing policies and schemes (such as production-linked incentives and government's push toward self-reliance) and increased infrastructure spending will start kicking in from 2023, leading to a stronger multiplier effect on jobs and income, higher productivity, and more efficiency-all leading to accelerated economic growth.

Furthermore, the emphasis on manufacturing in India, various government incentives such as lower taxes, and rising services exports on the back of stronger digitization and technology transformation drive across the world will aid in growth. Also, several spillover effects of geopolitical conflicts could enhance India's status as a preferred alternate investment destination. On the health front, a large, vaccinated population will likely help contain the impact of subsequent infections waves, if any.

GDP grew by 5.4% during October-December 2021 (Q3 FY2021-22), slower than earlier estimated. Growth in the July-September quarter was revised up to 8.4%, which explains the fading recovery in the subsequent quarter. The uneven (modest, at best) recovery in a few sectors, especially agricultural, manufacturing, and contact-intensive services sectors, weighed on the overall growth.

In the last quarter of the fiscal year, the rapidly spreading, although milder, omicron outbreak curtailed economic activity in January. High-frequency indicators such as mobility indices, passenger traffic, and consumer and investor confidence all suggest a dampened economic activity in the month. Heightened geopolitical uncertainties since February have impacted commodity and food prices. In short, growth in the last quarter of the current fiscal year (i.e. year under review) is expected to be slightly lower than previously expected.

Inflation is expected to skyrocket in the next few quarters of FY 2022-23 because of higher food and fuel prices and negative terms of trade. The RBI will likely lean toward containing prices and, therefore, raise policy rates. However, the RBI will be watchful of how the inflation dynamics play out-it may accordingly decide to use other policy instruments to keep inflation and currency depreciation in check. The frequency and the number of hikes will also depend on how gradual the demand recovery is and whether credit tightening is successful in deescalating inflation.

The next few months will be critical for India's economy as the government and the RBI work at balancing the stress on inflation, currency, external accounts, and fiscal deficit. The good news is, India has endured the pandemic for over two years and has come out of it more resilient. The hope is that the current pressures on the economy too shall pass!

Source: <https://www2.deloitte.com/us/en/insights/economy/asia-pacific/india-economic-outlook-04-2022.html>

◆ Ongoing pandemic effects and recovery

The ongoing COVID-19 pandemic has been the first of its kind the world has witnessed in the 21st century. The cyclical slowdown that set in the Indian economy before the outbreak of the pandemic, got exacerbated on the back of cliff effects and scarring generated by the pandemic. The pandemic has caused a deep dent on livelihoods and has scarred minds, production capacities and confidence with far-reaching economic and social costs, and the post-pandemic new normal may be very different from the pre-pandemic situation.

Source: <https://rbi.org.in/scripts/PublicationsView.aspx?id=21035>

The Indian economy renewed its tryst with the recovery from the pandemic in 2021-22, albeit interrupted by a virulent second wave of infections and a relatively milder third wave. Headline inflation spiked on repetitive supply shocks during the year, though reversion to the target was also evident as shocks receded. Monetary and credit conditions evolved in sync with the accommodative monetary policy stance, although global spillovers towards the close of the year led to some tightening in financial conditions and heightened volatility in financial markets. A robust recovery in tax revenues helped contain the gross fiscal deficit close to budgetary targets. The sustained strength of exports and revival in inbound remittances underpinned the viability of the balance of payments, with net capital flows also contributing to the accretion to foreign exchange reserves.

Source: <https://rbi.org.in/scripts/AnnualReportPublications.aspx?id=1344>

◆ India Celebrating 75 years of Independence: Azadi Amrit Mahotsav

Like the history of the freedom movement, the journey of 75 years after independence is a reflection of the hard work, innovation, enterprise of ordinary Indians. Whether in the country or abroad, we Indians have proved ourselves with our hard work. We are proud of our Constitution. We are proud of our democratic traditions. The mother of democracy, India is still moving forward by strengthening democracy. India, rich in knowledge and science, is leaving its mark from Mars to the moon.

The Azadi Amrit Mahotsav means elixir of energy of independence; elixir of inspirations of the warriors of freedom struggle; elixir of new ideas and pledges; and elixir of Aatmanirbharta. Therefore, this Mahotsav is a festival of awakening of the nation; festival of fulfilling the dream of good governance; and the festival of global peace and development.

Source: <https://amritmahotsav.nic.in/>

◆ Our Industry

Our industry is mainly dependent on automobile and auto ancillary industries and other engineering industries however due to privatisation of defence and addition of new customer base to our existing customer base our growth is consequently linked to the future of these industries which is bright as of now. Brief outlook of automobile industry and Auto component industry, Electrical and fittings, Defence and aerospace industry (Engineering and Capital Goods Industry) together representing as "Our Industry" forms part of this report under "Outlook of Industry".

◆ Outlook of Industry

In light of the above scenario and prevailing pandemic, humanitarian crisis and need to tackle climate change which present tossup scenario for the overall economy, we are optimistic that the "Our Industry" in India will continue to do well to have sustained performance in years to come.

◆ Automobile Industry

India's annual production of automobiles in FY22 was 22.93 million vehicles. The two wheelers segment dominates the market however, in terms of growth this is lagging behind as the price of two-wheeler has increased nearby 30-40% because of which demand has flown down and overall demand of two-wheeler is nearly 20% lower than the peak demand in the year 2018-19. Passenger vehicle segment was facing semiconductor shortage which has eased out and going forward the demand and supply is likely to be good.

India is also a prominent auto exporter and has strong export growth expectations for the near future. In addition, several initiatives by the Government of India and major automobile players in the Indian market are expected to make India one of the leaders in the two wheeler and four wheeler market in the world by 2022.

The Indian auto industry is expected to record strong growth in FY-23, post recovering from effects of COVID-19 pandemic. Electric vehicles, especially two-wheelers, are likely to witness positive sales in FY-23.

Source: <https://www.ibef.org/industry/automobiles-presentation>

◆ Auto Component Market

The Indian auto-components industry has experienced healthy growth over the last few years. The auto-components industry expanded by a CAGR of 3.28% from FY16 to FY20 to reach US\$ 45.90 billion in FY21. The industry is expected to reach US\$ 200 billion by FY26.

Due to high development prospects in all segments of the vehicle industry, the auto component sector is expected to rise by double digits in FY22. The auto-components industry accounts for 7.1% of India's Gross Domestic Product (GDP) and employs as many as 5 million people directly and indirectly. A stable government framework, increased purchasing power, large domestic market, and an ever-increasing development in infrastructure have made India a favourable destination for investment.

Source: <https://www.ibef.org/industry/autocomponents-india>

◆ Indian Engineering and Capital Goods Industry

The engineering sector is the largest of the industrial sectors in India. It accounts for 27% of the total factories in the industrial sector and represents 63% of the overall foreign collaborations. India's engineering sector has witnessed a remarkable growth over the last few years driven by increased investment in infrastructure and industrial production. The engineering sector, being closely associated with the manufacturing and infrastructure sectors, is of strategic importance to India's economy.

India, on its quest to become a global superpower, has made significant stride towards developing its engineering sector. The Government has appointed Engineering Export Promotion Council (EEPC) as the apex body in charge of promotion of engineering goods, products, and services from India. India exports transport equipment, capital goods, other machinery/equipment, and light engineering products such as castings, forgings, and fasteners to various countries of the world.

Electrical equipment market is forecasted to grow at 12% CAGR to reach US\$ 72 billion by 2025 from US\$ 48-50 billion in 2021. Electrical equipment export market is forecasted to reach US\$ 13 billion by 2025, from US\$ 8.62 billion in 2021. The Indian machine tool production and consumption were estimated at Rs. 6,602 crore (US\$ 879.38 million) and Rs. 12,036 crore (US\$ 1.6 billion) respectively, in FY-21.

India's comparative advantage vis-a-vis peers in terms of manufacturing cost, market knowledge, technology and creativity is leading to higher investment. Highly organised sector - dominated by large players employing over 4 million skilled and semi-skilled labour.

Source: <https://www.ibef.org/industry/indian-engineering-industry-analysis-presentation>

◆ Aerospace and Defense (A&D) Industry

Despite multiple significant challenges, the A&D industry has weathered the pandemic's disruption due to strong order books, and 2022 is expected to be the year where A&D companies will focus on rebuilding lost revenue streams, increasing agility in operations, and recalibrating supply networks to serve changing market demands. As the industry recovers, companies that focus on digital innovation could thrive, particularly those that prioritize greater efficiency in their engineering, manufacturing, and supply chain processes by implementing digital thread and smart factory solutions. By investing in digital initiatives across production and the supply network, A&D manufacturers can solve specific challenges such as fluctuating demand. This comprises data capture and analysis across their manufacturing footprint to identify breakpoints and opportunities for improvement. Moreover, the heightened use of digital technologies such as additive manufacturing and cognitive can contribute to a more sustainable future.

Source: <https://www2.deloitte.com/ch/en/pages/manufacturing/articles/aerospace-and-defense-industry-outlook.html>

◆ Outlook for the Company

The company has sufficient capacity and is looking out for export orders from USA, Turkey etc.; Other than export orders we are also concentrating on local markets. Overall growth depends on how the economy progress in the scenario explained above.

Nevertheless, the Company is now more focused on getting customers who are looking for application taps with special geometries, where the prices are good. Towards this objective, the Company participated in ACMEE Chennai Trade Centre, Chennai from December 09-13, 2021.

Along with increasing customer base the Company is also adding new products and improving levels of finished goods inventory to provide better services to our existing customers.

◆ Opportunities and Threats

The growth of global OEM sourcing from India and the increased indigenization of global OEM's is turning the country into a preferable designing and manufacturing base. India is expected to become the fourth largest automobiles producer globally by 2020 after China, US and Japan. Growing working population, rapid urbanization, boost in rural economy and rising middle class income are expected to remain key demand drivers. Other areas of opportunities explained above like electrical fittings, defense sector, aerospace, etc., are all growing very fast in India and we expect full benefits of growth from these sectors also.

Since auto sector is still our main market any down fall in the auto sector is likely to affect our industry. Also imports of cutting tools from China may pose a threat in some segments of our industry. The threat is medium, given the concentration of Industry clusters in specific strategic centers. However, now the Automobile industry wants proper services at local levels and materials are required just in time. We therefore have to keep specific inventories for different customers and have to supply to them immediately on the same day when we get the order. Because of superior quality and prompt services we shall be able to overcome threats from imported tools in the years to come. However, it is likely that adverse after effects of COVID-19 on overall economy may pose certain threats and challenges to the business.

Further, clear cut policy of Government of India on E-vehicles is awaited. Once the policy is declared on this, we will have to review the total impact it will have on various cutting tools being manufactured by us.

Risks and Concerns

The Company is exposed to external and internal risks associated with the business. The operations of the Company are directly dependent on the Automotive Industry and the cyclical nature of the industry affects us. General Economic conditions impact the automotive industry and in turn our operations as well. The Company is exposed to strong competitive pressures, both domestic and overseas. Company's established reputation, close customer relationships, ability to provide higher level of engineering design support and relentless drive for improvement gives us a competitive edge.

We are fully aware of risks and a systematic risk identification and mitigation framework is in place to ensure that a suitable action plan is drawn up to mitigate the same. The Company has virtually no control over external risks such as a general down turn in the economy, new regulations, government policies and interest rates.

Internal control systems and their accuracy

Considering the size and nature of the business, presently adequate internal control systems are in place. However, as and when company achieves further growth and higher level of operations, company will review the internal control system to match with changed requirement.



The company has proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against unauthorized use or disposition and that transaction are authorized and recorded correctly.

The company has constituted Audit Committee consisting of non-executive and independent Directors to look into various aspects of Accounts. The company has a clearly defined organization structure in place.

Discussion on Financial Performance with Respect To Operational Performance

◆ Revenue

Gross Revenue from main business operations was ₹ 7080.67 lakh as recorded in the previous financial year 2021-22 with a increase of 25.82% reinforcing the business growth. This has been possible because of low base in previous year. We feel that business is yet to pick-up and if overall economy progress is well we will see further progress in the years to come.

The financial year continued to be un-conducive as the country witnessed second wave of the worldwide pandemic in first quarter. In first half of 2021-22 sales marked for ₹ 3292.18 lakh which was 09.71% less as compared to second half of the financial year 2020-21. Post first half, the previous year was about to be conducive however there was outbreak of Ukraine-Russia War in February 2022; which has worsen the situation leading to increase in oil and gas prices that in turn has resulted into mounted inflation around the world. During this period company has marked good amount of sales, domestic as well as international, though the increase in revenue seems more of an outcome of increased degree of inflation.

◆ Profits

The company has earned Profit before depreciation, Interest and Taxes (PBDIT) of ₹ 4744.29 lakh during the financial year under review over the previous financial year's PBDIT of ₹ 3245.85 lakh. The profit after tax for the financial Year 2021-22 was ₹ 3525.91 as against profit after tax of ₹ 2382.80 lakh for the financial year 2020-21.

◆ Earnings per share (EPS)

The basic and diluted EPS of ₹ 10 paid up share are ₹ 33.04 and ₹ 33.04 respectively for the financial year ended March 31, 2022. The basic and diluted EPS of ₹ 10 paid up share is ₹ 22.33 and ₹ 22.33 respectively for financial year ended March 31, 2021.

◆ Reserves and Surplus

The Reserves and Surplus of the Company as on March 31, 2022 stood at ₹ 17034.37 lakh as against ₹ 13507.85 lakh as on March 31, 2021.

◆ Net worth

As on March 31, 2022, the Net worth of the company stands at ₹ 18101.51 lakh as against ₹ 14574.98 lakh in the financial year 2021-22.

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 therefore, including:

1. Operating Profit Margin (%): Operating Profit margin (excluding other income) for current year is 43.79% as against last year operating profit margin of 35.41%. The operating profit margin is substantially higher as compared to last year because of improved operating revenue and low inventory cost of the company.
2. Net Profit Margin (%): Net Profit margin for current year is 49.80% as against previous year 42.34%. The Net Profit Margin percentage shows increase as compared to last year because of improved operating revenue of the company during the year under review.

Details of any change in return on net worth as compared to the immediately previous financial year along with a detailed explanation thereof:

Return on Net-Worth for current year is 19.48% as against previous year 16.35%. Operating Profit and Net Profit Margin has increased because of improved operating revenue and low inventory cost of the company during the current year. Hence there is increase in the return on Net-worth ratio in the current year.

Segment Wise or Product Wise Performance

The company has only two reportable segments viz. Engineering Tools and Power on Consolidation basis. Detailed reporting along with figures relating to each reportable segment is disclosed as a part of the notes to the accounts in Note no. 38.

Material Developments in Human Resources / Industrial Relations Front, Including Number of People Employed

The company believes that human resources will play a key role in its future growth. Planned efforts are made to develop and retain talent. Learning and development initiatives focus on developing the professional capabilities. The company continues to provide growth opportunities to internal talent by assigning them higher responsibilities with suitable exposure and training. The company continues to maintain positive work environment and constructive relationship with its employees with a continuing focus on productivity and efficiency.



Cautionary statement

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be forward looking statements. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, amongst others, economic conditions affecting demand/supply and price conditions in the markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and incidental factors.

The information in this section is based on Industry sources and publications. Industry sources and publications generally state that the information contained therein has been obtained from sources it believes to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured.

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
M/s Emkay Taps and Cutting Tools Limited
Report on the standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of M/s. Emkay Taps and Cutting Tools Limited ("the Company") which comprises the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by 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, 2022, and profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

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

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

standalone financial statements and our auditor's report thereon.

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

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

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

Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

That Board of Directors is also responsible for overseeing the company's financial reporting process

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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.

- a. 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.
- b. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

Place: Nagpur

Date: 30/05/2022

UDIN : 22127522AJWIYD5778

- c. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- d. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- e. 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".
- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For and on Behalf of
M/S P.S. THAKARE & CO.
Chartered Accountants
FRN: 128572W

 **B. S. Thakare**
Partner
Membership No. 127522

Annexure – A - To The Independent Auditor's Report

The annexure referred to in our independent auditor's report to the members of Emkay Taps And Cutting Tools Limited ("the Company"), on the Financial Statements for the period ended 31st March 2022, we report that:

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The company does not have any intangible assets.
- (b) All the Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- (c) According to the information and explanation given to us, the records examined by us and on examination of registered sale deeds provided to us, we report that the title deeds of all the immovable properties are held in the name of the company as at the Balance Sheet date.
- (d) The company has not undertaken any revaluation of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) The physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies in the verification of inventory were noticed.
- (b) The company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets during the period under reporting and the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) The company during the year has made neither made any investments or provided any guarantee or security nor granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- (iv) In our opinion and according to the information and explanation given to us, the company has complied with the provisions of sections 185 and 186 of the Companies Act in respect of loans, investments, guarantees, and security. There were no loans granted during the year under section 185 of the Act.
- (v) The company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31st, 2022 and thus the provisions of clause (v) of the Order are not applicable to the company.
- (vi) The company has maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act and such accounts and records have been so made and maintained.
- (vii) According to the information and explanation given to us, in respect of statutory dues:
- (a) The company has been regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it with the appropriate authorities.
- (b) The company does not have any disputed statutory dues during the period under reporting.
- (viii) As per the information available from the management and as per the books of accounts of the Company, we have not come across any instances where unrecorded income of the preceeding years have been accounted in the Books of Accounts of the Company for the period under reporting.
- (ix) (a) The company has not defaulted in repayment of loans or other borrowings and in the payment of interest thereto any lender.
- (b) The company has not been declared as a wilful defaulter by any bank or financial institution or other lender.
- (c) The term loans which were obtained by the company were applied for the purpose for which the loans were obtained.
- (d) The funds raised by the company on short term basis have not been utilised for long term purposes.
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) The company has not raised any money by way of initial public offer or further public offer during the year and hence reporting under clause (x) of the Order is not applicable to the company.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures during the year.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, neither fraud by the company nor any fraud on the company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have considered whistle-blower complaints, if any, received during the year by the company;
- (xii) The company is not a Nidhi company and thus reporting under clause 3 (xii) of the Order is not applicable to the company.
- (xiii) In our opinion and according to the information and explanation given to us, the company is in compliance with provisions of section 177 and 188 of Companies Act where applicable, for all the transactions with the related parties and the details have been properly disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) The company has an internal audit system which commensurates with the size and nature of its business.
- (b) The reports of the Internal Auditors for the period under audit were considered by us.
- (xv) In our opinion and according to the information and explanation given



to us, the company has not entered into any non-cash transactions with directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the company.

- (xvi) (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The company has not conducted any Non-Banking Financial or Housing Finance activity without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) We have not come across to instance where the Group has more than one CIC as part of the Group.
- (xvii) The company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- (xviii) We have not found any instances wherein the Statutory Auditor of the Company has resigned during the period under reporting.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities,

other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists, as on the date of the audit report, that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;

- (xx) (a) In respect of other than ongoing projects, the company during the period under reporting does not have any unspent amount required to be transferred to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;
- (b) The Company does not have any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, which is required to be transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.
- (xxi) There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the Consolidated Financial Statements.

Place: Nagpur

Date: 30/05/2022

UDIN : 22127522AJWIYD5778

For and on Behalf of
M/S P.S. THAKARE & CO.
Chartered Accountants
FRN: 128572W

 **B. S. Thakare**
Partner
Membership No. 127522

Annexure B - To The Independent Auditor's Report Of Even Date On The Standalone Financial Statements

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

We have audited the internal financial controls over financial reporting of Emkay Taps & Cutting Tools Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls 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.

Auditors' Responsibility

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

Place: Nagpur

Date: 30/05/2022

UDIN : 22127522AJWIYD5778

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on 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 and on Behalf of
M/S P.S. THAKARE & CO.
Chartered Accountants
FRN: 128572W

 B. S. Thakare
Partner
Membership No. 127522



EMKAY TOOLS

Emkay Taps And Cutting Tools Limited

Balance Sheet as on 31st March 2022

PARTICULARS	Note. No.	Figures as at the end of 31 st March 2022	Figures as at the end of 31 st March 2021
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	4	106,713,000.00	106,713,000.00
(b) Reserves And Surplus	5	1,703,437,475.72	1,350,784,749.07
(2) Share Application Money Pending Allotment		-	-
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	6	6,250,000.05	-
(b) Deferred Tax Liabilities (Net)	7	9,115,429.00	8,736,850.00
(4) Current Liabilities			
(a) Short-Term Borrowings	8	26,420,855.53	-
(b) Trade Payables	9	39,379,143.42	26,961,060.95
(c) Other Current Liabilities	10	53,242,651.78	35,365,215.43
(d) Short-Term Provisions	11	89,953,585.17	59,514,738.36
Total :		2,034,512,140.67	1,588,075,613.81
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Property, Plant and Equipment	12	190,331,569.47	190,596,712.69
(ii) Intangible assets			763,452.67
(iii) Capital work-in-progress			763,452.67
(iv) Intangible assets under development			-
(b) Non-Current Investments	13	1,441,009,849.53	986,476,348.82
(c) Deferred tax assets (net)			-
(d) Long term loans and advances	14	1,420,271.50	1,407,644.00
(e) Other non-current assets		-	-
(2) Current Assets			
(a) Current Investments		-	-
(b) Inventories	15	104,827,650.00	61,699,513.00
(c) Trade Receivables	16	173,997,900.89	180,450,373.36
(d) Cash And Cash Equivalents	17	12,438,633.01	8,050,050.03
(e) Short-Term Loans And Advances	18	3,630,402.13	16,031,304.52
(f) Other Current Assets	19	106,855,864.14	142,600,214.72
Total :		2,034,512,140.67	1,588,075,613.81
Cash Flow Statement		Note 1	
Significant Accounting Policies		Note 2 & 3	
Notes forming Part of Balance Sheet		Note 4 to 46	

For Emkay Taps And Cutting Tools Ltd.

 **Ajayprakash Kanoria**
Chairman,
Managing Director & CEO
DIN No : 00041279

As Per My Report of Even Date Attached
For **M/s P.S. Thakare & Company**
Chartered Accountant
FRN 128572W

 **Shruti Sohane**
Company Secretary

 **V.K Sontakke**
Chief Finance Officer

 **B.S. Thakare**
Partner

Membership No. 127522

Place : Nagpur
Dated : 30/05/2022
UDIN : 22127522AJWIYD5778



EMKAY TOOLS

Emkay Taps And Cutting Tools Limited

Profit and Loss Account for the Year Ended 31st March 2022

PARTICULARS	Note No.	For the year ended 31 st March 2022	For the year ended 31 st March 2021
I. Revenue From Operations	20	708,067,340.11	562,756,438.58
II. Other Income	21	138,715,559.78	93,609,787.21
III. Total Income		846,782,899.89	656,366,225.79
IV Expenses			
(a) Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	22	(19,065,675.00)	27,722,405.04
(b) Cost of Raw Material Consumed	23	96,459,828.00	88,376,393.21
(c) Cost of Stores Consumed	24	14,337,733.12	11,964,484.98
(d) Cost of Packing Material Consumed	25	6,018,107.19	4,007,927.07
(e) Cost of Trading Goods Consumed	26	123,422.07	40,531.99
(f) Manufacturing Expenses	27	155,241,417.75	115,800,367.60
(g) Windmill Expenses	28	5,903,515.07	4,970,742.21
(h) Shares Expenses	29	7,705,076.85	1,967,240.16
(i) Employee Benefit Expenses	30	49,087,422.02	35,561,708.62
(j) Administration Expenses	31	46,682,660.86	34,490,209.09
(k) Selling & Distribution Expenses	32	9,860,295.36	6,879,107.01
(l) Finance Costs	33	1,131,212.62	429,577.00
(m) Depreciation And Amortization Expenses	34	33,341,294.33	33,696,283.48
Total Expenses :		406,826,310.24	365,906,977.46
V. Profit Before Exceptional And Extraordinary Items And Tax	[III - IV]	439,956,589.65	290,459,248.33
VI. Exceptional Items		-	-
VII. Profit Before Extraordinary Items And Tax	[V - VI]	439,956,589.65	290,459,248.33
VIII. Extraordinary Items		-	-
IX. Profit Before Tax	[VII - VIII]	439,956,589.65	290,459,248.33
X. Tax Expenses :			
(a) Income Tax	35	86,987,497.00	54,471,651.00
(b) Deferred Tax		378,579.00	(2,292,959.00)
XI. Profit / (Loss) From The Period From Continuing Operations	[IX - X]	352,590,513.65	238,280,556.33
XII. Profit / (Loss) From Discontinuing Operations		-	-
XIII. Tax Expense of Discounting Operations		-	-
XIV. Profit / (Loss) From Discontinuing Operations After Tax	[XII - XIII]	-	-
XV Profit / (Loss) For The Period	[XI + XIV]	352,590,513.65	238,280,556.33
XVI Earning per equity share :	36		
(1) Basic		33.04	22.33
(2) Diluted		33.04	22.33

For Emkay Taps And Cutting Tools Ltd.

Ajayprakash Kanoria
Chairman,
Managing Director & CEO
DIN No : 00041279

As Per My Report of Even Date Attached
For M/s P.S. Thakare & Company
Chartered Accountant
FRN 128572W

Shruti Sohane
Company Secretary

V.K Sontakke
Chief Finance Officer

B.S. Thakare
Partner
Membership No. 127522

Place : Nagpur
Dated : 30/05/2022
UDIN : 22127522AJWIYD5778

Emkay Taps And Cutting Tools Limited

Note 1

Statement of Cash Flow

Particulars	For the year ended	
	31.03.2022	31.03.2021
Cash Flow From Operating Activities:		
Profit before tax	439,956,589.65	290,459,248.33
Adjustment for:		
Depreciation & Amortisation Expenses	33,341,294.33	33,696,283.48
Interest Paid	1,131,212.62	429,577.00
Interest Received / Other Non Operative Receipt	(138,345,473.78)	(93,609,787.21)
Operating profit before Working Capital changes	336,083,622.82	230,975,321.60
Movement in working capital		
Decrease / (Increase) in inventories	(43,128,137.00)	90,145,542.04
Decrease / (Increase) in trade receivable	6,452,472.47	(41,036,493.72)
Decrease / (Increase) in short term loans & advances	12,400,902.39	(8,115,069.24)
Decrease / (Increase) in other current assets	57,352,463.66	(74,864,805.07)
Increase / (Decrease) in trade payable	12,418,082.47	3,541,091.89
Increase / (Decrease) in other current liabilities	17,877,436.35	7,704,461.17
Increase / (Decrease) in short term provisions	438,846.81	1,133,509.36
Cash Generated from Operation	399,895,689.97	209,483,558.03
Taxes paid (Net of Refunds)	(78,533,397.08)	(56,970,936.45)
Net Cash from Operating Activities	321,362,292.89	152,512,621.58
Cash Flow Used In Investing Activities:		
Fixed Asset Purchased (Net)	(24,697,647.64)	(14,780,256.54)
Interest Received / Other Non Operative Receipt	130,730,422.98	93,610,918.21
Adjustment for:		
Long Term Loan & Advances	(12,627.50)	(50,000.00)
Non Current Investments	(454,533,500.71)	(202,926,108.01)
Other Non Current Assets	-	-
Net Cash flow used in Investing Activities	(348,513,352.87)	(124,145,446.34)
Cash Flow From Financing Activities:		
Payment on Buy Back of Share Capital	-	-
Proceeds from Short term borrowings	26,420,855.53	(33,598,424.78)
Proceeds from Long term borrowings	6,250,000.05	-
Payment of Dividend and tax on it	-	-
Interest paid	(1,131,212.62)	(429,577.00)
Net Cash flow from Financing Activities	31,539,642.96	(34,028,001.78)
Net Increase / (Decrease) in Cash & Cash Equivalents	4,388,582.98	(5,660,826.54)
Cash & Cash Equivalents at the beginning of the year	8,050,050.03	13,710,876.57
Cash & Cash Equivalents at the end of the year	12,438,633.01	8,050,050.03

Notes:-

- The Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Accounting Standard - 3 On Cash Flow Statements as recommended by Companies Accounting Standard Rules, 2006
- Figures in Brackets represents outflow

For Emkay Taps And Cutting Tools Ltd.

 **Ajayprakash Kanoria**
Chairman,
Managing Director & CEO
DIN No : 00041279

As Per My Report of Even Date Attached
For **M/s P.S. Thakare & Company**
Chartered Accountant
FRN 128572W

 **Shruti Sohane**
Company Secretary

 **V.K Sontakke**
Chief Finance Officer

 **B.S. Thakare**
Partner

Membership No. 127522

Place : Nagpur
Dated : 30/05/2022
UDIN : 22127522AJWIYD5778



Emkay Taps And Cutting Tools Limited

Notes Forming Part of the Financial Statements

Note	Particulars
2	The Company is presently engaged in the business of Manufacture of Taps & Cutting Tools and Production of Power through Windmill. The registered office of the company is situated at Plot No. B-27 & B-27/1, MIDC Hingna Industrial Estate, Nagpur - 440016. The Company is Public Limited Company Limited by shares.
2.1	The Company is a Public Company and is listed on National Stock Exchange (India) Ltd. SME EMERGE Platform.
3	SIGNIFICANT ACCOUNTING POLICIES:
3.1	Basis of accounting and preparation of financial statements The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards as notified and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.
3.2	Use of estimates The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.
3.3	Depreciation and amortisation Depreciation has been provided on the value of Fixed Assets acquired as per the rates and manner as prescribed in Schedule II to the Companies Act, 2013. In respect of additions/extensions forming integral part of existing assets & adjustments to Fixed Assets on account of exchange difference, if any, depreciation has been provided over residual life of the respective fixed assets. Leasehold Land, if any, has been amortised over the period of lease.
3.4	Revenue recognition Income & expenses are recognised and accounted on accrual basis. Where the ability to assess the ultimate collection with reasonable certainty is lacking at the time of raising any claim, revenue recognition is postponed to the extent of uncertainty involved.
3.5	Tangible fixed assets Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.
3.6	Earnings per share Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. The company has not issued any dilutable Shares to any persons. The EPS has been calculated as per Accounting Standard 20 "Earning Per share" issued by The Institute of Chartered Accountants of India.
3.7	Taxes on income "Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability."

Note	Particulars
3.8	<p>Investment</p> <p>Current Investments are carried at lower of cost and quoted/fair value, computed category wise. Long Term investments are carried at cost. Provision for diminution in the value of Long Term Investments in made only if; such a decline is other than temporary.</p>
3.9	<p>Inventory</p> <p>The inventories, i.e. Raw Materials, Stores and spares, Finished Goods etc. have been value at lower of cost or net realisable value. Cost of Inventories comprises of all costs of purchase, cost of conversion and other cost incurred in bringing them to their respective present location and condition. The cost of raw Material and Stores & Spares is determined at Weighted Average Cost basis. By-products are valued at Net Realisable value. The cost of work in progress and finished stock is determined on the absorption costing method. The value of Finished Goods includes Excise Duty wherever applicable.</p>
3.10	<p>Employee Benefits</p> <p>The Company makes contribution towards Provident Fund and ESIC to a defined contribution retirement benefit plan for qualifying employees. The provident plan is operated is operated partly by Regional Provident Fund Commissioners and partly by an independent Trust, ESIC by Government agencies. Under the said schemes the company is required to contribute a specific percentage of pay roll costs in respect of eligible employees to the retirement benefit schemes to the fund benefits.</p> <p>Short Term Employee Benefits are recognized as an expense in the year in which the related service is rendered at the undiscounted amount in the statement of Profit and Loss.</p> <p>During the Period, the company has recognised Rs. 13,51,938/- for Provident Fund contribution, Rs. 1,46,936/- for ESIC. The Contributions payable to these plans by the Company are at the rates specified in the rules of the Schemes.</p>
3.11	<p>Cash Flow Statements :</p> <p>The Cash Flow Statement of the Company has been prepared as per Accounting Standard - 3 : "Statement of Cash Flow" as prescribed by the Institute of Chartered Accountants of India using the Indirect Method.</p>
3.12	<p>Impairment of assets</p> <p>An impairment loss is recognized wherever the carrying amount of fixed assets exceeds the recoverable amount i.e. the higher of the assets' net selling price and value in use.</p>
3.13	<p>Segment Reporting</p> <p>The segment reporting of the Company as prepared in the Notes to Accounts of the Company has been prepared in accordance with the Accounting Standard 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India. For the purpose of Reporting the Company has Two (2) segments as mentioned below which are considered as primary segments based on Business undertaken by the Company.</p> <p>Segment A : Manufacturing of Taps & Cutting Tools Segment B : Production of Power through Windmill</p>
3.14	<p>Provisions and contingencies</p> <p>A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. The Accounting Standard - 29 issued has been duly followed while preparing the Balance Sheet for the year ended on 31st March 2022.</p>



Emkay Taps And Cutting Tools Limited

Note Forming Part of Balance Sheet as on 31st March, 2022

PARTICULARS	Figures as at the end of 31 st March 2022	Figures as at the end of 31 st March 2021
Note 4		
SHARE CAPITAL		
Authorised 1,20,00,000 Share of Rs. 10/- Each	120,000,000.00	120,000,000.00
Issued and Subscribed 1,06,71,300 Shares of Rs. 10/- Each Fully Paid Up	106,713,000.00	106,713,000.00
Paid Up 1,06,71,300 Shares of Rs. 10/- Each Fully Paid Up	106,713,000.00	106,713,000.00
TOTAL :	106,713,000.00	106,713,000.00

4.1 Reconciliation of number of shares outstanding at the beginning and at the year of the year

	Year Ended 31 st March 2022		Year Ended 31 st March 2021	
	No. of Share	In ₹	No. of Share	In ₹
Number of shares at the beginning of the year	10671300.00	106,713,000.00	10671300.00	106,713,000.00
Add : Alloted during the year				
On Preferential Basis	-	-	-	-
On Rights Issue	-	-	-	-
On Bonus Issue	-	-	-	-
Less : Buy Back during the year	-	-	-	-
Number of shares at the end of the year	10671300.00	106,713,000.00	10671300.00	106,713,000.00

4.2 Terms/Rights attached to equity Shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each Shareholder is eligible for one vote per share held. In an event of liquidation of the company, the equity shareholders will be entitle to receive any of the remaining assets of the Company, after distribution of all preferential amounts. the distribution will be in the proportion to the number of equity shares held by the shareholder.

4.3 The Company does not have any Holding/Ultimate Holding Company.

4.4 No convertible securities have been issued by the Company during the period under reporting.

4.5 No shares have been reserved for issue under options and contracts/ commitments for the sale of shares/disinvestments.

4.6 No calls are unpaid by any Director(s) of the Company during the year under reporting.

4.7 Details of Share holding more than 5% shares in the company.

	Year Ended 31 st March 2022		Year Ended 31 st March 2021	
	No. of Share	% Holding	No. of Share	% Holding
1. Ajayprakash Kanoria (HUF)	4353960	40.80%	4322160	40.50%
2. Alka Ajayprakash Kanoria	1124190	10.53%	1124190	10.53%
3. Nagpur Tools Pvt. Ltd.	1893600	17.74%	1893600	17.74%
4. Ajayprakash Kanoria	628050	5.89%	614250	5.76%
5. Sudarshan Trading & Manufacturing Pvt. Ltd.	1045200	9.79%	1053000	9.87%
6. Anmesh Trade & Investments	566400	5.31%	447000	4.19%

4.8 Details of Share holding by Promoters in the company.

Promoter Name	No. of Shares as on 31/.03/2022	% of total shares	% Change during the year
1. Ajayprakash Murlidhar Kanoria (HUF)	4353960	40.80%	0.74%
2. Nagpur Tools Private Limited	1893600	17.74%	-
3. Alka Ajayprakash Kanoria	1124190	10.53%	-
4. Ajayprakash Murlidhar Kanoria	628050	5.89%	2.25%
5. Apoorvashree Kanoria	1500	0.01%	-
6. Adishree Engineering Pvt. Ltd.	1500	0.01%	-
TOTAL	8002800	74.99%	

Note 5
RESERVE AND SURPLUS :

Particulars		Figures as on the end of 31 st March 2022		Figures as on the end of 31st March 2021
Share Premium Account				
Balance as per last Balance Sheet	42,040,780.00		42,040,780.00	
Less: Withdrawal During the Year	-	42,040,780.00	-	42,040,780.00
Sicom Capital Incentive Reserve				
Balance as per last Balance Sheet	2,975,000.00		2,975,000.00	
Add : Addition during the year	-	2,975,000.00	-	2,975,000.00
D.C.V.L. Subsidy				
Balance as per last Balance Sheet	970,900.00		970,900.00	
Add : Addition during the year	-	970,900.00	-	970,900.00
" Industrial Promotion Subsidy (From Govt. of Maharashtra under Package Scheme) "				
Balance as per last Balance Sheet	15,011,030.00		13,366,030.00	
Add : Addition during the year		15,011,030.00	1,645,000.00	15,011,030.00
Profit & Loss Account				
Balance as per last Balance Sheet	1,289,787,039.07		1,051,505,351.74	
Add : Profit During the year	352,590,513.65		238,280,556.33	
Add : Last Year Short Provision of Interest Received	-		1,131.00	
Add : Dividend Income Short Accounted Last Year	62,213.00	1,642,439,765.72	-	1,289,787,039.07
Total :		1,703,437,475.72		1,350,784,749.07

Note 6
LONG TERM BORROWINGS :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Secured Loans				
ICICI Bank Term Loan	6,250,000.05	6,250,000.05	-	-
(Secured against Hypothecation of Current Assets and movable Fixed Assets)				

Note 7
DEFERRED TAX LIABILITIES

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Liabilities arising out of Fixed Assets				
Balance as per Last Balance Sheet	8,736,850.00		11,029,809.00	
Asset Created During the Year	(378,579.00)	9,115,429.00	2,292,959.00	8,736,850.00
Total :		9,115,429.00		8,736,850.00

Note 8
SHORT TERM BORROWINGS :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
ICICI Bank Ltd : Cash Credit Account No. : 624251000017 (Secured Against Hypothecation of Entire Current Assets including Inventory, book debts & Receivable)	21,420,855.53		-	
ICICI Bank Ltd : Current Maturity of Long Term Loan due within 12 months (Secured against Hypothecation of Current Assets and movable Fixed Assets)	5,000,000.00		-	
		26,420,855.53		-
Total :		26,420,855.53		-

Note 9
TRADE PAYABLES :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Due to :				
Micro and Small Enterprises	2,573,909.10		2,832,901.99	
Other Payables	29,141,260.85		18,773,670.99	
Related Party	7,663,973.47	39,379,143.42	5,354,487.97	26,961,060.95
(Refer Note No 43 for Trade payables ageing Schedule)				
Total :		39,379,143.42		26,961,060.95

Note 10
OTHER CURRENT LIABILITIES :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Deposits & Advances Received	6,679,525.47		285,263.97	
Liability For Expenses	25,565,549.76		18,262,213.23	
Statutory Liabilities	20,465,857.27		16,778,793.07	
Other Credit Balances	531,719.28	53,242,651.78	38,945.16	35,365,215.43
Total :		53,242,651.78		35,365,215.43

Note 11
SHORT TERM PROVISIONS :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
For Employee Benefits	2,320,686.00		2,184,234.00	
For Others	87,632,899.17	89,953,585.17	57,330,504.36	59,514,738.36
Total :		89,953,585.17		59,514,738.36

Note 12
PROPERTY, PLANT & EQUIPMENT

PARTICULARS	RATE OF DEP.	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		BALANCE AS ON 01-04-2021	ADDITION DURING THE YEAR	SALE/ TRANSFER DURING THE YEAR	BALANCE AS ON 31-03-2022	BALANCE AS ON 01-04-2021	DEPRECIATION DURING THE YEAR	DEPRECIATION REVERSED	BALANCE AS ON 31-03-2022	BALANCE AS ON 31-03-2022	BALANCE AS ON 31-03-2021
Land No. 1	0.00%	1,350,000.00	-	-	1,350,000.00	-	-	-	-	1,350,000.00	1,350,000.00
Land No. 2	0.00%	766,710.00	-	-	766,710.00	-	-	-	-	766,710.00	766,710.00
Building No. 1	9.50%	33,105,795.89	-	-	33,105,795.89	11,714,965.25	2,032,128.91	-	13,747,094.16	19,358,701.73	21,390,830.64
Building No. 2	9.50%	3,833,547.56	-	-	3,833,547.56	2,826,414.71	95,677.62	-	2,922,092.33	911,455.23	1,007,132.85
Furniture & Fixture	25.89%	4,534,525.64	668,737.00	10,850.00	5,192,412.64	2,264,129.59	576,356.04	7.70	2,840,477.93	2,351,934.71	2,270,396.05
Mobile Phone	63.16%	679,604.16	185,143.22	-	864,747.38	552,143.96	76,807.95	-	628,951.91	235,795.47	127,460.20
Office Equipments	45.07%	2,407,001.56	351,351.50	-	2,758,353.06	2,089,667.80	130,562.61	-	2,220,230.41	538,122.65	317,333.76
Plant & Machinery	18.10%	305,614,268.90	24,619,537.23	356,467.77	329,877,338.36	193,206,304.65	22,914,278.88	306,530.97	215,814,052.56	114,063,285.80	112,407,964.25
Generator	18.10%	897,150.00	-	-	897,150.00	852,292.50	-	-	852,292.50	44,857.50	44,857.50
Compressors	18.10%	2,878,404.41	480,000.00	-	3,358,404.41	1,560,076.89	234,904.87	-	1,794,981.76	1,563,422.65	1,318,327.52
Transformers	18.10%	992,788.00	-	-	992,788.00	405,315.43	105,870.99	-	511,186.42	481,601.58	587,472.57
Transport Trolleys	18.10%	61,830.00	-	-	61,830.00	39,519.80	4,038.14	-	43,557.94	18,272.06	22,310.20
Coolant Tower (L-6)	18.10%	812,499.79	-	-	812,499.79	267,776.88	98,594.85	-	366,371.73	446,128.06	544,722.91
Coolant Tower (B-27)	18.10%	-	994,452.67	-	994,452.67	-	157,429.45	-	157,429.45	837,023.22	-
Air Conditioners	18.10%	2,273,668.91	249,211.80	-	2,522,880.71	1,656,880.34	108,002.52	-	1,764,882.86	757,997.85	616,788.57
Elevator (Lift)	18.10%	673,728.82	-	-	673,728.82	163,695.05	92,316.11	-	256,011.16	417,717.66	510,033.77
Computers	63.16%	5,111,895.46	1,423,052.13	-	6,534,947.59	4,766,847.93	433,471.35	-	5,200,319.28	1,334,628.31	345,047.53
Computer Software	63.16%	600,236.96	-	-	600,236.96	570,225.11	-	-	570,225.11	30,011.85	30,011.85
Inspection Equipments	18.10%	4,303,225.08	413,082.16	-	4,716,307.24	2,952,371.42	244,743.39	-	3,197,114.81	1,519,192.43	1,350,853.66
Electricals Installations	25.89%	3,566,384.85	-	-	3,566,384.85	2,372,793.13	289,649.33	-	2,662,442.46	903,942.39	1,193,591.72
Fax Machine	18.10%	108,046.00	-	-	108,046.00	102,643.70	-	-	102,643.70	5,402.30	5,402.30
Pollution Control Equipment	18.10%	1,249,783.50	-	-	1,249,783.50	918,779.73	54,941.42	-	973,721.15	276,062.35	331,003.77
Motor Car	31.23%	12,440,421.12	3,821,382.60	2,900,248.00	13,361,555.72	10,251,833.80	1,212,206.17	2,755,235.60	8,708,804.37	4,652,751.35	2,188,587.32
Loader E-Cart (Electric Rickshaw)	31.23%	117,816.08	-	-	117,816.08	56,912.09	19,020.32	-	75,932.41	41,883.67	60,903.99
Motor Cycle	25.89%	197,745.00	-	-	197,745.00	168,797.17	6,571.76	-	175,368.93	22,376.07	28,947.83
Fire Safety Equipment	18.10%	1,015,465.18	-	-	1,015,465.18	35,752.72	177,327.96	-	213,080.68	802,384.50	979,712.46
Solar Plant	8.20%	7,172,915.44	76,000.00	-	7,248,915.44	9,668.70	592,713.31	-	602,382.01	6,646,533.43	7,163,246.74
TOTAL (A) :		396,765,458.31	33,281,950.31	3,267,565.77	426,779,842.85	239,805,808.35	29,657,613.95	3,061,774.27	266,401,648.03	160,378,194.82	156,959,649.96
WIND MILL DIVISION :											
Wind Mill [Mysore]	12.73%	61,290,546.00	-	-	61,290,546.00	50,862,936.00	1,327,434.75	-	52,190,370.75	9,100,175.25	10,427,610.00
Wind Mill 2 [Rajasthan]	12.73%	82,800,000.00	-	-	82,800,000.00	64,290,547.27	2,356,253.33	-	66,646,800.60	16,153,199.40	18,509,452.73
Lease Hold Land	0.00%	1,500,000.00	-	-	1,500,000.00	-	-	-	-	1,500,000.00	1,500,000.00
Lease Hold Land 2 [Rajasthan]	0.00%	3,200,000.00	-	-	3,200,000.00	-	-	-	-	3,200,000.00	3,200,000.00
TOTAL (B) :		148,790,546.00	-	-	148,790,546.00	115,153,483.27	3,683,688.08	-	118,837,171.35	29,953,374.65	33,637,062.73
TOTAL (A+B) :		545,556,004.31	33,281,950.31	3,267,565.77	575,570,388.85	354,959,291.62	33,341,302.03	3,061,774.27	385,238,819.38	190,331,569.47	190,596,712.69
PREVIOUS YEAR :		530,775,747.77	14,780,256.54	-	545,556,004.31	321,263,008.14	33,696,283.48	-	354,959,291.62	190,596,712.69	209,512,739.63

Note 13
NON-CURRENT INVESTMENTS :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
a) In Mutual Funds	181,181,543.62		83,724,887.33	
b) In Debentures	-		6,757,500.00	
c) In Quoted Equity Shares	935,977,774.25		732,771,256.84	
d) In Unquoted Equity Shares	979,205.00		979,205.00	
e) In Portfolio Management Service (PMS)	322,339,505.53		160,491,914.83	
f) In Fixed Deposit Receipts	531,821.13	1,441,009,849.53	1,751,584.82	986,476,348.82
Total :		1,441,009,849.53		986,476,348.82

Note : No diminution in value, if any, has been ascertained in case of Mutual Funds/Quoted Equity Shares/Unquoted Equity Shares held by the Company and have been recorded in the books at the Cost of Purchase by the Management.

Note - 14
LONG TERM LOANS AND ADVANCES

(Advances recoverable in cash or in kind or for value to be received)

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
a) Capital Advances (Unsecured and considered good)	22,000.00		22,000.00	
b) Security Deposits	1,398,271.50		1,385,644.00	
c) Other Loans & Advances	-	1,420,271.50	-	1,407,644.00
TOTAL :		1,420,271.50		1,407,644.00

Note - 15
INVENTORIES :

(Valued at Lower of Cost or Realisable Value as Certified by the Management)

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Raw Material	34,893,065.00		11,997,065.00	
Consumable Stores	1,314,008.00		149,576.00	
Work In Progress	7,142,392.00		3,176,466.00	
Finished Goods	61,413,225.00		45,945,486.00	
Trading Goods	6,510.00		4,480.00	
Scrap Material (At Estimated Realisable Value)	58,450.00	104,827,650.00	426,440.00	61,699,513.00
TOTAL :		104,827,650.00		61,699,513.00

Note 16
TRADE RECEIVABLES :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
<u>Outstanding for more than 6 months</u>				
a) Secured & Considered Good	-		-	
b) Unsecured & Considered Good	173,997,900.89		180,450,373.36	
c) Considered Doubtful	-	173,997,900.89	-	180,450,373.36
(Refer Note No. 43 for Trade Receivables ageing Schedule)				
TOTAL :		173,997,900.89		180,450,373.36

Note 17

CASH AND CASH EQUIVALENTS :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Cash in Hand (As certified by the Management)	169,438.92		136,023.92	
Balances with Bank	12,269,194.09	12,438,633.01	7,914,026.11	8,050,050.03
TOTAL :		12,438,633.01		8,050,050.03

Note 18

SHORT TERM LOANS AND ADVANCES :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Advances with the Suppliers	563,103.74		13,494,873.74	
Loans & Advances to Staff	1,150,525.00		921,757.00	
Other Advances	1,916,773.39	3,630,402.13	1,614,673.78	16,031,304.52
TOTAL :		3,630,402.13		16,031,304.52

Note 19

OTHER CURRENT ASSETS :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Advances with Revenue Authorities	87,532,809.02		65,458,218.15	
Other Debit Balances	19,323,055.12	106,855,864.14	77,141,996.57	142,600,214.72
TOTAL :		106,855,864.14		142,600,214.72

Note 20

REVENUE FROM OPERATIONS :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
1. Domestic Sale				
Sale of Taps & Tools				
a) Sales	805,503,903.39		639,923,102.89	
b) Deemed Export Sales (SEZ)	2,121,281.00		2,290,928.00	
Total:-	807,625,184.39		642,214,030.89	
Less : CGST Receipts	23,845,847.40		18,347,471.53	
: SGST Receipts	23,845,847.40		18,347,471.53	
: IGST Receipts	75,129,201.63		60,901,582.03	
: Discount & Rate Difference	10,528,663.54		8,269,742.61	
: Sales Return	4,154,489.36		1,805,147.18	
: T.C.S. Receipts	344,692.92	669,776,442.14	123,627.33	534,418,988.68
2. Export Sale				
a) Sale of Taps & Tools	20,725,355.67	20,725,355.67	14,979,312.18	14,979,312.18
3. Trading Sale				
a) Trading Sale	171,522.00		165,985.00	
Less : CGST, SGST, IGST & TCS	26,168.70	145,353.30	25,339.28	140,645.72
4. Scrap Sale				
a) Scrap Sale	2,664,103.00		1,327,846.00	
Less : CGST, SGST, IGST & TCS	425,363.00	2,238,740.00	211,076.00	1,116,770.00
5. Scrap Sale (Miscellaneous)				
a) Misc. Scrap Sale	-		184,231.00	
Less : CGST, SGST, IGST & TCS	-	-	25,053.00	159,178.00
6. Power Generation Unit Sale				
Power Generation Unit Sale	14,656,742.00		11,580,048.00	
Less : Discount	55,793.00	14,600,949.00	59,010.00	11,521,038.00
7. Sales of Raw Material				
			-	6,750.00
8. Licence Sales			580,500.00	413,756.00
TOTAL :		708,067,340.11		562,756,438.58

Note 21
OTHER INCOME :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Dividend Received		11,129,415.81		11,400,376.95
Duty Draw Back Receipts		370,086.00		198,036.00
Exchange Rate Fluctuation		586,272.04		373,734.41
F.D.R. Interest Received		35,558.63		697,145.98
Interest Received		333,731.81		496,326.17
Profit on Sale of Machinery		7,100,063.20		-
Profit on Sale of Motor Car		514,987.60		
Short Term Capital Gain	85,362,335.71		30,019,253.51	
Less : Short Term Capital Loss	11,924,588.55	73,437,747.16	5,366,650.68	24,652,602.83
Long Term Capital Gain	58,214,734.53		36,289,499.52	
Less : Long Term Capital Loss	22,498,052.94	35,716,681.59	34,699,518.46	1,589,981.06
Short Term Gain on Mutual Fund	105,815.26		633,050.40	
Less : Short Term Loss on Mutual Fund	-	105,815.26	1,135.94	631,914.46
Long Term Gain on Mutual Fund	9,385,200.68		53,569,669.35	
Less : Long Term Loss on Mutual Fund	-	9,385,200.68	-	53,569,669.35
TOTAL :		138,715,559.78		93,609,787.21

Note 22
CHANGES IN INVENTORY :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
1. Finished Goods :				
Opening stock	45,945,486.00		73,972,018.00	
Less : Closing stock	61,413,225.00	(15,467,739.00)	45,945,486.00	28,026,532.00
2. Work-In-Progress :				
Opening stock	3,176,466.00		3,002,784.04	
Less : Closing stock	7,142,392.00	(3,965,926.00)	3,176,466.00	(173,681.96)
3. Scrap Material :				
Opening stock	426,440.00		295,680.00	
Add : Purchase of Scrap	-		315.00	
	426,440.00		295,995.00	
Less : Closing stock	58,450.00	367,990.00	426,440.00	(130,445.00)
TOTAL :		(19,065,675.00)		27,722,405.04

Note 23
COST OF RAW MATERIAL CONSUMED :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Opening Stock	11,997,065.00		72,396,547.00	
Add : Purchase of Raw Material	118,020,402.06		26,039,212.43	
Add : Purchase of HSS Taps	1,335,425.94		1,937,698.78	
	131,352,893.00		100,373,458.21	
Less : Closing Stock of Raw Material	34,893,065.00	96,459,828.00	11,997,065.00	88,376,393.21
TOTAL :		96,459,828.00		88,376,393.21

Note 24
COST OF STORES CONSUMED :

Particulars	As on 31 st March, 2022		As on 31 st March, 2021	
Opening Stock	149,576.00		2,176,426.00	
Add : Purchase of Consumable Stores	15,502,165.12		9,937,634.98	
Less : Closing stock of Consumable Stores	1,314,008.00	14,337,733.12	149,576.00	11,964,484.98
TOTAL :		14,337,733.12		11,964,484.98

Note 25

COST OF PACKING MATERIAL CONSUMED :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Purchases	6,018,107.19	4,007,927.07
TOTAL :	6,018,107.19	4,007,927.07

Note 26

COST OF TRADING GOODS CONSUMED

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Opening Stock	4,480.00	1,600.00
Add : Purchase of Trading Goods	125,452.07	43,411.99
Less : Closing stock of Trading Goods	6,510.00	4,480.00
TOTAL :	123,422.07	40,531.99

Note 27

MANUFACTURING EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Building Repairs	2,838,103.56	2,021,729.72
Electricity Charges	12,533,246.50	7,382,113.70
Freight & Octroi	688,864.17	523,781.40
Job Work Expenses	127,807,499.67	100,432,460.20
Repairs and Maintenance	11,086,724.86	5,154,894.10
Testing Expenses	6,352.00	1,375.50
Water Charges	280,626.99	284,012.98
TOTAL :	155,241,417.75	115,800,367.60

Note 28

WINDMILL EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Insurance (Wind Mill)	108,620.00	114,093.00
Repairs & Maintenance	5,745,682.17	4,743,263.21
Electricity Charges	12,386.00	53,386.00
Lease Rent Charges	7,505.90	60,000.00
Electrical Inspection Charges	29,321.00	-
TOTAL :	5,903,515.07	4,970,742.21

Note 29

SHARES EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
PMS Portfolio Management Fees & Expenses	5,902,847.24	663,077.18
PMS Portfolio Security Transaction Tax	333,535.07	191,842.32
Security Transaction Tax	1,116,586.00	789,689.19
Stamping Charges	91,684.34	79,172.02
Stock Holding Expenses	2,826.75	14,396.86
Transaction Charges	36,452.49	28,904.05
Share Expenses	12,878.33	24,997.92
SEBI Tax	1,109.12	424.71
SGST & CGST on Shares	207,157.51	174,735.91
TOTAL :	7,705,076.85	1,967,240.16

Note 30
EMPLOYEE BENEFIT EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Bonus	2,577,412.00	2,358,497.00
E. S. I. C.	146,936.00	186,846.00
Exgratia	1,067,890.00	767,964.00
Gratuity	532,795.00	735,582.00
Incentive A/c.	5,540,398.00	3,730,146.00
Labour Welfare	785,013.76	490,509.90
Leave with Wages	240,842.00	317,815.00
Medical Expenses	50,383.00	34,910.00
Provident Fund	1,351,938.00	1,166,697.00
Stipend	7,594,167.26	1,077,210.72
Salary and Wages	29,199,647.00	24,695,531.00
TOTAL :	49,087,422.02	35,561,708.62

Note 30
ADMINISTRATION EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021		
Profession Tax	5,000.00	5,000.00		
Bank Charges	221,180.68	102,373.96		
Books and Periodicals	9,188.82	3,885.00		
Car Expenses	488,058.62	133,600.04		
Computer Software Expenses	179,100.00	286,600.00		
Conveyance Expenses	1,784,782.00	1,227,936.00		
Consultancy Fees	65,000.00	43,000.00		
CSR Expenses	4,579,264.68	4,214,478.52		
Director Travelling Expenses	534,794.37	21,821.75		
Donation	1,500.00	101,000.00		
Insurance	1,034,549.82	984,944.00		
Interest on Service Tax, GST & TDS	110,993.00	186,245.00		
Internet / Website Expenses	127,457.15	-		
Keyman Insurance	2,500,000.00	2,500,000.00		
Legal and Professional Expenses	1,149,457.00	714,064.30		
Licence Fees	82,310.00	43,000.00		
Membership Fees and Subscription	92,882.00	139,173.00		
Office Expenses	715,998.05	592,649.43		
Postage & Telegram Expenses	56,507.06	45,600.00		
Printing and Stationery	674,443.20	523,470.84		
Rent, Rates and Taxes	459,020.00	478,429.00		
Security Service Charges	742,619.00	628,140.00		
Sundry Balances W/Off	2,068,275.36	526,781.66		
Telephone Expenses	452,371.10	460,546.69		
Traveling Expenses	825,031.95	433,056.00		
GST / VAT Audit Fees	144,220.00	76,520.00		
Cenvat/Excise Expenses	124,993.00	-		
VAT/CST Expenses	492,634.00	146,120.00		
GST Expenses	2,700.00	19,724,330.86	408,308.90	15,026,744.09
Payment to Directors				
- For Remuneration	21,997,830.00		14,522,965.00	
- For Salary	4,800,000.00		4,800,000.00	
- For Sitting Fees	60,500.00	26,858,330.00	40,500.00	19,363,465.00
Payment to Auditors				
- For Audit	100,000.00		100,000.00	
- For Taxation	-		-	
- For Consultancy & Others	-	100,000.00	-	100,000.00
TOTAL :		46,682,660.86		34,490,209.09

Note 32

SELLING AND DISTRIBUTION EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Advertisement	1,173,560.27	279,639.75
Carriage Outward	5,088,130.68	4,111,133.60
Commission on Sales	1,820,700.00	1,366,275.00
Entertainment Expenses	31,329.00	29,287.00
Hospitality Expenses	42,646.86	-
Sales Promotion	266,252.55	118,974.66
Sales Promotion & Consultancy Charges	1,437,676.00	973,797.00
TOTAL :	9,860,295.36	6,879,107.01

Note 33

FINANCE COST :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Bank Interest	292,444.93	429,577.00
Interest on Term Loan	838,767.69	-
TOTAL :	1,131,212.62	429,577.00

Note 34

DEPRECIATION & AMORTISATION EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Depreciation for the Year	33,341,302.03	33,696,283.48
Less:- Depreciation reversed	7.70	-
TOTAL :	33,341,294.33	33,696,283.48

Note 35

INCOME TAX EXPENSES :

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
Current Year Income Tax Provision	86,200,000.00	56,200,000.00
Add : Tax for Earlier Year	-	-
: Short Provision of Income Tax of Earlier Year	1,276,091.00	-
Less : Excess provision of income Tax Earlier Year	488,594.00	1,728,349.00
TOTAL :	86,987,497.00	54,471,651.00

Note 36

EARNING PER SHARE

Particulars	As on 31 st March, 2022	As on 31 st March, 2021
(A) Profit for the Year	352,590,513.65	238,280,556.33
(B) Weighted Average Number of Shares	10671300.00	10671300.00
Basic Earning Per Share	33.04	22.33
Diluted Earning per Share	33.04	22.33

For **Emkay Taps And Cutting Tools Ltd.**

 **Ajayprakash Kanoria**
Chairman,
Managing Director & CEO
DIN No : 00041279

As Per My Report of Even Date Attached
For **M/s P.S. Thakare & Company**
Chartered Accountant
FRN 128572W

 **Shruti Sohane**
Company Secretary

 **V.K Sontakke**
Chief Finance Officer

 **B.S. Thakare**
Partner
Membership No. 127522

Place : Nagpur
Dated : 30/05/2022
UDIN : 22127522AJWIYD5778

Note 37
SEGMENT REPORTING

Particulars	31 st March 2022				31 st March 2021			
	Tools	Power	Others	Total	Tools	Power	Others	Total
Revenues								
Sales to External Customers	702,101,028.00	14,889,611.00	129,792,261.00	846,782,900.00	552,007,290.00	11,972,292.00	92,386,644.00	656,366,226.00
Total Segmental Revenues	702,101,028.00	14,889,611.00	129,792,261.00	846,782,900.00	552,007,290.00	11,972,292.00	92,386,644.00	656,366,226.00
Segmental Result								
Profit before interest (net of allocated corporate expenses)	348,329,963.00	5,219,366.00	87,538,474.00	441,087,803.00	224,434,493.00	2,725,737.00	63,728,595.00	290,888,825.00
Less: unallocated corporate expenses (Net of Other Income)								
Operating Profit	348,329,963.00	5,219,366.00	87,538,474.00	441,087,803.00	224,434,493.00	2,725,737.00	63,728,595.00	290,888,825.00
Interest (net of income)	1,131,213.00	-	-	1,131,213.00	429,577.00	-	-	429,577.00
Profit before Tax	347,198,750.00	5,219,366.00	87,538,474.00	439,956,590.00	224,004,916.00	2,725,737.00	63,728,595.00	290,459,248.00
Provision for Tax								
- Current Tax				86,987,497.00				54,471,651.00
- Deferred Tax				378,579.00				(2,292,959.00)
Profit from Ordinary Activities	347,198,750.00	5,219,366.00	87,538,474.00	352,590,514.00	224,004,916.00	2,725,737.00	63,728,595.00	238,280,556.00
Extraordinary items								-
Net Profit	347,198,750.00	5,219,366.00	87,538,474.00	352,590,514.00	224,004,916.00	2,725,737.00	63,728,595.00	238,280,556.00

Particulars	31 st March 2022				31 st March 2021			
	Tools	Power	Others	Total	Tools	Power	Others	Total
Other Information								
Segmental Assets	450,315,444.00	30,575,386.00	1,553,621,311.00	2,034,512,141.00	425,371,057.00	37,646,132.00	1,125,058,425.00	1,588,075,614.00
Unallocated Corporate Assets								
Total Assets	450,315,444.00	30,575,386.00	1,553,621,311.00	2,034,512,141.00	425,371,057.00	37,646,132.00	1,125,058,425.00	1,588,075,614.00
Segmental Liabilities	127,249,022.00	1,209,986.00	587,228.00	129,046,236.00	63,402,668.00	2,018,035.40	220,311.00	65,641,014.40
Unallocated Corporate Liabilities								
Total Liabilities	127,249,022.00	1,209,986.00	587,228.00	129,046,236.00	63,402,668.00	2,018,035.40	220,311.00	65,641,014.40
Capital Expenditure during the year (Including Movement in CWIP)	32,518,498.00	-	-	32,518,498.00	14,780,256.00	-	-	14,780,256.00
Depreciation & Amortisation Exps.	29,657,606.00	3,683,688.00	-	33,341,294.00	29,475,259.00	4,221,024.00	-	33,696,283.00

Notes :

- The above Financials results have been arrived at after going through the Balance Sheet and Profit & Loss Account for the Company for the year ending on 31st March, 2022
- This segment report of M/s Emkay Taps & Cutting Tools Ltd. is prepared in accordance to the Accounting Standard 17 - "Segment Reporting"
- For the purpose of this reporting, Business Segment are considered as primary segments. Since the Company is operating from single location. There are no Geographical segments for the company.
However, based on Business Line, there are 2 segments, viz., Manufacturing of Tools and Generation of Power.
- The measurement principles for segment reporting are based on IND AS adopted in the consolidated financial statements. Segment's performance is evaluated based on segment revenue and profit or loss from operating activities, i.e., segment results.
- Operating revenues and expenses related to both third party and inter-segment transactions are included in determining the segment results of each respective segment. Finance income earned and finance expense incurred is not allocated to individual segment and the same has been reflected at the Group Level for segment reporting. Inter-segment pricing and terms are reviewed and changed by the management to reflect changes in market conditions and changes to such terms are reflected in the period the change occurs. Segment information prior to the change in terms is not restated. These transactions have been eliminated on consolidation. The total assets disclosed for each segment represent assets directly managed by each segment, and primarily include receivables, property, plant and equipment, intangibles, inventories, operating cash and bank balances, inter-segment assets and exclude derivative financial instruments, deferred tax assets and income tax recoverable.
- Segment liabilities comprise operating liabilities and exclude external borrowings, provision for taxes, deferred tax liabilities and derivative financial instruments.
- Segment capital expenditure comprises additions to property, plant and equipment and intangible assets (net of rebates, where applicable).

Note 38

EMPLOYEE COSTS

Particulars	As on March 31 st , 2022	As on March 31 st , 2021
Salary Allowances & Others	47,055,753	33,472,584
Defined contribution plan	1,498,874	1,353,543
Defined benefit plan/other long term benefits	532,795	735,582
Share based compensation	-	-
Total	49,087,422	35,561,709

Note 39

INCOME TAXES

The major components of the Income Tax Expenses are Follows :

Particulars	As on March 31 st , 2022	As on March 31 st , 2021
<u>Current Income Tax</u>		
in India	86,200,000	56,200,000
Overseas	-	-
Deferred Tax		
Relating to origination and reversal of temporary differences	378,579	(2,292,959)
Relating to changes in tax rates	-	-
Tax expense attributable to current year's profit (A) :-	86,578,579	53,907,041
Adjustments in respect of income tax of previous year :		
Current income tax		
in India	787,497	(1,728,349)
Overseas	-	-
Total (B) :-	787,497	(1,728,349)
Total (A+B) :-	87,366,076	52,178,692

The company during the Period has earned a profit of Rs. 43,99,56,589.65, A provision of Rs. 8,62,00,000.00 for Income Tax as required by Income Tax Act, 1961 has been made in the Books of Account.

Note 40

CURRENT ASSETS, LOANS AND ADVANCES

In the opinion of the management, Current Assets, Loans and Advances are of the values stated, if realised in the ordinary course of business

Note 40

RELATED PARTY TRANSACTIONS

Related Party transactions represent transactions entered into by the Group with entities having significant influence over the Group ('significant influence entities'), associates, joint ventures and other related parties. The transactions and balances with the related parties for the year ended March 31st, 2022 and Year ended March 31st, 2021,

RELATED PARTY DISCLOSURE

A. Key Management Persons :
Mr. Ajayprakash Kanoria
Mrs. Alka Kanoria
Mr. Vishnu Sontakke
Ms. Shruti Sohane

B. Related Parties
Nagpur Tools Pvt. Ltd.
Adishree Engineering Pvt. Ltd.

Summary of Transactions with Above Parties :

Particulars	Year Ended March 31 st , 2022	Year Ended March 31 st , 2021
a. Transactions for the period		
Nagpur Tools Pvt. Ltd.:-		
Job Work Expenses (Gross Including Taxes)	76,140,996.00	59,946,286.00
Purchase of Scrap (Gross Including Taxes)	-	373.00
Adishree Engineering Pvt. Ltd.		
Job Work Expenses (Gross Including Taxes)	10,186,176.00	4,681,768.00
Purchase of HSS Taps (Gross Including Taxes)	-	495,701.00
Closing Balance		
	Year Ended March 31 st , 2022	Year Ended March 31 st , 2021
Due from		
Nagpur Tools Pvt. Ltd.	-	-
Vishnu Sontakke	179,500.00	2,500.00
Shruti Sohane	33,000.00	39,000.00
Due to:-		
Ajayprakash Kanoria	9,662,961.95	6,045,680.00
Alka Ajayprakash Kanoria	6,140,856.31	3,954,386.00
Nagpur Tools Pvt. Ltd.	6,415,023.60	3,314,544.00
Adishree Engineering Pvt. Ltd.	1,248,949.87	2,039,943.97

Note : Outstanding balances at period end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. The Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is taken each year through examining the financial position of the related party and market in which the related party operates.

Remuneration to key management personnel were as follows :

Particulars	Year Ended March 31 st , 2022	Year Ended March 31 st , 2021
1) Ajayprakash Kanoria		
Salary	3,600,000.00	3,600,000.00
Remuneration	13,198,700.00	8,713,780.00
2) Alka Kanoria		
Salary	1,200,000.00	1,200,000.00
Remuneration	8,799,130.00	5,809,185.00
3) Vishnu Sontakke		
Salary	808,782.00	618,314.00
4) Shruti Sohane		
Salary	493,200.00	452,000.00
Total	28,099,812.00	20,393,279.00

Note 42
CONTINGENCIES

Particulars	Year Ended March 31 st , 2022	Year Ended March 31 st , 2021
(i) Taxes, Duties and Other Demands (under adjudication/appeal/dispute)	-	-
(ii) Claims under legal cases including arbitration matters	-	-
Total	-	-

The above mentioned contingent liabilities represent disputes with various government authorities in the respective jurisdiction where the operations are based and it is not possible for the Group to predict the timing of final outcome.

Based on the Company's evaluation, it believes that it is not probable that the claim will materialise for below cases and therefore, no provision has been recognised.

Note 43
AGEING SCHEDULE FOR TRADE PAYABLES AND RECEIVABLES
i) Ageing Schedule of Trade Payables

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	2,033,268.10	260,320.00	280,321.00	-	2,573,909.10
(ii) Others	36,805,234.32	-	-	-	36,805,234.32
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

ii) Ageing Schedule of Trade Receivables

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables - considered good	170,568,907.22	2,685,875.67	6,407.00	693,198.00	43,513.00	173,997,900.89
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-

Note 44
ADDITIONAL REGULATORY INFORMATION
i) Title Deeds of Immovable Property not held in the name of the Company

The company does have any immovable property whose title deeds are not held in the name of the company during the period under reporting.

ii) Disclosures for Loans and Advances to Related persons

During the period under reporting, the Company has not granted Loans and Advances in the nature of loans to Promoters, Directors, KMP's and related parties (as defined under Companies Act, 2013) either severally or jointly with any other person.

iii) Capital - Work - in Progress (CWIP)

The company does not have any Capital-Work-in Progress during the period under reporting.

iv) Intangible Assets under Development

During the period under reporting, the Company has no Intangible Assets which are under Development stage.

v) Borrowing from Banks and Financial Institution on security of Current Assets

The Company has a Cash Credit facility availed from ICICI Bank during the period under reporting.

a) The quarterly returns of statements of current assets filed by the Company with the Bank are in agreement with the books of accounts.

vi) Ratios

Particulars	As on March 31 st , 2022	As on March 31 st , 2021	% Change in Ratio
1. Current Ratio	1.922	3.355	-43%
2. Debt - Equity Ratio	0.119	0.084	42%
3. Debt Service Coverage Ratio	1.45%	0.19%	681%
4. Return on Equity Ratio	19.48%	16.35%	19%
5. Inventory Turnover Ratio	8.50	5.27	61%
8. Net Capital Turnover Ratio	2.95	2.16	36%
9. Net profit Ratio	49.80%	42.34%	18%
10. Return on Capital Employed	24.16%	19.84%	22%

The Current Ratio has reduced by 43% due to the change in reporting format as per the Schedule III of the Companies Act, 2013 thereby categorising Term Loans due to be payable within 12 months as Short Term Borrowings. Further Debt Equity Ratio and Debt Service Ratio has fluctuated due to new Term Loan taken by the Company during the period under reporting. The Net Capital Turnover Ratio has increased by 36% due to no outflow of funds from the company to the shareholder in any form during the period under reporting.

vii) Undisclosed Income

The Company does not have any income which have been surrendered or disclosed as income during the year in the tax assessment under The Income Tax Act, 1961.

Note 45

EXPENDITURE IN RELATION TO CSR EXPENDITURE

As per Sec 135 of the Companies Act, 2013, the Company is required to undertake expenditure in respect of Corporate Social Responsibility (CSR). Disclosure in respect of CSR is as follows:

The Company is spending in various Healthcare, education of needy persons and environment protection as a part of its CSR activities.

Particular	Amount	Amount
A) Gross amount required to be spent by the Company during the year	Rs. 44.15 Lacs	Rs. 42.54 Lacs
B) Amount spent by the Company during the Year	*Rs. 45.79 Lacs	Rs. 42.14 Lacs
C) Shortfall at the end of the year	Nil	Rs. 0.40 Lacs

Note:-

1) *Amount Spent by the company during the year includes Rs. 39,988.36 towards unspent CSR amount of previous year and has been deposited to Swacchha Bharat Kosh of Central Govt. of India

Note 43

PREVIOUS YEAR FIGURES

The previous year figures have been regrouped, recasted and reclassified wherever necessary to make them comparable with those of current year figures.

For **Emkay Taps And Cutting Tools Ltd.**

 **Ajayprakash Kanoria**
Chairman,
Managing Director & CEO
DIN No : 00041279

 **Shruti Sohane**
Company Secretary

 **V.K Sontakke**
Chief Finance Officer

As Per My Report of Even Date Attached
For **M/s P.S. Thakare & Company**
Chartered Accountant
FRN 128572W

 **B.S. Thakare**
Partner
Membership No. 127522

Place : Nagpur
Dated : 30/05/2022
UDIN : 22127522AJWIYD5778

**27th Annual General Meeting
Attendance Slip**

EMKAY TAPS AND CUTTING TOOLS LIMITED

CIN: L29220MH1995PLC091091

Address of the registered office and contact details: Plot No B-27 and B-27/1, MIDC HINGNA, INDUSTRIAL ESTATE, NAGPUR-440016 MH IN

Tel Ph.: 07104-237584 Email: investors@etctl.com

DPID _____

Client ID _____

Registered Folio No.: _____

No. of Shares: _____

Name(s) and Address of the Shareholder/Proxy in full:

I certify that I am a shareholder / proxy of the shareholder of the Company. I/We hereby record my/our presence at the **27th Annual General Meeting** of the Company being held on **Saturday September 17, 2022 at 11.30 a.m.** at B-27 7 B-27/1 M.I.D.C. Hingna, Industrial Estate at Nagpur-440016.

Signature of Shareholder/Proxy

Note: Please fill in Attendance Slip and hand it over at the Entrance of the Hall.



EMKAY TOOLS

27th Annual General Meeting

FORM NO. MGT-11

PROXY FORM

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

CIN : L29220MH1995PLC091091
 Name of the company : **EMKAY TAPS AND CUTTING TOOLS LIMITED**
 Registered office : B-27 7 B-27/1 M.I.D.C. Hingna,
 Industrial Estate, Nagpur-440016.
 Tel. No. 07104-237584
 www.etctl.com

Name of the Member(s): _____

Registered Address : _____

Email id : _____

Folio No/Client Id : _____

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

1. Name: _____

Address: _____

Email Id: _____

Signature: _____ or failing him/her

2. Name: _____

Address: _____

Email Id: _____

Signature: _____ or failing him/her

3. Name: _____

Address: _____

Email Id: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **27th Annual General Meeting** of the Company being held on **Saturday September 17, 2022 at 11.30 a.m.** at The Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS:

- To consider and adopt the Audited financial statements of the Company for the year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors' thereon.
- To consider re-appointment of Mrs. Alka Ajayprakash Kanoria (DIN: 00041346), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers herself for re-appointment.

Signed this _____ day of _____ 2022

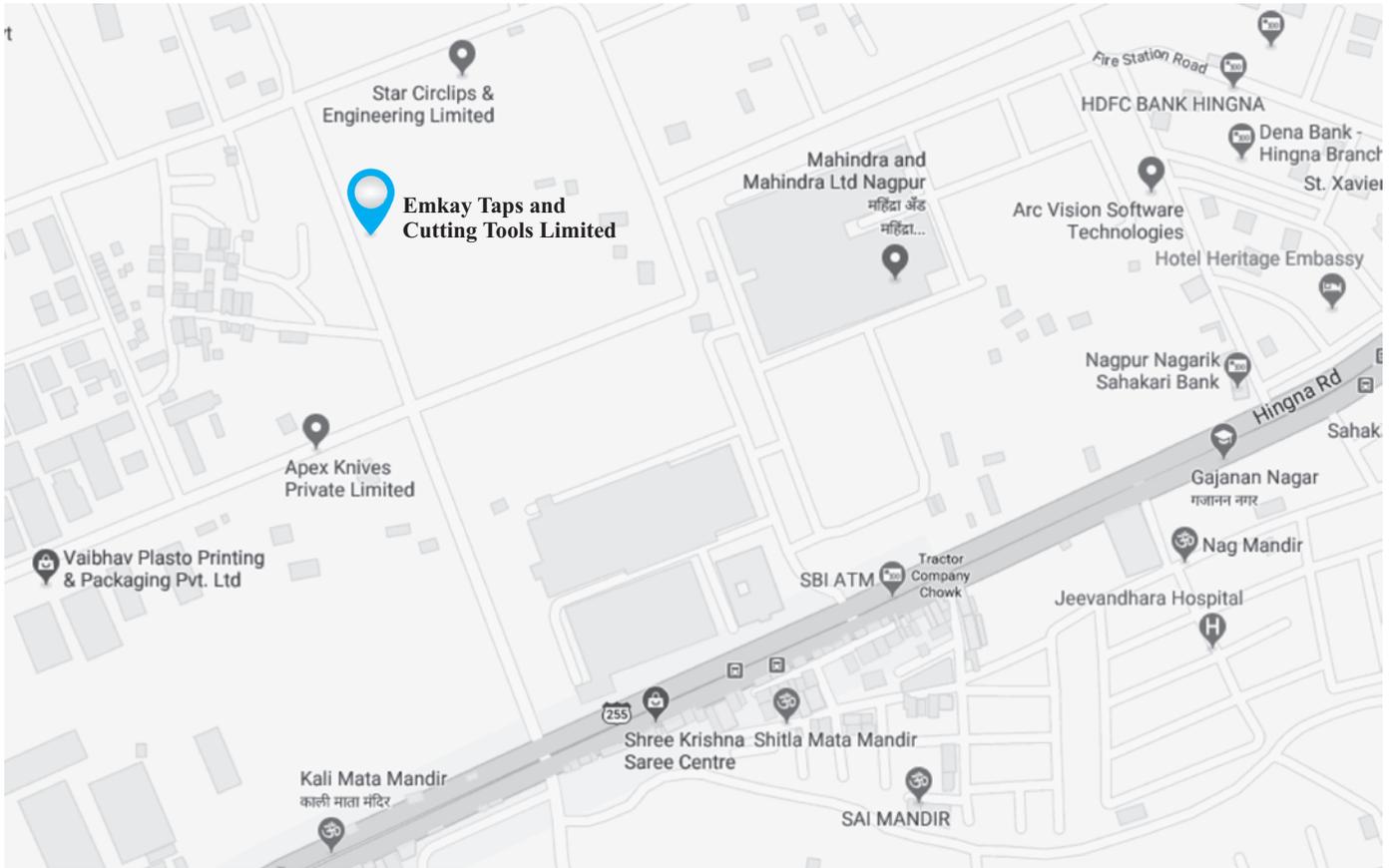
Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp

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

MAP FOR AGM VENUE



EMKAY TAPS AND CUTTING TOOLS LTD.

Landmark:

-  Mahindra & Mahindra CO. – 600m- 2 min.
-  Distance from **Hingna T –Point**- 4.5 km – 10 min.
-  Distance from **Mascot Honda Bhagat Chowk**–1.8km- 6 min.
-  Distance from **IC square**- 1.4km-4 min.





EMKAY TOOLS

EMKAY TAPS AND CUTTING TOOLS LTD.

:: Factory Premises & Registered Office:

B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road,
Nagpur-440016 (India)