



**INNOVATION  
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# ANNUAL REPORT

23<sup>rd</sup> ANNUAL REPORT FOR THE YEAR 2021-22

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[www.goldstarpower.com](http://www.goldstarpower.com)

# **CORPORATE INFORMATION**

## **BOARD OF DIRECTORS**

1. Mr. Mulji M. Pansara -Chairman
2. Mr. Navneet Pansara -Managing Director
3. Mr. Amrutlal Pansara -Whole-time Director
4. Mr. Vishal Pansara -Whole-time Director
5. Mrs. Dhruvi Pansara -Director
6. Mr. Chetan Khattar -Independent Director
7. Mr. Jayant Virani\$ -IndependentDirector
8. Mr. Hemraj Patel - IndependentDirector
9. Mr. Mahesh Sojitra% -IndependentDirector

\$ Resigned w.e.f. 24<sup>th</sup> July, 2021

% Appointed w.e.f. 24<sup>th</sup> July, 2021

## **KEY MANAGERIAL PERSONNEL**

### **Chief Financial Officer**

Mr.PranavPandya

### **Company Secretary & Compliance Officer**

Mrs. Neha Viraj Shah (till 16.01.2022)

Mrs. Vidhi Ankit Pala (from 17.01.2022)

## **STATUTORY AUDITORS**

M/s Jain Chowdhary & Co.

Chartered Accountants

## **SECRETARIAL AUDITOR**

CS. Purvi Dave

(MJP Associates)

Practising Company Secretaries, Rajkot

## **REGISTER & SHARE TRANSFER AGENT**

### **LINKINTIMEINDIA PRIVATELIMITED**

C-101,1<sup>st</sup> Floor,247Park, L. B. S Marg,

Vikhroli (West),

MumbaiTel:022-49186200

Email:

[goldstar.ipo@linkintime.co.in](mailto:goldstar.ipo@linkintime.co.in)Website:

[www.linkintime.co.in](http://www.linkintime.co.in)

SEBIRegistrationNumber:INR000004058

## **CORPORATE IDENTIFICATION NUMBER (CIN)**

**L36999GJ1999PLC036274**

## **REGISTERED OFFICE**

### **GOLDSTAR POWER LIMITED**

Behind Ravi Petrol Pump,

Rajkot Highway, At & Post Hapa,

Dist.Jamnagar-361 120,Gujarat, India

## **BRANCH OFFICE:**

3 J.P Estate, B/H Sukh Sagar Hotel,

Sanand Cross Road, Sarkhej,

Ahmedabad-382210, Gujarat, India

## **BANKERS**

Bank of Baroda

## **SHARES LISTED AT:**

**National Stock Exchange of India Limited  
(SME EMERGE)**

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# **NOTICE OF AGM**

NOTICE IS HEREBY GIVEN THAT THE 23<sup>RD</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF GOLDSTAR POWER LIMITED IS SCHEDULED TO BE HELD AS BELOW:

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Date :	30 <sup>th</sup> September, 2022	Place :	Registered Office at Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar- 361120, Gujarat, India.
Day :	Friday		
Time :	11:00 A.M.		

TO TRANSACT THE FOLLOWING BUSINESSES:

## **ORDINARY BUSINESS:**

### **1. ADOPTION OF FINANCIAL STATEMENTS:**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon;

### **2. RE-APPOINTMENT OF RETIRING DIRECTOR OF THE COMPANY:**

To appoint Mr. Vishal M. Pansara (DIN: 02230565), who retires by Rotation and being eligible offer himself for re-appointment as a Director and in this regards, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Vishal M. Pansara (DIN: 02230565), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re- appointed as Director of the Company, liable to retire by rotation.

## **SPECIAL BUSINESS:**

### **3. TO GRANT OMNIBUS APPROVAL OF RELATED PARTY TRANSCATION PROPOSED TO BE ENTERED DURING THE F.Y. 2022-23:**

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

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), Rules made there under (subject to any modification and re-enactment thereof) and provisions of the relevant Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Company be and is hereby accorded to the Board Directors of the, for the financial year 2022-23, to enter into any contract or arrangements with related parties of the Company, as defined under the Act with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agents for purchase or sale of goods, materials, services or property or otherwise disposing of any goods,

materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or reimbursement of any transaction or any other transaction of whatever nature, including the transactions subsequent foreseen and repetitive in the nature whether or not made in the ordinary course of business & at arm's length price by the Company, with its related parties not exceeding 30% of the annual consolidated turnover of the Company as per the last audited financial statement of the Company for the financial year 2022-23."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby, authorized to do or cause to be done all such acts, matters, deeds with regard to any transaction with the related party(ies) and execute such agreements, documents and writings and to do all such acts, deeds and things, to sign, execute all such documents, instruments in writing on an ongoing basis as may be required in its absolute discretion for the purpose of giving effect to this resolution, in the best interest of the Company".

By Order of the Board of Directors  
**For, GOLDSTAR POWER LIMITED**

**Date: 07.09.2022**  
**Place: Jamnagar**

Sd/-  
**VIDHI PALA**  
**Company Secretary & Compliance Officer**  
**Membership No.: A66884**

## NOTES:

1. A member entitled to attend and vote at the annual general meeting ('the meeting/agm') is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. proxies duly stamped and signed, in order to be effective, must be lodged at the registered office of the company, in original not less than 48 hours before the commencement of the meeting.
2. A person can act as a proxy on behalf of the members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the company. a member holding more than ten percent of the total share capital of the company carrying voting rights may appoint one person as a proxy and such person shall not act as a proxy for any other person or member.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act') in respect of the special business under Item No. 3 of the Notice, is annexed hereto.
4. Corporate Members intending to send their authorized representatives to attend the meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board resolution together with respective Specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
5. Brief Profile of the Directors Retiring by Rotation & being eligible offering themselves for the re-appointment and/or the Independent Directors being re-appointed has been provided hereto and forming part of Annual Report as per requirements of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015/ Secretarial Standards.
6. Attendance Slip, proxy form and the route map of the venue of the Meeting has been provided hereto and forming part of Annual Report.
7. The Register of Directors and Key Managerial Personnel (KMP) and their Shareholding and Register of Contracts or Arrangements in which Directors are interested maintained under Section 170 and Section 189 of the Companies Act, 2013 respectively will be available for Inspection by the Members at the Annual General Meeting.
8. Members desirous of getting any information about the Accounts and/ or Operations of the Company or any questions at the Annual General Meeting are requested to write to the Company so as to reach the Company's Registered Office at least 10 days before the Annual General Meeting to enable us to keep the information ready at the Meeting.
9. Members as recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on **Thursday, 23<sup>rd</sup> September, 2021 i.e., cut-off date** only shall be entitled to vote at the AGM.
10. Members/proxies are requested to:
  1. Bring the Copy of the Annual Report and Attendance Slip with them at the Annual General Meeting;
  2. Quote their Regd. Folio Number/ DPID and Client ID Nos. in all their correspondence with the Company or its Registrar and Share Transfer Agent.
11. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9 A.M. to 5 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.

12. Member's voting rights shall be in proportion to his/her share of paid up share capital of the company. In case of Joint holders attending the meeting together, only whose name appearing first, will be entitled to vote.

**Further, a person who is not a member as on the cut-off date should treat this Notice for information purpose only. A person who has acquired the shares and has become a member of the Company after dispatch of the Notice of the AGM and prior to cut-off date i.e. Friday, 23<sup>rd</sup> September, 2022 shall be entitled to exercise his/ her vote either electronically i.e. remote e-voting or through the poll/ ballot paper at the AGM by following the procedure mentioned in this part.**

13. **VOTING THROUGH ELECTRONIC MEANS:**

Pursuant to provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to exercise members right to vote at the ensuring Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by National Depository Services (India) Limited (NSDL). The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Authorized Agency to provide E-voting Facilities.

The facility for voting through ballot paper shall be made available at the AGM, and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot. E-voting facility will not be made available at the AGM venue. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

**The remote e-voting period begins on Tuesday, 27<sup>th</sup> September, 2022 at 9:00 A.M. (IST) and ends on Thursday, 29<sup>th</sup> September, 2022 at 5:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 23<sup>rd</sup> September, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23<sup>rd</sup> September, 2022.**

## How do I vote electronically using NSDL e-Voting system?

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

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

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li data-bbox="607 886 1477 1465">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period Ifyou are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li data-bbox="607 1474 1477 1894">2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to</li></ol>

	<p>e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> App Store  Google Play</p> <p> </p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

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

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

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

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

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

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

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

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID

	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [mjpassociates@gmail.com](mailto:mjpassociates@gmail.com) with a copy marked to

[evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@goldstarpower.com](mailto:cs@goldstarpower.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@goldstarpower.com](mailto:cs@goldstarpower.com). If you are Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

14. In support of Green Initiative announced by the Government of India, all the members holding shares in electronic form are requested to intimate their email addresses with their Depository Participants to enable the Company to send the Annual Report, Accounts, Notices and other documents through electronic mode to their e-mail addresses.

Pursuant to the provisions of Section 101 and 136 of the Companies Act, 2013 read with the Company (Account) Rules, 2014 Annual Report for the Financial Year 2021-22, Notice of the 23<sup>rd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of E-voting along with the Attendance Slip and Proxy Form, are being sent by electronic mode to all the members whose email addresses are registered with the Company/Depository Participant(s). Members may also note that the Annual Report for the Financial Year 2020-21 will also be available on the Company's Website [www.goldstarpower.com](http://www.goldstarpower.com) under Investors section for download and that of National Depository Services (India) Limited ("NSDL"), [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

15. To prevent Fraudulent Transactions, Members are advised to exercise due diligence and notify the company immediately any change in the address or demise of any member as soon as possible to their Depository Participants with whom they are maintaining their Demat Accounts. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the Concerned Depository Participant and holdings should be verified.
16. The NRI shareholders are requested to inform the Company immediately about:
  - a) The change in the Residential Status on return to India for Permanent Settlement;
  - b) The particulars of NRO bank account in India if not furnished earlier.
17. The Company has appointed **CS Samir Mukundari Pathak**, (ICSI Membership Number: FCS FCS 5321, Certificate of Practice No: 4265), **Partner, MJP Associates, Practising Company Secretary, (Firm Registration No: P2001GJ007900)** who in the opinion of the Board is a duly qualified person to act as a Scrutinizer, who will scrutinize the entire voting process in the Annual General meeting in a fair and transparent manner.

**E-voting Facility will not be made available at the AGM venue.**

18. The Scrutinizer shall immediately, after the conclusion of voting period, unblock the votes in the presence of at least two witnesses not in the employment of the company and not later than 2 days from the conclusion of meeting, make a Scrutinizer's report of the votes cast in favour or against, if any, to the Chairman of the Company, who shall counter sign the same. Thereafter, the chairman or the person authorised by him in writing shall declare the result of the voting forthwith.

19. The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Website of the Company [www.goldstarpower.com](http://www.goldstarpower.com) and on the website of NSDL- [www.evoting@nsdl.co.in](http://www.evoting@nsdl.co.in) ,immediately after the result is declared by the Chairman and communicated to NSE Limited.

By Order of the Board of Directors,  
**For, GOLDSTAR POWER LIMITED**

Sd/-

**Vidhi Pala**  
**Company Secretary & Compliance Officer**  
**(M.NO A63972)**

Place: Jamnagar  
Date: 07.09.2022



**"ANNEXURE TO NOTICE"**

**THE STATEMENT STATING OUT THE MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND THE INFORMATION REQUIRED AS PER THE REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETING**

**Item No:3**

Pursuant to provisions of LODR and Section 188 of the Companies Act, 2013 ("the Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 the Company is required to obtain consent of the Board and prior approval of the members by resolution for certain Related Party Transactions which exceed such sum as is specified in the rules. The aforesaid provisions are not applicable in respect transactions entered into by the Company in the ordinary course of business and on an arm's length basis. However, as per the policy adopted by the company on related party transactions and as a measure of transparency, the company every year is obtaining approval of shareholders for the related party transactions to ensure that all the related party transactions entered by the company at any given point of time are according to the prior approval of the shareholders. i.e. to enter into any contract or arrangements with related parties of the Company, as defined under the Act with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agents for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or reimbursement of any transaction or any other transaction of whatever nature, including the transactions subsequent foreseen and repetitive in the nature whether or not made in the ordinary course of business & at arm's length price by the Company, with its related parties. Further, in the next Financial Year, the Company will disclose in its Annual Report as Annexure AOC-2, all its Related Party Transaction as per the provision of the Section 188 of the Companies Act, 2013.

Except Mr. Muljibhai Pansara, Mr. Amrutlal Pansara, Mr. Navneetbhai Pansara, Mr. Vishal Pansara and Mr. Dhruvi Pansara, none of the other Directors, Key Managerial Personnel or their relatives are Concerned or interested in resolution.

**GOLDSTAR POWER LIMITED | CIN: L36999GJ1999PLC036274**

**Registered Office:** Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist.  
Jamnagar, Gujarat-361120  
Phone: +91 288 257 11 20/21  
Email: [admin@goldstarpower.com](mailto:admin@goldstarpower.com) | Website: [www.goldstarpower.com](http://www.goldstarpower.com)

**PROXY FORM MGT-11**

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

<b>Name of Member(s):</b>
<b>Registered Address:</b>
<b>Email ID:</b>
<b>Folio No./Client ID/ DP ID:</b>

I/we being the member(s) of \_\_\_\_\_ Equity shares of Goldstar Power Limited do hereby appoint:

1. Name:.....Address: .....  
Email ID: .....Signature..... or Failing  
him,
2. Name:.....Address: .....  
Email ID: ..... Signature: ..... or Failing  
him,
3. Name:.....Address: .....  
EmailID.....

Signature:.....

as my or our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of members of the Company, to be held on **Friday, 30<sup>th</sup> September, 2022 at 11:00 A.M.** at the Registered Office of the Company and at any adjournment thereof, in respect of such resolutions as are indicated below:

Sr. No	Resolutions	Voting		
		For	Against	Abstain
<b>Ordinary Business</b>				
1.	Adoption of Audited Financial Statements of the Company and Reports of Board of Directors and Auditors thereon for the Financial Year 2021-22.			
2.	Appoint Mr. Vishal M. Pansara as a Director who is liable to retire by rotation and being eligible, offers herself for Re-Appointment.			
<b>Special Business</b>				
3.	Grand omnibus approvals of related party transactions propose to be entered during F.Y. 2022-23.			

Signed this \_\_\_\_\_ day \_\_\_\_\_, 2022

Signature of Shareholder

Signature of Proxy Holder(s)

<p>AFFIX REVENUE STAMP HERE</p>
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**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.

**GOLDSTAR POWER LIMITED | CIN: L36999GJ1999PLC036274**

**Registered Office:** Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar, Gujarat-361120  
Phone: +91 288 257 11 20/21|Email: [admin@goldstarpower.com](mailto:admin@goldstarpower.com) Website: [www.goldstarpower.com](http://www.goldstarpower.com)

**ATTENDANCE/ BALLOT FORM MGT-12**

(TO BE USED BY THE SHAREHOLDERS PERSONALLY PRESENT/ THROUGH PROXY AT THE MEETING AND HAVE NOT OPTED FOR E-VOTING)

<b>Name and Address of the Sole/ First named Shareholder(s):</b>
<b>Name(s) of the Joint Holder(s) (if any):</b>
<b>Registered Folio No./ DPID-Client ID:</b>
<b>Number of Share(s) held:</b>

I/we hereby exercise my/our attendance at the meeting and vote(s) in respect of the Resolutions set out in the notice of 23<sup>rd</sup> Annual General Meeting (AGM) of the Company held on **Friday, 30<sup>th</sup> September, 2022 at 11:00 A.M.** at Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar, Gujarat, India, by placing the tick (√) mark at the appropriate box below:

R. No	Resolutions	Voting		
		For	Against	Abstain
Ordinary Business				
1.	Adoption of Audited Financial Statements of the Company and Reports of Board of Directors and Auditors thereon for the Financial Year 2021-22.			
2.	Appoint Mr. Vishal M. Pansara as a Director who is liable to retire by rotation and being eligible, offers herself for Re-Appointment.			
Special Business		For	Against	Abstain
3.	Grand omnibus approvals of related party transactions propose to be entered during F.Y. 2022-23.			

Place: .....

Date: .....

**Signature of Shareholder/ Proxy Holder)**

**Note:** This form is to be used for exercising attendance/ voting at the time of 23<sup>rd</sup> Annual General Meeting to be held on **Friday, 30<sup>th</sup> September, 2022 at 11:00 A.M.** by Shareholders/ Proxy. Duly filed in and signed ballot form should be dropped in the Ballot box kept at the venue of AGM.



**GOLDSTAR POWER LIMITED | CIN: L36999GJ1999PLC036274**

**Registered Office:** Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar, Gujarat-361120

Phone: +91 288 257 11 20/21 | Email: [admin@goldstarpower.com](mailto:admin@goldstarpower.com) |

Website: [www.goldstarpower.com](http://www.goldstarpower.com)



**ROUTE MAP TO THE VENUE OF 23<sup>rd</sup> ANNUAL GENERAL MEETING**

(Registered Office: Behind Ravi Petrol Pump, Rajkot Highway, At & Post Hapa, Dist. Jamnagar-361120, Gujarat, India)

# REPORT OF BOARD OF DIRECTORS OF GOLDSTAR POWER LIMITED



# DIRECTOR'S REPORT

To,  
The Members,  
**GOLDSTAR POWER LIMITED,**

Dear Members,

Your Directors are pleased to present their **23<sup>rd</sup> Annual Report** on the business and operations of the company together with the Audited Financial Statements for the Financial Year ended on March 31, 2022.

## **FINANCIAL RESULTS:**

Your Company's performance for the year ended on 31<sup>st</sup> March, 2022, is summarized as under:

			<b>(Rupees in Lakhs)</b>	
<b>Sr. No</b>	<b>PARTICULARS</b>	<b>2021-22</b>	<b>2020-21</b>	
1.	Revenue from Operation (Net)	4291.45	4206.11	
2.	Other Income	127.36	175.32	
<b>3.</b>	<b>TOTAL REVENUE (1+2)</b>	<b>4418.81</b>	<b>4381.43</b>	
4.	Cost of raw material consumed	3176.31	2993.73	
5.	Employees Benefits Expense	288.37	292.53	
6.	Changes in Inventories of Finished goods, work-in-progress and Stock-in-Trade	(115.70)	258.34	
7.	Finance Cost	119.27	96.17	
8.	Depreciation & Amortization Exp.	142.23	158.13	
9.	Other Expenses	702.77	565.84	
<b>10.</b>	<b>TOTAL EXPENSE (4+9)</b>	<b>4313.24</b>	<b>4364.75</b>	
1-1.	<b>Profit/ (Loss) Before Tax</b>	<b>105.57</b>	<b>16.68</b>	
12.	Current Tax	49.22	25.10	
13.	Deferred Tax	(14.35)	(16.20)	
14.	Less: MAT Credit	0.00	0.00	
<b>15.</b>	<b>PROFIT/ (LOSS) AFTER TAX (PAT)</b>	<b>70.70</b>	<b>7.78</b>	

### **OPERATIONAL RESULTS AND STATE OF COMPANY AFFAIRS:**

The Highlights of Company's performance for the year ended on March 31, 2022:

- Total Revenue from Operations increased from Rs. 42.06 Crores of previous F.Y.2020-21 to Rs. 42.91Croresin the year under Report
- Total Expenses has decreased from Rs. 43.64 Crores of previous F.Y. 2020-21 to Rs. 43.13 Crores in the year under Report
- Profit before exceptional & extra ordinary items has increased from Rs.16.68 Lakhs of previous F.Y. 2020-21to Rs.105.57 Lakhs in the year under Report
- Net Profit increased from Rs. Rs. 7.78 Lakhs of previous F.Y. 2020-21to Rs.70.70 Lakhs in the year under Report
- Earnings per share (EPS) for the F.Y. 2021-22 is 0.66 as compared to 0.07 of F.Y. 2020-21.

The Board assures that the management will leave no efforts untouched to increase the profitability of the company.

### **DECLARATION OF DIVIDEND:**

With a view to use the internal accruals for growth of the Company and to strengthen the financial position of the company, your directors do not recommend any dividend for the year under Report.

### **TRANSFER OF AMOUNT TO RESERVES:**

Pursuant to provision of section 134(1)(j) of the Companies Act, 2013, no amount is transferred to general reserves account of the Company during the year under review.

The company has a closing balance of Rs. 9,71,98,951.06 (Rupees Nine Crore Seventy-One Lakhs Ninety-Eight Thousands Nine Hundred Fifty-One and Six Paisa) as Reserves and Surplus as on 31.03.2022.

### **CHANGE IN NATURE OF BUSINESS:**

The Company is engaged in the business of manufacture, produce and assembles all types of batteries, including storage batteries, dry batteries, solar power batteries etc. During the year, Your Company has not changed its business or object and continues to be in the same line of business as per main object of the company.

**MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAS OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT.**

There are no Material Changes and Commitments affecting the Financial Position of the Company between the end of Financial Year of the Company to which the Financial Statement relates and the date of this report.

**DEPOSITS:**

The Company has neither accepted nor renewed any deposits falling within the purview of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time, during the year under review and therefore details mentioned in Rule 8(5)(V) & (VI) of Companies (Accounts) Rules, 2014 relating to deposits, covered under Chapter V of the Act is not required to be given.

**SHARE CAPITAL:**

There is no change in the Share Capital of the Company during the Financial Year 2021-22.

**DETAILS OF SUBSIDIARY/ JOINT VENTURE/ ASSOCIATE COMPANIES:**

As on March 31, 2022, the Company does not have any subsidiary or joint venture and associate company.

**LISTING STATUS:**

The Company's equity shares are listed on NSE Emerge SME platform of National Stock Exchange of India Limited with Symbol **GOLDSTAR**. The Company is regular in payment of Annual Listing Fees. The Company has paid Listing Fees upto the year 2021-22.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

• **REGISTRATION OF INDEPENDENT DIRECTORS IN INDEPENDENT DIRECTORS DATABANK:**

All the Independent Directors of the Company have been registered and are members of Independent Directors Databank maintained by Indian Institute of Corporate Affairs.

• **DIRECTORS LIABLE TO RETIRE BY ROTATION AND BE ELIGIBLE TO GET RE-APPOINTED:**

Pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, one-third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM.

Pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013. **Mr. Vishal M. Pansara (DIN: 02230565)** though appointed as Director of the Company. He has been associated with the Company since 2008, is liable to get retired by rotation being eligible has offered himself for re-appointment at the ensuing **23<sup>rd</sup> AGM** of the Company. The Board recommends his re-appointment for consideration by the Members of the Company at the **23<sup>rd</sup> Annual General Meeting**. Accordingly, requisite resolution shall form part of the Notice convening the AGM.

- **DECLARATION BY INDEPENDENT DIRECTOR**

All the Independent Directors have confirmed to the Board that they meet the criteria of Independence as specified under Section 149(6) of the Companies Act, 2013 and Regulation 25 of the Listing Regulations that they qualify to be Independent Directors pursuant to Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. They have confirmed that they meet the requirements of "**Independent Director**" as mentioned under Regulation 16 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Therefore, Board is duly composed as per the Companies Act, 2013 provisions and SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015. The Following changes in the Board Composition took place during the Financial Year 2021-22 and the confirmations were placed before and noted by the Board.

Mr. Jayantkumar Virani (DIN: 07831403) resigned from the post of Independent Director of the Company w.e.f. 24.07.2021.

Further, Mr. MaheshSojitra (DIN: 09234220), appointed as an Additional Director w.e.f. 24.07.2021, who later in 22<sup>nd</sup> AGM of the company was regularized as Director of the Company.

### **BOARD AND COMMITTEE MEETING:**

#### **❖ BOARD MEETING:**

The Board meets at regular intervals to discuss and take a view on the Company's policies and strategy apart from other Board matters. The notice for Board Meetings is given well in advance to all the Directors.

The Board of Directors met 7 times during the financial year ended March 31, 2022 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder. The intervening gap between two board meetings was within the period prescribed under the Companies Act, 2013 and as per **Secretarial Standard-1**. The prescribed quorum was presented for all the Meetings and Directors of the Company

actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

Seven Board Meetings were held as under:

1.	05.05.2021	2.	29.06.2021	3.	24.07.2021	4.	03.09.2021
5.	10.11.2021	6.	17.01.2022	7.	19.02.2022		

#### Attendance of Directors in the Board Meeting

Sr.No	Name of Director	No. of Board Meeting	
		Held	Attended
1.	Mr. Mulji M. Pansara (Chairman)	7	7
2.	Mr. Navneet M. Pansara (Managing Director)	7	7
3.	Mr. Amrutlal M. Pansara (Whole-Time Director)	7	7
4.	Mr. Vishal M. Pansara (Whole-Time Director)	7	4
5.	Mrs. Dhruvi N. Pansara (Director)	7	7
6.	Mr. Jayant C. Virani (Independent Director)	2	1
7.	Mr. Chetan V. Khattar (Independent Director)	7	5
8.	Mr. Hemraj Patel (Independent Director)	7	3
9.	Mr. Mahesh Sojitra (Independent Director)	5	4

#### ❖ NUMBER OF COMMITTEE MEETING

The Audit Committee met 4 times during the Financial Year ended March 31, 2022. The Stakeholders Relationship Committee met 1 time during the Financial Year ended March 31, 2022. The Nomination and Remuneration Committee met 3 times during the Financial Year ended March 31, 2022. Members of the Committees discussed the matter placed and contributed their valuable inputs on the matters brought before the meetings.

Additionally, during the Financial Year ended March 31, 2022 the Independent Directors held a separate meeting **on 18<sup>th</sup> January, 2022** in compliance with the requirements of Schedule IV of the Companies Act, 2013 and Regulations 25(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

## **COMMITTEES OF THE BOARD:**

The Company has three committees viz; Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee which has established as a part of better corporate governance practices and is in compliance with the requirements of the relevant provisions of applicable laws and statutes.

### **I. AUDIT COMMITTEE:**

The Audit Committees composition meets with the requirement of section 177 of the companies Act, 2013 and Clause 49 of Listing Agreement and Regulation 18 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Members of the Audit Committee possesses financial / accounting expertise / exposure.

The Audit Committee comprised of 4 members as per Table here in below. The Company Secretary is the Secretary and Compliance Officer of the committee. The detail of the composition of the Audit Committee along with their meetings held/ attended is as follows:

Sr. No	Name	Designation	No. of Meetings held	No. of Meetings attended
1.	#Mr. Jayant Virani ( Upto 24.07.2021) (Independent Director)	Chairman	1	1
2.	Mr. Chetan Khattar (Independent Director)	Member	4	3
3.	Mr. Hemraj Patel (Independent Director)	Member	4	3
4.	#Mr. Mahesh Sojitra (from 24.07.2021) (Independent Director)	Chairman	3	2

# Mr. Jayant Virani (DIN:07831403) has resigned from the post of Independent Directorship w.e.f. 24<sup>th</sup> July, 2021 and Mr. Mahesh Sojitra (DIN: 09234220), appointed as an Additional Director w.e.f. 24<sup>th</sup> July, 2021, who later in 22<sup>nd</sup> AGM of the company was regularized.

During the year under review, meetings of Audit Committee were held on:

29.06.2021	03.09.2021	10.11.2021	17.01.2022
------------	------------	------------	------------

### **II. COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE:**

The Nomination & Remuneration Committees composition meets with the requirement of section 178 of the companies Act, 2013 and Clause 49 of Listing Agreement and Regulation 19 of SEBI (Listing Obligations and Disclosures

Requirements) Regulations, 2015. The Members of the Nomination & Remuneration Policy possesses sound knowledge / expertise / exposure.

The Committee comprised of 3 members as per Table here in below. The Company Secretary is the Secretary and Compliance Officer of the Committee. The detail of a composition of the Nomination & Remuneration Committee along with their meetings held/ attended is as follows: -

Sr. No	Name	Designation	No. of Meetings held	No. of Meetings attended
1.	Mr. Hemraj Patel (Independent Director)	Chairman	3	2
2.	Mr. Chetan Khattar (Independent Director)	Member	3	2
3.	#Mr. Jayant Virani ( Upto 24.07.2021) (Independent Director)	Member	0	0
4.	#Mr. Mahesh Sojitra (from 24.07.2021 (Independent Director)	Member	3	2

# Mr. Jayant Virani (DIN:07831403) has resigned from the post of Independent Directorship w.e.f. 24<sup>th</sup> July, 2021 and Mr. Mahesh Sojitra (DIN: 09234220), appointed as an Additional Director w.e.f. 24<sup>th</sup> July, 2021, who later in 22<sup>nd</sup> AGM of the company was regularized.

During the year under review, meetings of Nomination & Remuneration Committee were held on

24.07.2021	03.09.2021	17.02.2022
------------	------------	------------

The Company has duly formulated the Nomination & Remuneration Policy which is also available at the Company Website <http://goldstarpower.com/wp-content/uploads/2018/05/Nomination-Remuneration-Policy.pdf>-LINK

### III. COMPOSITION OF STAKEHOLDERS & RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee meets with the requirement of the Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Stakeholders Relationship Committee is mainly responsible to review all grievances connected with the Company's transfer of securities and Redressal of shareholders / Investors / Security Holders Complaints.

The Committee comprised of 3 members as per Table here in below. The Company Secretary is the Secretary and Compliance Officer of the Committee. The detail of a composition of the said Committee along with their meetings held/ attended is as follows: -

Sr. No	Name	Designation	No. of Meetings held	No. of Meetings attended
1.	Mr. Chetan Khattar (Independent Director)	Chairman	1	1
2.	Mr. Hemraj Patel (Independent Director)	Member	1	1
3.	#Mr. Jayant Virani ( Upto 24.07.2021) (Independent Director)	Member	1	0
4.	#Mr. Mahesh Sojitra (from 24.07.2021 (Independent Director)	Member	1	1

During the year under review, meetings of Stakeholders Relationship Committee were held on **September 03, 2021**.

# Mr. Jayant Virani (DIN:07831403) has resigned from the post of Independent Directorship w.e.f. 24<sup>th</sup> July, 2021 and Mr. Mahesh Sojitra (DIN: 09234220), appointed as an Additional Director w.e.f. 24<sup>th</sup> July, 2021, who later in 22<sup>nd</sup> AGM of the company was regularized.

#### **PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:**

Pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, experience and expertise, performance of specific duties and obligations etc. were carried out. The Directors expressed their satisfaction with the evaluation process and outcome.

The performance of each of the non-independent directors was also evaluated by the independent directors at the separate meeting held of the Independent Directors of the Company.

#### **CORPORATE SOCIAL RESPONSIBILITY:**

In terms of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, every company with net worth of Rs. 500 Crores or more OR an annual turnover of Rs. 1000 Crores or more OR with a net profit of Rs. 5 Crores or more, during previous year is required to constitute a CSR Committee. Goldstar Power Limited does not fall in any of the above criteria during the year 2021-22.

Therefore, it is not required mandatorily to carry out any CSR activities or constitute any Committees under provisions of Section 135 of the Act.

We also feel strongly about giving back to our community. We believe everybody deserves to be treated with dignity and respect, regardless of their personal circumstances, and offered the skills, knowledge and assistance they need to help themselves lead healthy and productive lives.

#### **VIGIL MECHANISM FOR THE DIRECTORS AND EMPLOYEES:**

Pursuant to Section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established, in order to ensure that the activities of the company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty and integrity and ethical behavior.

The Company has established a vigil mechanism through which Directors, employees and business associates may report unethical behavior, malpractices, wrongful conduct, fraud, violation of Company's code of conduct without fear of reprisal. The Company has set up a Direct Touch initiative, under which all Directors, employees, business associates have direct access to the Chairman of the Audit committee, and also to a three-member direct touch team established for this purpose. The direct touch team comprises one senior woman member so that women employees of the Company feel free and secure while lodging their complaints under the policy.

The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization. The vigil mechanism policy has also been uploaded in the website of the company at <https://goldstarpower.com/wp-content/uploads/2018/05/Whistle-Blower-Policy.pdf>

#### **RISK MANAGEMENT:**

The Board of the Company has evaluated a risk management to monitor the risk management plan for the Company. The Audit Committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The company has been following the principle of risk minimization as it is the norm in every industry. The Board has adopted steps for framing, implementing and monitoring the risk management plan for the company. The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to risk management, in order to guide for decisions on risk related issues.

In today's Challenging and competitive environment, strategies for mitigating inherent risk in accomplishing the growth plans of the company are imperative. The Common risks inherent are: Regulations, Competition, business risk, technology obsolescence, long term investments and expansion of facilities. Business risk, inter alia, includes financial risk, political risk, legal risk etc., As a matter of policy, these risk are assessed and steps as appropriate are taken to mitigate the same.

**INSURANCE:**

All properties and insurable interests of the Company have been fully insured.

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

The details of loans, guarantees or investment covered under the provisions of section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

**AUDITORS:**

❖ **STATUTORY AUDITORS:**

The members of the company at their Annual General Meeting held on 25<sup>th</sup> September, 2019 had appointed **M/s. Jain Chowdhary & Co., Chartered Accountants, Mumbai, (ICAI Firm Registration Number: 113267W)** as Statutory Auditors of the Company for a term of 5(five) financial years.

The Auditor's Report for the financial year ended March 31, 22 forms part of this Annual Report and is attached to the Director's Report as "**ANNEXURE-2**" and same does not contain any qualification, reservation or adverse remarks.

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

❖ **SECRETARIAL AUDITORS:**

As required under provisions of section 204 of the Companies Act, 2013 and Rules framed thereunder, the Board has appointed the Secretarial Auditors of the Company, **CS Purvi Dave, Partner, MJP Associates, Practicing Company Secretaries,** for conducting the Secretarial Audit for the FY 2021-22.

Secretarial Audit Report in Form MR-3 issued by the Secretarial Auditor of the Company for the Financial Year ended on March 31, 2022 is attached to the Director's Report as "**ANNEXURE-3**".

**Secretarial auditor has observed that:**

(a) the Company had filed few Forms after due date during the year 2020-21, under the Companies Fresh Start Scheme (CFSS), 2020, and it has filed Form CFSS during the year 2021-22, and the Ministry has issued Immunity Certificate to the Company under the CFSS 2020.

(b) The Company had filed Form CHG-4, for satisfaction of charge with the ICICI, after its due date but before expiry of 300 days from date of satisfaction, and with payment of additional fees, and the Company had received the Certificate of Registration of Satisfaction of Charges.

**Reply of the Board on the observation made by Secretarial Auditor:**

The Board shall take due care for the timely compliance of all the applicable provisions and have filed forms under CFSS Scheme, 2020 and delay in compliance due to time constraints during Covid Pandemic situation with limited working hours and lack of connectivity and poor network.

❖ **INTERNAL AUDIT:**

In accordance with the provisions of Section 138 of the Companies Act, 2013 and Rules framed thereunder, your Company has appointed M/s. B. B. Gusnani & Associates, Chartered Accountants, Jamnagar, (ICAI Firm Registration Number 140785W) as the Internal Auditors of the Company for the Financial Year 2020-21 and takes their suggestions and recommendations to improve and strengthen the internal control systems.

❖ **COST AUDIT:**

The provisions of Section 148(1) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable rules and provisions is not applicable on the Company. Therefore, no cost records have been maintained by the company.

**COMPLIANCE WITH SECRETARIAL STANDARDS:**

The Company has complied with all the applicable Secretarial Standards in the Financial Year 2021-22 as issued by the Institute of Company Secretaries of India (ICSI).

**DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

At Goldstar Power Limited, all employees are of equal value. There is no discrimination between individuals at any point on the basis of race, colour, gender, religion, political opinion, national extraction, social origin, sexual orientation or age.

At Goldstar Power Limited, every individual is expected to treat his/her colleagues with respect and dignity. This is enshrined in values and in the Code of Ethics & Conduct of Goldstar Power Limited. The Direct Touch (Whistle-Blower & Protection Policy) Policy provides a platform to all employees for reporting unethical business practices at workplace without the fear of reprisal and help in eliminating any kind of misconduct in the system. The Policy also includes misconduct with respect to discrimination or sexual harassment.

The Company also has in place "Prevention of Sexual Harassment Policy". This Anti-Sexual Harassment Policy of the Company is in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees) are covered under this policy.

An Internal Complaints Committee (ICC) is in place to redress complaints received regarding sexual harassment. The following is a summary of sexual harassment complaints received and disposed off during the year:

- No. of complaints received: Nil
- No. of complaints disposed off: NA

#### **DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:**

The Company is well equipped with internal financial controls. The Company has continuous monitoring mechanism which enables the organization to maintain the same standards of the control systems and help them in managing defaults, if any, on timely basis because of strong reporting mechanisms followed by the Company.

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

In Terms of the Regulation 34 read with Schedule V of the SEBI (LODR) Regulations 2015, Management Discussion and Analysis report has been separately furnished in the Annual Report and forms part of the Annual Report as "**ANNEXURE-6**".

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED IN SUB SECTION 1 OF SECTION 188 OF THE COMPANIES ACT, 2013:**

During the year under review, contracts or arrangements entered into with the related party, as defined under section 2(76) of the Companies Act, 2013 were in the ordinary course of business on arm's length basis. Details of the transactions pursuant to compliance of section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 are annexed herewith as per "**ANNEXURE-1**"

During the year the Company has not entered into any materially significant related party transactions which may have potential conflict with the interest of the Company at large. Suitable disclosures as required are provided in AS-18 which is forming the part of the notes to the Financial Statement.

In line with the requirements of the Companies Act, 2013 and SEBI Listing Regulation 2015, the Company has formulated a Policy on Related Party Transactions which is also available on Company's Website at <http://goldstarpower.com/wp-content/uploads/2018/05/Related-Party-Transactions-Policy.pdf>

### **PARTICULARS OF EMPLOYEES AND REMUNERATION:**

The Company has no employee in the Company drawing remuneration of more than Rs. 8,50,000/- per month or 1,20,00,000/- per annum, and hence the Company is not required to give information under Sub rule 2 and 3 of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

The ratio of remuneration of each whole-time director and key managerial personnel (KMP) to the median of employee's remuneration of the employee of the Company as per section 197(12) read with Rule 5 (1) (i) of the Companies (Appointment and Remuneration) Rules 2014 for the financial year 2021-22 forms part of this Board report as "**ANNEXURE-4**".

Additionally, the following details form part of Annexure-4 to the Boards Report:

- Remuneration to Whole Time Directors.
- Remuneration to Non-executive/ Independent Directors.
- Percentage increase in the median remuneration of employees in the financial year.
- Number of permanent employees on roll of the Company.
- The company did not allow any sweat equity shares & does not have employees stock option scheme.

### **DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:**

The Statutory Auditors or Secretarial Auditors of the Company have not reported any frauds to the Audit Committee or to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder during the current Financial Year.

### **BOARD POLICIES AND CODE OF CONDUCTS:**

#### **A. Policy on Directors Appointment and Remuneration**

The policy of the Company on director's appointment and remuneration, including the criteria for determining the qualifications, positive attributes, independence of a director and other matters, as required under sub section (3) of section 178 of the

Companies Act, 2013 have been regulated by the nomination and remuneration committee and the policy framed by the company is annexed with the Board Report as “**ANNEXURE-5**” and available on our website, at <https://goldstarpower.com/>

There has been no change in the policy since last fiscal. We affirm that the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company with the Nomination and Remuneration Committee of the Company.

**B. Prevention of Insider Trading:**

The Board of Directors has adopted the Insider Trading Policy in accordance with the Requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company as well as consequences of violation. The Policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company’s Shares.

**C. Other Board Policies and Conducts:**

Following Board Policies have been approved and adopted by the Board, the details of which are available on the website of the company at [www.goldstarpower.com](http://www.goldstarpower.com) and for the convenience given herein below:

Sr. No	Name of policy	Web link
1.	Boards Diversity Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Board-Diversity-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Board-Diversity-Policy.pdf</a>
2.	Dividend Distribution Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Dividend-Distribution-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Dividend-Distribution-Policy.pdf</a>
3.	Related Party Transaction Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Related-Party-Transactions-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Related-Party-Transactions-Policy.pdf</a>
4.	Material Subsidiary	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Material-Subsidiaries.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Material-Subsidiaries.pdf</a>
5.	Materiality of Events	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Materiality-of-Events.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Materiality-of-Events.pdf</a>
6.	Preservation of Documents Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Preservation-of-Documents.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Preservation-of-Documents.pdf</a>
7.	Evaluation Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Evaluation-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Evaluation-Policy.pdf</a>
8.	Whistle Blower Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Whistle-Blower-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Whistle-Blower-Policy.pdf</a>
9.	Prevention of Sexual Harassment at Workplace	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Prevention-of-Sexual-Harrasement-at-Workplace.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Prevention-of-Sexual-Harrasement-at-Workplace.pdf</a>

10.	Web Archival Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Web-Archival-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Web-Archival-Policy.pdf</a>
11.	Code of Conduct for prevention of Insider Trading	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Insider-Trading-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Insider-Trading-Policy.pdf</a>
12.	Terms & Conditions for Appointment of Independent Directors.	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Appointment-Independent-Director.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Appointment-Independent-Director.pdf</a>
13.	Payment to Non-Executive Directors	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Payment-Non-Executive-Director.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Payment-Non-Executive-Director.pdf</a>
14.	Familiarization Programme for Independent Director	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Familiarization-Programme-Independent-Director.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Familiarization-Programme-Independent-Director.pdf</a>
15.	Nomination & Remuneration Policy	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Nomination-Remuneration-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Nomination-Remuneration-Policy.pdf</a>
16.	Code of Conduct for Directors and KMP's	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Code-Conduct-Directors-KMP.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Code-Conduct-Directors-KMP.pdf</a>
17.	Green Initiative with regard to Corporate Governance	<a href="http://goldstarpower.com/wp-content/uploads/2018/05/Green-Initiative-Corporate-Governance.pdf">http://goldstarpower.com/wp-content/uploads/2018/05/Green-Initiative-Corporate-Governance.pdf</a>
18.	Insider Trading Policy with Amendments_20.03.2019	<a href="https://goldstarpower.com/wp-content/uploads/2018/05/Insider-Trading-Policy.pdf">https://goldstarpower.com/wp-content/uploads/2018/05/Insider-Trading-Policy.pdf</a>

### **SUBSIDIARIES ASSOCIATES AND JOINT VENTURES:**

As at 31<sup>st</sup> March, 2022, the Company doesn't have any Subsidiary, Joint Venture or Associate Companies.

### **CORPORATE GOVERNANCE:**

*"Corporate Governance Practices Are Reflection of Value Systems and which Invariably Includes our Culture, Policies and Relationships with our Shareholders"*

Integrity and transparency are key factors to our governance practices to ensure that we achieve and will retain the trust of our stakeholders at all times. Corporate Governance is about maximizing Shareholders value legally, ethically and sustainably. At Goldstar, our Board exercises its fiduciary responsibilities in the widest sense of the term. Our disclosures seek to attain the best practices in the international corporate governance. We also endeavor to enhance long term shareholder value and respect- minority rights in all our business decisions.

As our company has been listed on SME EMERGE Platform of National Stock Exchange Limited (NSE), by virtue of regulation 15 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in regulation 17 to 27 and clause B to (i) of sub regulation (2) of Regulation 46 and Para C, D and E of Schedule V relating to Corporate Governance Report, shall not apply to company listed on **SME Exchange**. Hence Corporate Governance Report does not form a part of this Board Report, though we are committed for the best corporate governance practices.

**DISCLOSURE UNDER SECTION 164(2) OF THE COMPANIES ACT, 2013 IN RESPECT OF NON DISQUALIFICATION OF DIRECTORS:**

The Company has received the disclosures in Form DIR-8 from its Directors being appointed or reappointed and has noted that none of the Directors are disqualified under section 164(2) of the Companies Act, 2013 read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014. However, as company being listed on the SME platform of the Stock Exchange, Corporate Governance regulations are not applicable to the company and hence no Certificate for the same from the Practising Company Secretary is applicable to the company.

**DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:**

There were no significant and material orders issued against the Company by any regulating authority or court or tribunal which could affect the going concern status and Company's operations in future.

**PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:**

The information pertaining to Conservation of Energy, Technology Absorption, as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014 as follows:

**A. Conservation of Energy: -**

**1. The steps taken or impact on conservation of energy:**

The Company applies strict control system to monitor day by day power consumption in an effort to save energy. The Company ensures optimal use of energy with minimum extent of wastage as far as possible.

**2. The steps taken by the Company for utilizing alternate source of energy:**

The Company has purchased land for Solar Plant and planning to use it as alternate source of energy.

### 3. Capital Investment on energy conservation equipment:

During the year under review, the Company has purchased a suitable land for setting up the Solar Plant for captive consumption purpose.

#### B. Technology Absorption:

1. The efforts made towards technology absorption:

The Company has not made any special effort towards technology absorption. However, company always prepared for update its factory for new technology.

2. The benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable
3. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Not Applicable.
4. The details of technology imported: Not Applicable
5. The year of import: Not Applicable
6. Whether the technology been fully absorbed: Not Applicable
7. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable
8. The expenditure on Research and Development: Not Applicable

#### **FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Further, during the year under review, the Company has reported Foreign Exchange Earnings and Expenses as under:

PARTICULARS	2021-22	2020-21
Foreign Exchange Earnings	34,09,11,280.00	26,70,73,208.02
Foreign Exchange Outgo	3,59,37,102.00	1,24,30,437.00

#### **DIRECTORS RESPONSIBILITY STATEMENT:**

In terms of Section 134(5) of the Companies Act, 2013, in relation to the Audited Financial Statements of the Company for the year ended March 31, 2022, the Board of Directors hereby confirms that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

2. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year as on March 31, 2022 and of the profit of the company for that year;
3. The directors had taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. The directors had prepared the annual accounts of the company on a going concern basis; and;
5. Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively;
6. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

#### **INVESTOR EDUCATION AND PROTECTION FUND (IEPF):**

During the year under review, the provision of section 125(2) of the Companies Act, 2013 does not apply as the company was not required to transfer any amount to the Investor Education and Protection Fund (IEPF) established by Central Government of India.

#### **CREDIT RATINGS:**

Your Company being an SME Listed Company does not require obtaining credit rating for its securities. Though, Goldstar has received SMERA MSE 2 from (Small and Medium Enterprise Ratings) on August 10, 2018 which is maintained till date.

The rating indicates stable and positive outlook of the Company. Rating shows High Credit Worthiness in relation to other MSEs.

**REGISTRAR AND SHARE TRANSFER AGENT INFORMATION:**

**M/S. LINK INTIME INDIA PRIVATE LIMITED**

C-101, 247 Park, L.B.S Marg,  
Vikhroli (West), Mumbai - 400 083,  
Telephone Number: +91 22 4918 6000  
Email: [mumbai@linkintime.co.in](mailto:mumbai@linkintime.co.in)  
Website: [www.linkintime.co.in](http://www.linkintime.co.in)

**INDUSTRIAL RELATIONS:**

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the Company to remain at the leadership position in the industry. It has taken various steps to improve productivity across organization.

**ACKNOWLEDGEMENT AND APPRECIATION:**

Your Directors would like to express their appreciation for assistance and co-operation received from the Shareholders, State Governments, Local authorities and Company's Bankers for the assistance co-operation and encouragement they extended to the Company.

Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees in ensuing and excellent all around operational performance.

Date : 07.09.2022  
Place : Jamnagar

By Order of the Board of Directors  
For, GOLDSTAR POWER LIMITED,

Sd/-  
MULJIBHAI PANSARA  
Chairman & Director  
(DIN: 00300722)

## Form AOC 2

“Annexure -1”

To

**Directors Report of Goldstar Power Limited**

**(Pursuant to Section 134 (3) (h) of the Act (Accounts) Rules, 2014)**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of material contracts or arrangements or transactions not at Arm's length basis: **NOT APPLICABLE**
2. Details of material contracts or arrangements or transactions at **Arm's length basis.**

Sr. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ Transaction	Duration of the contracts /arrangements/tr ansaction	Salient Features & value	Date of approval by the Board	Amount paid as advances, if any
A.	Blue Star Energy Pvt. Ltd. in which relatives of Directors are Directors	Sale	Annual	9,695,533	NA	NIL
B.	Goldstar Battery (Uganda) Limited  Mr. Muljibhai Pansara is a Director	Sale	Annual	45,408,270	NA	NIL

C.	DMS Energy Private Limited  [Formerly known as Bluestar Wind Energy Private Limited] Mr. Mulji Pansara is a Director	Rent Paid	Monthly	273,000 (Rs. 22,750 Per Month)		NIL
D.	Muljibhai Pansara Director of the Company	Rent Paid	Monthly	60,000 (Rs. 5,000 Per Month)	NA	NIL

**Note:**

Date of approval by the Board: Not Applicable, since the contracts were entered into in the ordinary course of business and on arm's length basis.

All transactions are reviewed at regular interval and it is generally renewed on year to year basis.

**Date** : 07.09.2022

**Place** : Jamnagar

By Order of the Board of Directors  
**For, Goldstar Power Limited,**

**(Muljibhai M. Pansara)**  
**Chairman [DIN 00300722]**

Head Office : 104, Model Residency, B. J. Marg  
Jacob Circle, Mahalaxmi, Mumbai - 400 011



**Jain Chowdhary & Co.**  
CHARTERED ACCOUNTANTS

Tel.: +91 22 2300 2921 / 25 • Fax : +91 22 2300 2925  
E-mail : jainchowdhary@gmail.com  
Website : www.jainchowdhary.com

## INDEPENDENT AUDITOR'S REPORT

### TO MEMBERS OF GOLDSTAR POWER LIMITED

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

#### Opinion

We have audited the accompanying standalone financial statements of **GOLDSTAR POWER LIMITED** ("the Company"), which comprise the Balance Sheet as at **31st March 2022**, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting standards prescribed under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at **31st March 2022**, and its profit and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the standalone financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

#### Key Audit Matters

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

There are no Key Audit Matters Reportable as per SA 701 issued by ICAI



**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, but does not include the standalone financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

**Responsibilities of Management for Standalone Financial Statements**

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

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

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



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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements, or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the standalone financial statements of the company to express an opinion on the standalone financial statements.

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

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

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in "Annexure A", a statement on the matter specified in the paragraph 3 and 4 of the Order.
2. As required under provisions of section 143(3) of the Companies Act, 2013, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c. The Balance Sheet and Statement of Profit and Loss including Statement of Cash Flow dealt with this report are in agreement with the books of account;



- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of Act, read with relevant rule issued thereunder.
- e. On the basis of written representations received from the directors as on March 31, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, from being appointed as a director in terms of section 164(2) of the Act.
- f. 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 31<sup>st</sup> March, 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. Referred to our separate report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h. With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
- (a) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements as on 31<sup>st</sup> March, 2022- **Refer Note - 25**
- (b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses during the year ending 31<sup>st</sup> March, 2022.
- (c) There were no amount which were required to be transferred, the Investor Education and Protection Fund by the Company during the year ended March 31, 2022.



(d) (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the **Note No. 24(k)** to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of its knowledge and belief as disclosed in the **Note No. 24(l)** to the financial statements, no funds (which are material either individually or in aggregate) have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

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

(e) In respect of Declaration and payment of Dividend:

- (i) The company has not declared any dividend during the year, Hence the said clause is not applicable.
- (ii) The Company do not intend to propose dividend for the year, Hence the said clause is not applicable.

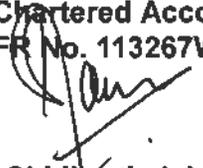
(f) The Company has used accounting software 'Tally Prime System' for maintaining its books of account which has a feature of recording audit trail facility and the same has been operated throughout the year for all



transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Jain Chowdhary & Co.

Chartered Accountants  
FR No. 113267W

  
Siddharth Jain  
Partner  
M.No.104709



Place: Mumbai  
Date: 28.05.2022  
UDIN: 22104709ANQTO15088

**ANNEXURE "A" as referred to in Paragraph '1' under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date of the Company for the year ended 31<sup>st</sup> March, 2022.**

In terms of the information and explanations given to us and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state as under:

**(i) Property, Plant & Equipment and Intangible Assets:**

a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B)The Company has maintained proper records showing full particulars of intangible assets.

b) Property, Plant and Equipment have been physically verified by the management at reasonable intervals; in our opinion, the periodicity of physical verification is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification

c) According to the information and explanation given to us the title deeds of all the immovable properties. (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the company.

d) The Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

**(ii) Inventory and working capital:**

a) The stock of inventory has been physically verified during the year by the Management at reasonable intervals, except stock lying with third parties. Confirmations of such stocks with third parties have been obtained by the Company in most of the cases. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned/renewal working capital limit of five crore rupees, in



aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company, except the variances shown in Note no. 42 in notes forming part of financial statements

**(iii) Investments, any guarantee or security or advances or loans given:**

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year, hence reporting under clauses 3(iii)(a), (c), (d), (e), and (f) of the Orders are not applicable for the year under report.

**(iv) Loan to directors:**

According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.

**(v)** The company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of sections 73 to 76 or any relevant provisions of the Act and the rules framed there under to the extent notified.

**(vi) Maintenance of Cost Records:**

We have broadly reviewed the books of accounts maintained by the company pursuant to the Rules made by the Central Government for the Maintenance of Cost Record under section 148(1) of the Companies Act, 2013 and are of the Opinion that Prima Facie, the prescribed accounts have been made and maintained.

**(vii) Statutory Dues:**

**a)** The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Duty of Customs, GST, Cess and any other statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31/03/2022 for a period of more than six months from the date they became payable.

**b)** According to the information and explanations given to us, there are no disputed dues of sales tax, income tax, custom duty, wealth tax, GST, excise duty and cess which have not been deposited on account of any dispute except following,



Name of the status	Nature of Dues	Amount (In Lacs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	2.33	F.Y. 2018-19	Central Processing Center
Income Tax Act, 1961	Income Tax	940.93	F.Y. 2014-15	Central Processing Center
Income Tax Act, 1961	Income Tax	0.44	F.Y. 2016-17	Central Processing Center
CGST Act, 2017	GST	38.08	November 2017- March 2018	Deputy Commissioner of SGST

**(viii) Disclosure of Undisclosed Transactions:**

There According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

**(ix) Loans or Other Borrowings:**

- a) Based on our audit procedures and according to the information and explanations given to us, The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c) According to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- d) On an overall examination of the standalone financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- 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) Money Raised by IPOs, FPOs:**

- a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.



- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

**(xi) Fraud:**

- a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company or no fraud by the Company and no material 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 in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.

**(xii) Nidhi Company:**

- a) The Company is not a Nidhi Company and hence reporting under Para 3 of clause (xii) of the Order is not applicable.

**(xiii) Related Party Transactions:**

In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

**(xiv) Internal Audit System:**

- a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

**(xv) Non-cash Transactions:**

According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with its directors; hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.



**(xvi) Registration under section 45-IA of RBI Act, 1934:**

- a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

**(xvii) Cash losses:**

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

**(xviii) Resignation of statutory auditors:**

There has been no resignation of the statutory auditors of the Company during the year.

**(xix) Material uncertainty on meeting liabilities:**

On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating 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.

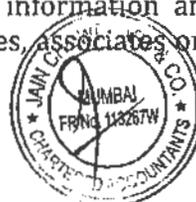
We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**(xx) Compliance of CSR:**

According to the information and explanations given to us and based on our examination of the records of the company, the company has not required to spend amount towards Corporate Social Responsibility (CSR) as per the section 135 of companies' act, 2013, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

**(xxi) Consolidated Reporting:**

In our opinion and according to the information and explanations given to us, company does not have any subsidiaries, associates or joint ventures, the company

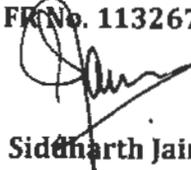


has prepared its financial statements for the year under audit on standalone basis.  
Hence, reporting under clause 3(xxi) of the Order is not applicable for the year.

**For Jain Chowdhary & Co.**

**Chartered Accountants**

**FR No. 113267W**



**Siddharth Jain**  
**Partner**  
**M.No.104709**



**Place: Mumbai**

**Date: 28.05.2022**

**UDIN: 22104709 ANQTO15088**

**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE  
FINANCIAL STATEMENT OF GOLDSTAR POWER LIMITED FOR THE YEAR  
ENDED 31ST MARCH 2022**

**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 **Gold Star Power Limited** ('the Company') as of **31st March, 2022** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **March 31<sup>st</sup>, 2022**, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 and the Standards on Auditing, issued by the 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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



the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

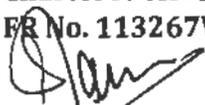
A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's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

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

### **Inherent Limitations of Internal Financial Controls 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.

**For Jain Chowdhary & Co.**  
**Chartered Accountants**  
FR No. 113267W



**Siddharth Jain**  
**Partner**  
**M.No.104709**



**Place: Mumbai**  
**Date: 28.05.2022**  
**UDIN: 22104709 ANQTO15088**



**Form No MR-3**  
**SECRETARIAL AUDIT REPORT**

For the Financial Year ended **31<sup>st</sup> 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,**  
**Goldstar Power Limited**  
Behind Ravi Petrol Pump,  
Rajkot Highway, Pandit Nehru Marg,  
**At & Post Hapa**  
**Dist. Jamnagar- 361120, Gujarat, India**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Goldstar Power Limited [CIN: L36999GJ1999PLC036274]** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **Goldstar Power Limited** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its Officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended March 31, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

- I. The Companies Act, 2013 (the Act) and the Rules made there under and Companies Amendments Act 2017.
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and bye-laws framed there under;
- IV. 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 ;

Continue at page no. 2



Continue from page no. 1

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ;
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
- e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;**(Not applicable to the Company during the Audit Period);**
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Audit Period)**
- g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; regarding the Companies Act and dealing with client(Not applicable to the Company during the Audit Period);
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period); and**
- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period);**

Continue at page no. 3



Continue from page no. 2

We have also examined, in general, compliance with the applicable clauses of the following:

- i. Secretarial Standards with respect to Meetings of Board of Directors and Committees (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective 1st July, 2015) and revised (SS-1) & (SS-2) were effective from 1<sup>st</sup> October, 2017.
- ii. The Listing Agreement entered into by the Company with NSE Limited as per SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

We further Report that :

- (a) The Company had filed few Forms after due date during the year 2020-21, under the Companies Fresh Start Scheme (CFSS), 2020, and it has filed Form CFSS during the year 2021-22, and the Ministry has issued Immunity Certificate to the Company under the CFSS.
- (b) The Company had filed Form CHG-4, for satisfaction of charge with the ICICI, after its due date but before expiry of 300 days from date of satisfaction, and with payment of additional fees, and the Company had received the Certificate of Registration of Satisfaction of Charges.

We 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 that took place during the period under review were carried out in compliance with the provisions of the Act.

Based on the Dispatch Register produced before us by the management, adequate notice were given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further informations and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors/ Committees of the Company were carried unanimously. We were informed that there were no dissenting views of the members on any of the matters on any of the matters during the year that were required to be captured and recorded as part of the minutes.

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

Continue at page no. 4



Continue from page no. 3

**We further report that** during the audit period, there were no instances of:

- (i) Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger/amalgamation/reconstruction etc.
- (v) Foreign technical collaborations.

We further report that :

The Compliance by the Company of the applicable financial laws, like Direct and Indirect tax Laws has not been reviewed in this Audit Since the same have been subject to the review by the Statutory Auditors and other designated professionals.

Place: Rajkot

Date :24.08.2022

For, **MJP Associates**  
**Practising Company Secretaries**  
Firm Reg No: P2001GJ007900

(CS Purvi Dave)  
Partner  
ACS No.27373 CP 10462  
PR : 1780/2022  
UDIN: A027373D000840350

*Please note that the Secretarial Audit Report is to be read with my letter of even date attached as Annexure A to the report and letter also forms the integral part of report.*



## ANNEXURE A

To,  
The Members,  
Goldstar Power Limited  
Behind Ravi Petrol Pump,  
Rajkot Highway, Pandit Nehru Marg,  
At & Post HapaDist. Jamnagar- 361120

Our Secretarial Audit Report of even date for the Financial Year ended on **31<sup>st</sup> March, 2022** is to be read along with this letter.

1. Maintenance of Secretarial Record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under other laws and regulations applicable to the Company and verification of documents and records procedures on test check basis.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc. Further, as regards to the transactions with related parties, the management had certified that the transactions are in its ordinary course of business and are at arm's length basis and hence, no further compliance is required.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Rajkot

Date :24.08.2022

For, **MJP Associates**  
**Practising Company Secretaries**  
**Firm Reg No: P2001GJ007900**

(CS Purvi Dave)  
Partner  
ACS No. 27373 CP 10462  
PR : 1780/2022  
UDIN: A027373D000840350



## "Annexure-4"

### TO DIRECTORS REPORT OF GOLDSTAR POWER LIMITED

#### Disclosures as per Section 197(12) of the Companies Act, 2013 & Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014"

1. The Ratio of Remuneration of Each Director to the Median Remuneration of the employees of the Company for the Financial Year ending March 31, 2022;
2. The Percentage Increase in Remuneration of Each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, in any, in the Financial Year ending March 31, 2022;

Name	Designation	% Increase in Remuneration in the Financial Year ended on March 31, 2022	Ratio to Median Employee
Mr. Mulji M. Pansara	Chairman	NIL	14.22
Mr. Navneet M. Pansara	Managing Director	NIL	14.22
Mr. Amrutlal M. Pansara	Whole Time Director	NIL	14.22
Mr. Vishal M. Pansara	Whole Time Director	NIL	7.11
Mrs. Dhruvi N. Pansara	Director	NIL	7.11
Mr. Chetan C. Khattar	Independent Director	Being Non-Executive Directors, only sitting fees was paid and thus ratio is not given.	
#Mr. Jayant Virani	Independent Director		
# Mr. Mahesh Sojitra	Independent Director		
Mr. Hemraj Patel	Independent Director		
Mr. Pranav Pandya	Chief Financial Officer		
Mrs. Neha Viraj Shah (From 15.02.2021 to 16.01.2022)	Company Secretary & Compliance Officer	NIL	NA
Mrs. Vidhi Ankit Pala (From 17.01.2022 till present)	Company Secretary & Compliance Officer	NIL	NA

#After the closure of the Financial Year, Mr. Jayant Virani (DIN:07831403) has resigned from the post of Independent Directorship w.e.f. 24th July, 2021 and Mr. Mahesh Sojitra (DIN: 09234220), appointed as an Additional Director w.e.f. 24.07.2021, who later in 22<sup>nd</sup> AGM of the company was regularized as Director of the Company.

3. The Percentage Decrease in Median Remuneration of Employees in the Financial Year ending on March 31, 2022: **8.35%**

4. Total Number of Employees on roll of the Company as at March 31, 2022: **84**
5. Average percentile increase already made in the salaries of employees other than the Managerial Personnel in the last Financial Year and its comparison with the percentile increase in the Managerial Remuneration.

Average increase in remuneration of the employees: As point (iii) above;

6. We affirm that the Remuneration is as per the Remuneration Policy of the Company. Particulars of the employees who are covered who are covered under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

There was no employee of the Company employed throughout the financial year with salary above Rs. 1 Crore and Rs. 2 Lakhs per annum or employed in part of the financial year with an average salary above Rs. 8 Lakhs and Rs. 50 Thousand per month.

Further, there is no employee of the Company employed throughout the financial year or part thereof, was in receipt of remuneration in aggregate, 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 (2%) of the equity shares of the Company.

**Date : 07.09.2022**  
**Place : Jamnagar**

**By Order of the Board of Directors**  
**For, GOLDSTAR POWER LIMITED,**

**MULJIBHAI PANSARA**  
**Chairman & Director**  
**(DIN: 00300722)**



# "Annexure-5"

## TO DIRECTORS REPORT OF GOLDSTAR POWER LIMITED

### NOMINATION AND REMUNERATION POLICY

#### ❖ INTRODUCTION

The Company considers the human resources as its invaluable assets. This policy on Nomination & Remuneration of Directors, Key Managerial Personnel (KMPs) and other employees has been formulated in terms of the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") in order to pay equitable remuneration to the Directors, KMPs and Employees of the Company and to harmonize the aspirations of human resources consistent with the goals of the Company.

#### ❖ CONSTITUTION OF COMMITTEE

The Board has the power to constitute/ reconstitute the Committee from time to time in order to make it consistent with the Company's policy and applicable statutory requirement. At present, the Nomination and Remuneration Committee comprises of following Directors:

- i. #Mr. Jayant Virani, Chairman (Non -Executive Independent Director)
- ii. Mr. Chetan Khattar, Member (Non -Executive Independent Director)
- iii. Mr. Hemraj Patel, Member (Non -Executive Independent Director)
- iv. #Mr. Mahesh Sojitra, Chairman (Non -Executive Independent Director)

# Mr. Jayant Virani (DIN:07831403) has resigned from the post of Independent Directorship w.e.f. 24.07.2021 and Mr. Mahesh Sojitra (DIN: 09234220), appointed as an Additional Director w.e.f. 24.07.2021, who later in 22<sup>nd</sup> AGM of the company was regularized as Director of the Company.

#### ❖ OBJECTIVE AND PURPOSE OF POLICY

This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Committee, in compliances with Section 178 of the Companies Act, 2013 read along with applicable rules thereto and Regulation 19 of Listing Obligation.

The objective of this policy is to lay down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management Personnel.

The key objectives of the Committee:

- i. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.
- ii. Formulation of criteria for evaluation of the Independent Director and to carry out evaluation of every Director's performance and to provide necessary report to the Board for further evaluation.
- iii. Devising a policy on Board diversity.
- iv. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- v. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- vi. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- vii. Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- viii. 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.
- ix. To perform such other functions as may be necessary or appropriate for the performance of its duties.
- x. To develop a succession plan for the Board and to regularly review the plan.

#### ❖ **APPLICABILITY**

The Policy is applicable to:-

- Directors (Executive and Non-Executive)
- Key Managerial Personnel
- Senior Management Personnel
- Employees

❖ **POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT**

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as director or KMP and recommend to the board his/her appointment.

A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient/ satisfactory for the concerned position.

The Committee shall identify whether the director is willing to serve on one or more committees of the Board as also devote such time as necessary for proper performance of his duties.

The Committee shall analyze whether the Independent Director being considered is willing to and shall be able to carry out the duties which every independent directors are required to follow. The committee shall check whether the prospective Director/ KMP shall be able to follow the conduct of the Company or not.

❖ **TERM/ TENURE**

The Term / Tenure of the Directors shall be governed as per provisions of the Companies Act, 2013 and rules made there under as amended from time to time.

1. **Managing Director/Whole-time Director/Manager (Managerial Person): -**

The Company shall appoint or re-appoint any person as its Managerial Person 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.

2. **Independent Director: -**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for 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, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. At the time of appointment of Independent Director, it

should be ensured that number of Boards on which such Independent Director serves as an Independent Director.

❖ **EVALUATION AND ITS CRITERIA**

• **Evaluation:**

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management at regular interval (yearly).

• **Criteria for Evaluation of the Board:**

Following are the Criteria for evaluation of performance of the Board:

1. **Executive Directors:** The Executive Directors shall be evaluated on the basis of targets/Criteria given to executive Directors by the Board from time to time.
2. **Non-Executive Director:** The Non-Executive Directors shall be evaluated on the basis of the following criteria i.e. whether they:
  - (a) act objectively and constructively while exercising their duties;
  - (b) exercise their responsibilities in a bona fide manner in the interest of the Company;
  - (c) devote sufficient time and attention to their professional obligations for informed and balanced decision making;
  - (d) do not abuse their position to the detriment of the company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person;
  - (e) refrain from any action that would lead to loss of his independence,
  - (f) inform the Board immediately when they lose their independence,
  - (g) assist the Company in implementing the best corporate governance practices;
  - (h) strive to attend all meetings of the Board of Directors and the Committees;
  - (i) participate constructively and actively in the committees of the Board in which they are chairpersons or members;
  - (j) strive to attend the general meetings of the Company;

(k) keep themselves well informed about the Company and the external environment in which it operates;

(l) do not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;

(m) moderate and arbitrate in the interest of the Company as a whole, in situations of conflict between management and shareholder's interest;

(n) abide by Company's Memorandum and Articles of Association, Company's policies and procedures including code of conduct, insider trading etc.

❖ **REMOVAL**

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made there under or under any other applicable Act, rules and regulations or any other reasonable ground, the Committee may recommend to the Board with the reasons recorded in writing for removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

❖ **RETIREMENT**

The Whole-Time Directors, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-Time Directors, KMP, Senior Management 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**

The Committee will recommend the remuneration to be paid to the Managing Director, Whole Time Director, KMP and Senior Management Personnel to the Board for their approval. The level and composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the Company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals:

- **Remuneration to Managerial Person, KMP and Senior Management:**

1. **Fixed pay:**

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

2. **Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. **Provisions for excess remuneration:**

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

- **Remuneration to Non-Executive / Independent Director:**

1. **Remuneration / Commission:**

The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made there under for the time being in force.

2. **Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

❖ **POLICY REVIEW**

This policy is framed based on the provisions of the Companies Act, 2013 and rules thereunder and the requirements of the listing regulations.

In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations which makes any of the provisions in the policy inconsistent with the Act or Regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with the law.

This policy shall be reviewed by the Nomination and Remuneration Committee as and when any changes are to be incorporated in the policy due to changes in regulations or as may be felt appropriate by the Company. Any changes or modifications on the policy as recommended by the Committee would be given approval of Board of Directors.

**Date : 07.09.2022**

**Place : Jamnagar**

**By Order of the Board of Directors**

**For, GOLDSTAR POWER LIMITED,**

**MULJIBHAI PANSARA**

**Chairman & Director**

**(DIN: 00300722)**



# "Annexure-6"

## TO DIRECTORS REPORT OF GOLDSTAR POWER LIMITED

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

#### ❖ INDUSTRY STRUCTURE AND DEVELOPMENTS:

Incorporated in 1999, our Company, *"Goldstar Power Limited"* is engaged in Manufacturing of Batteries and Battery Product. Goldstar Power Limited is located at Hapa, Jamnagar on Jamnagar-Rajkot Highway, Gujarat with an integrated plant wherein Battery Scrap and Discarded Batteries procured from dealers and retailers are converted to finished product. Our Company was incorporated on July 12, 1999 and has completed more than fifteen four years since incorporation. Our Company spread over an area of Approx., 125000 Sq. Ft., ours is India's only fully integrated unit having all production facility at a single place under single control.

Our Promoter, MuljibhaiPansara has more than Four decades of experience in Battery industry. He has been the founder chairman of the Gujarat Small Scale Battery Association and president of Federation of India Small Scale Battery Association for west zone. In the year 1982 ShriMuljibhai entered in to Battery business keeping roots of Agriculture intact. Since inception, ShriMuljibhai is keeping pace with technology as guiding force for development of the business. Though it was new business for him, he is never required to look back because of his vision and hardworking attitude. Successfully travelled around 40years of long journey from a Partnership Firm to a well-managed corporate i.e., Goldstar Power Limited. Today Goldstar is the highly reputed name in the power industry. We are leading manufacturer in Small Scale segment.

Our Company is promoted by MuljiPansara and AmratlalPansara. Both our promoters are subscribers of our Company and are directors since inception. We started by manufacturing of battery plates and gradually moved to forward and backward stages of manufacturing. Later, in the year 2006, NavneetPansara, son of MuljiPansara joined our Company as Director and since then is involved in all day to day activities of our Company. In the year 2008, Vishal Pansara, younger son of MuljiPansara joined our Company who leads the marketing department of our Company.

We believe in manufacturing and delivering quality products and our manufacturing process is under constant supervision by qualified engineers. Integrated plant and quality driven products are our major strengths. We maintain quality standard conforming to ISI, FIFO and International Quality standards like ISO under BVQI Approved. As a part of continual quality upgradation, we have adopted ISO 9001: 2015

system certification. Our Company's major revenue is from sale of Battery and Lead Plates various measures ranging from **GS 1000TT to GST 2300TT, GS 400 to GS 2000, GS 1200ER, GS 1200ER++ and GST, G Power, GSD and GSV versions.**

Our product range covers various types of batteries including Fully Automotive Batteries for Car, Tractor and Heavy-Duty Trucks, Tubular Batteries for Inverter and Solar Application, SLI and Tubular Batteries for E-Rickshaw, SMF-VRLA Batteries for UPS Application, Motorcycle Batteries, Solar Batteries, Pure Lead and Alloy batteries.

Our manufacturing facility is equipped with requisite infrastructure including machinery, other handling equipment to facilitate smooth manufacturing process. We Endeavour to maintain safety in our premises by adhering to key safety norms. Our manufacturing process is integrated from procurement of raw materials to final testing. We are dedicated towards safe supply and hygiene of our products by controlling the procurement of standard raw material, monitoring the process parameters, maintaining appropriate sanitation and personal hygiene and to comply with applicable statutory and regulatory requirements of our products.

Currently our Company caters to all three segments of market viz. exports, domestic/after sales market and OEM. We have a widespread customer base with our domestic customer base situated in various regions of the country and our international customers situated across varied countries like **Uganda, Nepal, Lebanon, Dubai, Syria, Yemen, Afghanistan, Turkey** etc. and other middle east countries

At Goldstar, we desire to demonstrate its capability to provide various products conforming to needs of its customers. We aim satisfy the needs of customers including product requirements, the regulatory authorities and accreditation bodies and to achieve customer satisfaction by maintaining the best standards at all level from procurement to dispatch.

❖ **OPPORTUNITIES AND STRENGTH:**

- i. Experienced Promoters and Dedicated Management Team.
- ii. Strong Relationship with Reputed Institutional Customers.
- iii. Fully Integrated Plant.
- iv. Experienced Marketing Team.
- v. Operational Excellence.
- vi. Quality Control.
- vii. Diversified Product Portfolio.

❖ **THREATS AND RISK:**

- i. Significant Economic changes.
- ii. Seasonal factors.
- iii. Technological advancement and changes
- iv. Real or perceived Product Contamination
- v. Significant changes in Government Regulations or Regulatory Policies
- vi. Competitive prices and desired Quality.
- vii. Warranty Claims Issues

❖ **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

There is an adequate internal control procedure commensurate with the size of the company and nature of the business for inventory, fixed assets and for the sale of goods or services. The Company has implemented proper and adequate systems of internal control to ensure that all assets are safeguarded and protected against loss from any unauthorized use or disposition and all transactions are authorized, recorded and reported correctly. The system ensures appropriate information flow to facilitate effective monitoring. The internal audit system also ensures formation and implementation of corporate policies for financial, reporting, accounting and information security.

The Company has constituted Audit committee to overlook the internal control systems and their adequacy. Audit committee regularly reviews and gives recommendations on proper and adequate internal control systems.

❖ **FINANCIAL PERFORMANCE:**

During the Year under report, the Company has earned revenue from the operations of **42.91 Crores** as compared to previous year revenue i.e. **Rs 42.06 Crores**. Moreover, the Company has earned net profit (after tax) of **Rs. 70.70 Lakhs** compared to previous year net profit of **Rs. 7.78 Lakhs**. The Board assures that the management will leave no efforts untouched to increase the profitability of the company gradually and to maintain the consistency of attained results in the fourth coming years.

❖ **SEGMENTS:**

Goldstar Power Limited does not have multiple segments. Hence, comments on segments are not required.

❖ **HUMAN RESOURCES:**

We believe that our employees are key contributors to our business success. We focus on attracting and retaining the best possible talent. Our Company looks for specific skill-sets, interests and background that would be an asset for our business.

We have at around 93 employees. Our manpower is the prudent mix of experienced and youth which gives us the dual advantage of ability and growth. Our work progress and skilled/semiskilled/unskilled resources together with our strong management team have enabled us to successfully implement our growth plans.

❖ **CAUTIONARY STATEMENTS:**

All statements made in Management and Discussion Analysis have been made in good faith. Many unforeseen factors may come into play and affect the actual results, which may be different from what the management envisages in terms of performance and outlook. Factors such as economic conditions affecting demand/supply and priced conditions in domestic & international markets in which the Company operates, and changes in Government regulations, tax laws, other statues and other incidental factors, may affect the final results and performance of the Company.

Date : 07.09.2022  
Place : Jamnagar

By Order of the Board of Directors  
For, GOLDSTAR POWER LIMITED,

MULJIBHAI PANSARA  
Chairman & Director  
(DIN: 00300722)



# “ Annexure-7 ”

## TO DIRECTORS REPORT OF GOLDSTAR POWER LIMITED

### “CERTIFICATION FROM MD & CFO”

(Regulation 17(8) of SEBI Listing Obligations and Disclosures Requirements) Regulations, 2015)

To,  
The Board of Directors,  
**GOLDSTAR POWER LIMITED,**  
Behind Ravi Petrol Pump,  
Rajkot Highway Road, At & Post Hapa,  
Dist. Jamnagar-361 120.

Dear Sir,

We, Navneet Pansara, Managing Director, (DIN: 00300843) and Mr. Pranav Pandya, Chief Financial Officer, (PAN: AHIPP9524R) of the Company jointly declare and certify as under, in relation to the financial year 2021-22:

- A.** We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (2) these statements together present a true and fair view of the listed entity'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 listed entity during the year which are fraudulent, illegal, or violative of the listed entity's code of conduct.
- C.** We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and 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 rectify these deficiencies.

**D.** We have indicated to the Auditors and the Audit committee:

- there is no significant changes in internal control over financial reporting during the year;
- there is no significant changes in accounting policies during the year; and
- there is no instances of significant fraud of which we have become aware and the involvement therein, if any of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

## **FOR GOLDSTAR POWER LIMITED**

Sd/-

**Navneet Pansara**  
**(Managing Director)**  
**[DIN: 00300843]**

Sd/-

**Pranav Pandya**  
**(Chief Financial Officer)**  
**[PAN: AHIPP9524R]**

**GOLDSTAR POWER LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH, 2022**  
**CIN: L36999GJ1999PLC036274**

Rs. In Lakhs

Particulars	Note No.	As At 31st March 2022	As At 31st March 2021
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	2	1,069.80	1,069.80
(b) Reserves and surplus	3	971.99	901.29
<b>2 Non-current liabilities</b>			
(a) Long-term borrowings	4	766.46	456.50
(b) Deferred tax liabilities (Net)		80.45	94.80
<b>3 Current liabilities</b>			
(a) Short-term borrowings	5	796.32	609.20
(b) Trade payables	6	184.40	139.85
(c) Other current liabilities	7	282.89	119.69
(d) Short-term provisions	8	470.21	153.31
<b>TOTAL</b>		<b>4,622.52</b>	<b>3,544.44</b>
<b>II. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property Plant & Equipment			
(i) Tangible assets	9	979.27	1,061.91
(ii) Work In Progress		702.38	-
(b) Non Current Investment	10	0.14	0.14
(c) Long-term loans and advances	11	36.92	36.16
(d) Other Non Current Assets	12	-	14.93
<b>2 Current assets</b>			
(a) Inventories	13	1,313.46	1,091.53
(b) Trade receivables	14	956.38	623.73
(c) Cash and cash equivalents	15	8.13	265.98
(d) Short-term loans and advances	11	625.84	450.07
<b>TOTAL</b>		<b>4,622.52</b>	<b>3,544.44</b>

Accounting Policies & Notes on accounts  
As per our report on even date attached  
For M/s. Jain Chowdhary & Co.  
Chartered Accountants

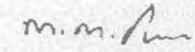
**Siddharth Jain**  
Partner  
M.No. 104709  
F.R.N.0113267W  
Place: Mumbai  
Date: 28/05/2022  
UDIN: 22104709ANQ015088

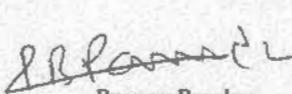


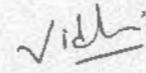
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For Goldstar Power Limited

  
Navneet Pansara  
Managing Director  
DIN:00300843

  
Muljibhai Pansara  
Chairman  
DIN:00300722

  
Pranav Pandya  
CFO  
PAN: AHIPP9542R

  
Vidhi Pala  
Company Secretary  
M. No. A66884



**GOLDSTAR POWER LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST, MARCH 2022**  
**CIN: L36999GJ1999PLC036274**

Rs. In Lakhs

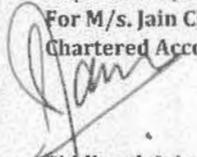
Particulars	Refer Note No.	For the year ended 31 March 2022	For the year ended 31 March 2021
I. Revenue from operations	16	4,291.45	4,206.11
II. Other income	17	127.36	175.32
<b>III. Total Income (I + II)</b>		<b>4,418.81</b>	<b>4,381.43</b>
IV. Expenses:			
Cost of materials consumed	18	3,176.31	2,993.73
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	19	(115.70)	258.34
Employee benefits expense	20	288.37	292.53
Finance costs	21	119.27	96.17
Depreciation and amortization expense	22	142.23	158.13
Other expenses	23	702.77	565.84
Total expenses		4,313.24	4,364.75
<b>V. Profit before tax (III- IV)</b>		<b>105.57</b>	<b>16.68</b>
VI Tax expense:			
(1) Current tax		49.22	25.10
(2) Deferred tax		(14.35)	(16.20)
(3) Less : MAT Credit		-	-
<b>VII Profit (Loss) for the period (V - VI)</b>		<b>70.70</b>	<b>7.78</b>
VIII Earnings per equity share:			
(1) Basic		0.66	0.07
(2) Diluted		0.66	0.07

Accounting Policies & Notes on accounts  
As per our report on even date attached

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For Goldstar Power Limited

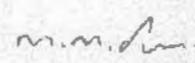
For M/s. Jain Chowdhary & Co.  
Chartered Accountants

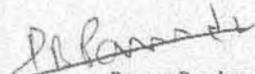
  
Siddharth Jain  
Partner

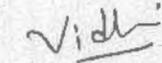
M.No. 104709  
F.R.N.0113267W  
Place: Mumbai  
Date: 28/05/2022  
UDIN: 22104709ANQ015088



  
Navneet Pansara  
Managing Director  
DIN:00300843

  
Muljibhai Pansara  
Chairman  
DIN:00300722

  
Pranav Pandya  
CFO  
PAN: AHIPP9542R

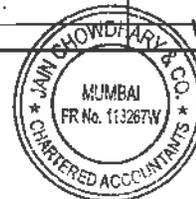
  
Vidhi Pala  
Company Secretary  
M. No. A66884



**GOLDSTAR POWER LIMITED**  
**Cash Flow Statement for the year ended 31st March, 2022**  
**CIN: L36999GJ1999PLC036274**

Rs. In Lakhs

<b>A.</b>	<b>Cash flow from Operating Activities</b>				
	Net Profit Before tax as per Statement of Profit & Loss		105.57		16.68
	Adjustments for :				
	Depreciation & Amortisation Exp.	142.23		158.13	
	Dividend Income	(0.08)		-	
	Interest Income	(4.02)		(3.22)	
	Finance Cost	119.27	257.40	96.17	251.09
	<b>Operating Profit before working capital changes</b>		<b>362.96</b>		<b>267.77</b>
	<b>Changes in Working Capital</b>				
	Trade receivable	(332.64)		(260.97)	
	Other Loans and advances receivable	(175.78)		(162.47)	
	Inventories	(221.93)		356.13	
	Trade Payables	44.55		(177.97)	
	Other Current Liabilities	163.20		8.42	
	Short term Provisions	316.90		(23.20)	
			(205.70)		(260.06)
	<b>Net Cash Flow from Operation</b>		<b>157.27</b>		<b>7.71</b>
	Tax Provision		49.22		25.10
	<b>Net Cash Flow from Operating Activities (A)</b>		<b>108.05</b>		<b>(17.39)</b>
<b>B.</b>	<b>Cash flow from investing Activities</b>				
	Purchase of Fixed Assets	(762.34)		(40.22)	
	Sale of Fixed Assets	0.37		-	
	Movement in non current investment	-		0.43	
	Movement in non current assets	14.93		8.84	
	Movement in Loan & Advances	(0.76)		132.59	
	Interest Income	4.02		3.22	
	Dividend Income	0.08		-	
			(743.70)		104.87
	<b>Net Cash Flow from Investing Activities (B)</b>		<b>(743.70)</b>		<b>104.87</b>



<b>C.</b>	<b>Cash Flow From Financing Activities</b>			
	Proceeds From Issue of shares capital			
	Proceeds From long Term Borrowing (Net)	309.97		405.27
	Short Term Borrowing (Net)	187.12		(202.96)
	Interest Paid	(119.27)		(96.17)
	Dividend paid ( Including DDT)	-	377.81	-
	<b>Net Cash Flow from Financing Activities (C)</b>		<b>377.81</b>	<b>106.14</b>
<b>D.</b>	<b>Net (Decrease)/ Increase in Cash &amp; Cash Equivalents (A+B+C)</b>		<b>(257.84)</b>	<b>193.61</b>
<b>E.</b>	<b>Opening Cash &amp; Cash Equivalents</b>		<b>265.98</b>	<b>72.36</b>
<b>F.</b>	<b>Cash and cash equivalents at the end of the period</b>		<b>8.13</b>	<b>265.98</b>
<b>G.</b>	<b>Cash And Cash Equivalents Comprise :</b>			
	Cash		1.63	0.61
	Bank Balance :			
	Current Account		6.50	265.37
	Deposit Account			
	<b>Total</b>		<b>8.13</b>	<b>265.98</b>

For M/s. Jain Chowdhary & Co.  
Chartered Accountants

Siddharth Jain  
Partner  
M.No. 104709  
F.R.N.0113267W  
Place: Mumbai  
Date: 28/05/2022  
UDIN: 22104709ANQ015088



For Goldstar Power Limited

Navheet Pansara  
Managing Director  
DIN:00300843

Muljibhai Pansara  
Chairman  
DIN:00300722

Pranav Pandya  
CFO  
PAN: AHIPP9542R

Vidhi Pala  
Company Secretary  
M. No. A66884



GOLDSTAR POWER LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

For Year ended 31<sup>st</sup> March 2022

**Note: - 1 Significant accounting policies:**

**1.0 Corporate Information**

**Goldstar Power LIMITED** is a Limited Company, incorporated under the provisions of Companies Act, 1956 and having CIN: L36999GJ1999PLC036274. The Company is mainly engaged in the business of Manufacturing of Inverter Battery, battery Parts, Plates & processing of Lead. The Company is also engaged in trading activity of Batteries. The Registered office of the Company is situated at Jamnagar – Rajkot Highway, B/h Ravi patrol pump, Hapa, Jamnagar.

**1.1 Basis of preparation of financial statements**

**a. Accounting Convention: -**

These financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India (“Indian GAAP”). Indian GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 (“the Act”) read with the Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the Historical Cost Convention. and the Companies (Accounting Standards) Amendment Rules 2016 and the relevant provisions of the Companies Act, 2013.

**b. Functional and Presentation Currency**

The functional and presentation currency of the company is Indian rupees. This financial statement is presented in Indian rupees.

All amounts disclosed in the financial statements and notes are rounded off to lakhs the nearest INR rupee in compliance with Schedule III of the Act, unless otherwise stated.

Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

**c. Use of Estimates and Judgments**

The preparation of financial statement in conformity with accounting standard requires the Management to make estimates, judgments, and assumptions. These estimates, judgments and assumptions affects the application of accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of financial statement and reported amounts of revenue and expenses during the period. Accounting estimates could change form period to period. Actual result could differ from those estimates. As soon as the Management is aware of the changes, appropriate changes in estimates are made. The effect of such changes are reflected in the period in which such changes are made and, if material, their effect are disclosed in the notes to financial statement.



**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**

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

**d. Current and Non - Current Classification**

An asset or a liability is classified as Current when it satisfies any of the following criteria:

- i. It is expected to be realized / settled, or is intended for sales or consumptions, in the Company's Normal Operating Cycle;
- ii. It is held primarily for the purpose of being traded.
- iii. It is expected to be realized / due to be settled within twelve months after the end of reporting date;
- iv. The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as Non - Current.

For the purpose of Current / Non - Current classification of assets and liabilities, the Company has ascertained its operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of the assets or liabilities for processing and their realization in Cash and Cash Equivalents.

**1.2 Basis of Preparation**

**a) Presentation and Disclosure of Standalone Financial Statements**

These standalone financial statements have been prepared as per "Schedule - III" notified under the Companies Act, 2013. The Company has also reclassified / regrouped / restated the previous year figures in accordance with the requirements applicable in the current year.

**b) Property, Plant & Equipment and Intangible Assets:-**

- i. The company has adopted Cost Model to measure the gross carrying amount of Property Plant & Equipment.
- ii. Tangible Property Plant & Equipment are stated at cost of acquisition less accumulated depreciation. Cost includes the purchase price and all other attributable costs incurred for bringing the asset to its working condition for intended use.
- iii. Intangible assets are stated at the consideration paid for acquisition and customization thereof less accumulated amortization.
- iv. Cost of fixed assets not ready for use before the balance sheet date is disclosed as Capital Work in Progress.



**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**

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- v. Cost of Intangible Assets not ready for use before the balance sheet date is disclosed as Intangible Assets under Development.

**c) Depreciation / Amortisation :-**

Depreciation has been provided under Straight Line Method at the rates prescribed under schedule III of the Companies Act, 2013 on single shift and Pro Rata Basis to result in a more appropriate preparation or presentation of the financial statements.

In respect of assets added/sold during the year, pro-rata depreciation has been provided at the rates prescribed under Schedule II.

Intangible assets being Software are amortized over a period of its useful life on a straight line basis, commencing from date the assets is available to the company for its use.

**d) Impairment of Assets:-**

An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior period is reversed if there has been a change in the estimate of the recoverable amount.

**e) Investments:-**

- Long term investments are stated at cost. Provision for diminution in the value of long-term investment is made only if such decline is other than temporary.
- Current investments are stated at lower of cost or market value. The determination of carrying amount of such investment is done on the basis of specific identification.

**f) Government Grants and Subsidies:-**

The Company is entitled to receive any subsidy from the Government authorities or any other authorities in respect of manufacturing or other facilities are dealt as follows:

- Grants in the nature of subsidies which are non - refundable are credited to the respective accounts to which the grants relate, on accrual basis, where there is reasonable assurance that the Company will comply with all the necessary conditions attached to them.
- Grants in the nature of Subsidy which are Refundable are shown as Liabilities in the Balance Sheet at the Reporting date.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

**g) Retirement Benefits:-**

**a) Short Term Employee Benefits:**

All employee benefits payable within twelve months of rendering the service are classified as short term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc. and the same are recognised in the period in which the employee renders the related service.

**b) Employment Benefits:**

**i) Defined Contribution Plans:**

The company has Defined Contribution Plans for post employment benefit in the form of Provident Fund which are administered by the Regional Provident Fund Commissioner. Provident Fund are classified as defined contribution plans as the company has no further obligation beyond making contributions. The company's contributions to defined contribution plans are charged to the Statement of Profit and Loss as and when incurred.

**ii) Defined Benefit Plans:**

**a) Gratuity:**

The company has defined benefit plan for post employment benefit in the form of gratuity for the employees which are administered through Life Insurance Corporation of India. Liability for the said defined plan is provided on the basis of valuation as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit Method.

**b) Leave Encashment:**

The Management has decided to pay all the pending leave of the year for the year in which the same has become payable and pending dues are cleared.

**h) Valuation of Inventory :-**

Inventories of the raw material, work-in-progress, finished goods, packing material, stores and spares, components, consumables and stock in trade are carried at lower of cost and net realizable value. However, raw material and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item by item basis. Cost of inventories included the cost incurred in bringing the each product to its present location and conditions are accounted as follows:

**a) Raw Material:-** Cost included the purchase price and other direct or indirect costs incurred to bring the inventories into their present location and conditions. Cost is determined on *First in First out basis (FIFO)*.



GOLDSTAR POWER LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

**b) Finished Goods and Work-in-Progress:-** Work in progress are valued at cost which includes raw materials and cost incurred till the stage of production of process. Finished Goods are valued at cost or Net realizable value whichever is lower. Cost included cost of direct materials and the labor cost and a proportion of manufacturing overhead based on the normal operating capacity, but excluding the borrowing costs. Cost is determined on "First in First out basis (FIFO)".

**c) Stock in Trade:-** Cost included the purchase price and other direct or indirect costs incurred in bringing the inventories to their present location and conditions. Cost is determined on "Weighted Average Basis".

All other inventories of stores and spares, consumables, project material at site are valued at cost. The stock of waste or scrap is valued at net realizable value.

"Net Realizable Value" is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sales of the products.

**i) Revenue Recognition :-**

Revenue is recognized when it is probable that economic benefit associated with the transaction flows to the Company in ordinary course of its activities and the amount of revenue can be measured reliably, regardless of when the payment is being made. Revenue is measured at the fair value of consideration received or receivable, taking into the account contractually defined terms of payments, net of its returns, trade discounts and volume rebates allowed.

Revenue includes only the gross inflows of economic benefits, including the excise duty, received and receivable by the Company, on its own account. Amount collected on behalf of third parties such as sales tax, value added tax and goods and service tax (GST) are excluded from the Revenue.

**Sale of goods** is recognized at the point of dispatch of goods to customers, sales are exclusive of Sales tax, Vat, GST and Freight Charges if any. The revenue and expenditure are accounted on a going concern basis.

**Interest Income** is Recognized on a time proportion basis taking into account the amount outstanding and the rate applicable i.e. on the basis of matching concept.

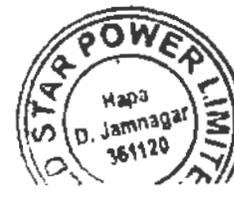
**Dividend** from investments in shares / units is recognized when the company.

As per a recent ICAI opinion, the benefit of DEPB is recognized in the year of export itself, provided no uncertainty exists,

Other items of Income are accounted as and when the right to receive arises.

**j) Accounting for effects of changes in foreign exchange rates :-**

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transactions.



GOLDSTAR POWER LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Any income or expenses on account of exchange difference either on settlement or on Balance sheet Valuation is recognized in the profit and loss account except in cases where they relate to acquisition of fixed assets in which case they are adjusted to the carrying cost of such assets.

Foreign currency transactions accounts are given in the notes of accounts.

Commodity Hedging: - The realized gain or loss in respect of commodity hedging contracts, the principal period of which has expired during the year, is recognized in profit and loss account. In respect of contracts, that are outstanding as on date of Balance sheet are valued at prevailing market price and the resultant loss, if any, is provided.

**k) Borrowing Cost :-**

Borrowing Cost includes the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs that are directly attributable to the acquisition or construction of qualifying property, plants and equipments are capitalized as a part of cost of that property, plants and equipments. The amount of borrowing costs eligible for capitalization is determined in accordance with the Accounting Standards - 16 "Borrowing Costs". Other Borrowing Costs are recognized as expenses in the period in which they are incurred.

In accordance with the Accounting Standard - 16, exchange differences arising from foreign currency borrowings to the extent that they are regarded as adjustments to interest costs are recognized as Borrowing Costs and are capitalized as a part of cost of such property, plants and equipments if they are directly attributable to their acquisition or charged to the Standalone Statement or Profit and Loss.

**l) Segment Reporting:-**

• **Business Segment :**

The company has disclosed business segment in notes on accounts as the primary segment taking into account the type of products, the differing risk return and the internal reporting system. The various segment identified by the company comprised as under:

Name of Segment Comprised of-

- Manufacturing of Battery, Lead Alloy.
- Trading of Inverter, Chemicals & other battery related equipment



GOLDSTAR POWER LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Segment Revenue, segment results, segment assets and segment liabilities including directly identified with the segment and also an allocation on reasonable basis of amount not directly identified. The expenses which are not directly relatable to the business segment, are shown as unallocated corporate cost. The assets and the liability that cannot be allocated between the segments are shown as unallocated corporate assets and liabilities respectively.

• **Geographical Segment:**

The Company has identified Geographical Segments as a secondary segment.

m) **Related Party Disclosure :-**

The Disclosures of Transaction with the related parties as defined in the related parties as defined in the Accounting Standard are given in notes of accounts.

n) **Accounting for Leases :-**

A lease is classified at the inception date as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership to the Company is classified as a finance lease.

The Company as a lessee:

**a) Operating Lease:-** Rental payable under the operating lease are charged to the Standalone Statement of Profit and Loss on a Straight line basis over the term of the relevant lease.

**b) Finance Lease:-** Finance lease are capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against the income over the period of the lease.

The Company has not provided any of its assets on the basis of operating lease or finance lease to others.

o) **Cash flow:-**

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals of past or future cash receipts and payments. The cash flows from regular operating, investing and financing activities of the company are segregated.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

**p) Earnings Per Share :-**

The Company reports the basic and diluted Earnings per Share (EPS) in accordance with Accounting Standard 20, "Earnings per Share". Basic EPS is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the year by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the Net Profit or Loss attributable to the Equity Shareholders for the year by the weighted average number of Equity Shares outstanding during the year as adjusted for the effects of all potential Equity Shares, except where the results are Anti - Dilutive.

The weighted average number of Equity Shares outstanding during the period is adjusted for events such a Bonus Issue, Bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of Equity Shares outstanding, without a corresponding change in resources.

**q) Taxes on Income :-**

• **Current Tax:-**

Provision for current tax is made after taken into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

• **Deferred Taxes:-**

Deferred Income Tax is provided using the liability method on all temporary difference at the balance sheet date between the tax basis of assets and liabilities and their carrying amount for financial reporting purposes.

- I. Deferred Tax Assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profit will be available in the future against which this items can be utilized.
- II. Deferred Tax Assets and liabilities are measured at the tax rates that are expected to apply to the period when the assets is realized or the liability is settled, based on tax rates ( and the tax) that have been enacted or enacted subsequent to the balance sheet date.

**r) Discontinuing Operations :-**

During the year the company has not discontinued any of its operations.

**s) Provisions Contingent liabilities and contingent assets:-**

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liability.



**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**

A disclosure for a Contingent Liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Possible obligation that arises from the past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation is reported as Contingent Liability. In the rare cases, when a liability cannot be measured reliably, it is classified as Contingent Liability. The Company does not recognize a Contingent Liability but disclosed its existence in the standalone financial statements.

**t) Event after Reporting Date:-**

Where events occurring after the Balance Sheet date provide evidence of condition that existed at the end of reporting period, the impact of such events is adjusted within the standalone financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

All the events occurring after the Balance Sheet date up to the date of the approval of the standalone financial statement of the Company by the board of directors on May 28th 2022, have been considered, disclosed and adjusted, wherever applicable, as per the requirement of Accounting Standards.

**u) Late Delivery Charges**

The liability on account of late delivery charges, due to delay in delivery of finished products for on accrual basis as per the terms of contract after adjusting for the claims which are no longer.

**v) Research and Development Expenses**

Research and development cost of revenue are charged to revenue as and when incurred, and of capital nature is capitalized and depreciation thereon is provided as per the rates prescribed in schedule II to the companies Act, 2013.

**w) Warranty Claims and Provisions**

The Company makes a provision for the probable future liability on account of warranty as at the end of the financial year, in addition to meeting the actual warranty claimed.

**x) Global Health Pandemic COVID - 19**

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant slow disturbance and slowdown of economic activity. The company has evaluated impact of this pandemic on its business operations and based on its review and current indicators for future economic conditions, there is no significant impact on its financial statements.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 2 SHARE CAPITAL

Share Capital	As at 31st March 2022		As at 31st March 2021	
	Number in Lakhs	Rs. In Lakhs	Number in Lakhs	Rs. In Lakhs
<b>Authorised</b>				
Equity Shares of ` 10 each	150.00	1,500.00	150.00	1,500.00
<b>Issued</b>				
Equity Shares of ` 10 each	106.98	1,069.80	106.98	1,069.80
<b>Subscribed &amp; Paid up</b>				
Equity Shares of ` 10 each fully paid	106.98	1,069.80	106.98	1,069.80
<b>Total</b>	<b>106.98</b>	<b>1,069.80</b>	<b>106.98</b>	<b>1,069.80</b>

Note 2.1 RECONCILIATION OF NUMBER OF SHARES

Particulars	Equity Shares		Equity Shares	
	Number in Lakhs	Rs. In Lakhs	Number in Lakhs	Rs. In Lakhs
Shares outstanding at the beginning of the year	106.98	1,069.80	106.98	1,069.80
Shares Issued during the year	-	-	-	-
Shares Issued as Bonus during the Year	-	-	-	-
Shares outstanding at the end of the year	106.98	1,069.80	106.98	1,069.80

Note 2.2 Details of Shares held by shareholders holding more than 5% of the aggregate shares in the co.

Name of Shareholder	As at 31st March 2022		As at 31st March 2021	
	No. of Shares held in lakhs	% of Holding	No. of Shares held in lakhs	% of Holding
Amrutlal M Pansara	18.70	17.48%	18.70	17.48%
Leelaben M Pansara	5.37	5.02%	5.37	5.02%
Vishal M Pansara	6.21	5.81%	6.21	5.81%
Muljibhai M Pansara	33.10	30.94%	27.73	25.92%

Statement of Shares Held By Promoters At the End of the Year in Note No. 44.



## Note 3 RESERVE AND SURPLUS

Particulars	As at 31st March 2022	As at 31st March 2021
<b>a. Securities Premium Account</b>		
Opening Balance	434.70	434.70
Add : Securities premium credited on Share issue	-	-
Less : Premium Utilised for various reasons	-	-
For Issuing Bonus Shares	-	-
Closing Balance	434.70	434.70
<b>b. Surplus</b>		
Opening balance	466.59	458.81
(+) Net Profit/(Net Loss) For the current year	70.70	7.78
Closing Balance	537.29	466.59
<b>Total</b>	<b>971.99</b>	<b>901.29</b>

## Note 5 SHORT TERM BORROWINGS

Particulars	As at 31st March 2022	As at 31st March 2021
<b>(a) Loan Repayable on Demands</b>		
from banks		
HDFC Bank	-	-
ICICI Bank CC A/c :020551000023	-	2.45
Bank of Baroda 03670500003525	644.71	512.01
ICICI Bank Ltd. MOD: 020505503207	-	2.21
	644.71	516.66
<b>(b) Loan Repayable on Demands</b>		
Loans from Relative of Directors	-	-
Loan from Directors	151.61	92.54
	151.61	92.54
<b>The above amount include</b>		
Secured Borrowings	644.71	516.66
Unsecured Borrowings	151.61	92.54
<b>In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) &amp; (b)</b>		
1. Period of default	-	-
2. Amount	-	-
<b>Total</b>	<b>796.32</b>	<b>609.20</b>



**Note 6 TRADE PAYABLES**

Particulars	As at 31st March 2022	As at 31st March 2021
(a) Micro, Small and Medium Enterprise		
Less than 01 Years	-	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
(b) Others		
<b>Not Due</b>	<b>184.40</b>	<b>139.85</b>
<b>Outstanding for the period of:</b>		
Less than 01 Years	-	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-
<b>Total</b>	<b>184.40</b>	<b>139.85</b>

**Note 7 OTHER CURRENT LIABILITIES**

Particulars	As at 31st March 2022	As at 31st March 2021
(i) Current maturities of Long Term Debt (i.e. Term Liability classified as current as per Note 4)	201.31	90.97
(i) Statutory Remittance		
(i) TDS Payable	6.13	3.30
(ii) TCS Payable	-	0.18
(iii) IGST Payable	-	0.00
(ii) Advanced from Customer	75.45	25.25
(iii) Other payables (specify nature)		
Differential Duty Payable on Non Submission of Form C	-	-
Security Deposits	-	-
<b>Total</b>	<b>352.89</b>	<b>119.70</b>



**Note 8 SHORT TERM PROVISIONS**

Particulars	As at 31st March 2022	As at 31st March 2021
<b>Provision For</b>		
<b>(a) Employee benefits</b>		
(i) Contribution to PF	3.55	3.28
(ii) Bonus Payable	6.30	6.52
(iii) Gratuity Payable	33.32	19.25
(iv) Wages Payable	3.64	3.38
(v) leave encashment	1.07	2.18
(vi) Professional Tax	0.14	0.13
(vii) ESIC Payable	3.14	3.11
(viii) TDS Payable		0.03
<b>(b) Others (Specify nature)</b>		
(i) Income Tax	49.22	25.10
(ii) Warrenty	356.30	80.17
(iii) Audit Fees	2.00	3.00
(iv) Electricity	6.57	7.15
(v) General Exp.	4.96	-
(vi) Other Advocate Fees	-	-
<b>Total</b>	<b>470.21</b>	<b>153.31</b>

**Note 10 NON CURRENT INVESTMENTS**

Particulars	As at 31st March 2022	As at 31st March 2021
<b>(b) Other non-current investments (specify nature)</b>		
NCB Shares	0.01	0.01
NCB Linking Share	0.13	0.13
<b>Total</b>	<b>0.14</b>	<b>0.14</b>

**Note 12 OTHER NON CURRENT ASSETS**

Particulars	As at 31st March 2022	As at 31st March 2021
<b>Preliminary Expenses not Written off</b>	-	14.93
<b>Total</b>	<b>-</b>	<b>14.93</b>



Note 9 PROPERTY PLANT & EQUIPMENT

(Rs. In Lakhs)

(Rs. In Lakhs)												
a.	Tangible Assets											
	Land	78.02	18.70	-	96.72	-	-	-	-	96.72	78.02	
	Factory buildings	501.59	-	-	501.59	214.94	-	36.85	-	251.79	249.79	286.65
	Plant and Machinery General	1,619.51	40.65	0.75	1,659.41	958.69	-	98.19	0.38	1,056.51	602.90	660.81
	General furniture and fittings	123.02	0.09	-	123.11	112.70	-	2.38	-	115.08	8.03	10.32
	Vehicles	87.68	-	-	87.68	72.90	-	3.20	-	76.10	11.59	14.79
	Computer	13.35	0.74	-	13.59	11.52	-	1.20	-	12.72	0.87	1.83
	Mobile Instrument	3.21	-	-	3.21	2.67	-	0.19	-	2.86	0.36	0.54
	Office equipment	8.82	0.50	-	9.33	8.36	-	0.22	-	8.57	0.75	0.46
b.	Intangible Assets											
	Trade Mark	8.18	0.08	-	8.25	-	-	-	-	8.25	8.18	
c.	Work In Progress											
	SOLAR PLANT	0.30	702.08	-	702.38	-	-	-	-	702.38	0.30	
	<b>Total</b>											



**Note 13 INVENTORIES**

	As at 31st March 2022	As at 31st March 2021
a. Raw Materials and components (Valued at Lower of Cost or NRV as per FIFO Method)	1,006.03	899.81
b. Work-in-progress (Valued At Estimated Cost)	76.18	62.28
c. Finished goods (Valued at Lower of Cost or NRV)	227.88	125.15
d. Stock-In-Trade (Valued At Lower of Cost or NRV)	3.35	4.29
<b>Total</b>	<b>1,313.44</b>	<b>1,091.53</b>

**Note 14 TRADE RECEIVABLES**

	As at 31st March 2022	As at 31st March 2021
Unsecured and Considered Good		
Not Due	187.65	389.66
Outstanding for Following Period from Due date		
Less than 6 Months	-	49.70
6 Months - 1 Years	203.42	-
01-02 Years	-	2.49
02-03 Years	-	-
More than 3 Years	51.39	46.51
Undisputed Trade Receivable - Considered doubtful		
Not Due	-	-
Outstanding for Following Period from Due date		
Less than 6 Months	-	-
6 Months - 1 Years	-	-
01-02 Years	-	-
02-03 Years	-	0.21
More than 3 Years	-	-
Disputed Trade Receivable - Considered good		
Not Due	-	-
Outstanding for Following Period from Due date		
Less than 6 Months	-	-
6 Months - 1 Years	75.75	-
01-02 Years	-	-
02-03 Years	-	-
More than 3 Years	-	-



NOTES FORMING PART OF FINANCIAL STATEMENTS

Disputed Trade Receivable - Considered Doubtful Not Due	-	-
Outstanding for Following Period from Due date		
Less than 6 Months	309.26	9.20
6 Months - 1 Years	-	-
01-02 Years	4.21	107.43
02-03 Years	-	10.40
More than 3 Years	124.70	8.14
<b>Total</b>	<b>438.17</b>	<b>135.17</b>



**NOTE 4 LONG TERM BORROWINGS**

<b>Term Loan From banks</b>							
SIDBI Bank Loan	11.11	16.67	27.78	29.51	13.72	43.23	
BOB Solar TL : 6380	430.86	37.14	468.00	-	-	-	
ICICI Bank Fork Lifter Loan	-	-	-	-	2.52	2.52	
Bank of Baroda Term Loan 03670600005805	75.00	60.00	135.00	180.00	-	180.00	
BOB Bgecl : 6306	77.50	12.50	90.00	-	-	-	
Bank of Baroda Drop Down	171.99	75.00	246.99	246.99	74.73	321.72	
<b>Sub Total</b>	<b>766.46</b>	<b>201.31</b>	<b>967.77</b>	<b>456.50</b>	<b>90.97</b>	<b>547.46</b>	
Secured Borrowings	766.46	201.31	967.77	456.50	90.97	547.46	
Unsecured borrowings	-	-	-	-	-	-	
<b>Total borrowings</b>	<b>766.46</b>	<b>201.31</b>	<b>967.77</b>	<b>456.50</b>	<b>90.97</b>	<b>547.46</b>	
Amount disclosed under the head "Other Current Liabilities" Note No.7	-	(201.31)	(201.31)	-	(90.97)	(90.97)	
<b>Net Amount</b>	<b>766.46</b>	<b>-</b>	<b>766.46</b>	<b>456.50</b>	<b>-</b>	<b>456.50</b>	



**NOTE 15 CASH & CASH EQUIVALENTS**

<b>Balance with banks</b>						
Bank of Baroda	-	0.74	0.74	-	205.19	205.19
HDFC Bank	-	-	-	-	0.32	0.32
Nawanagar Bank	-	-	-	-	2.16	2.16
ICICI Bank	-	3.57	3.57	-	57.50	57.50
<b>Total</b>	-	<b>4.31</b>	<b>4.31</b>	-	<b>265.17</b>	<b>265.17</b>
<b>Cash in hand</b>						
Cash at HO	-	0.95	0.95	-	0.31	0.31
Cash at Branches	-	0.69	0.69	-	0.30	0.30
<b>Total</b>	-	<b>1.63</b>	<b>1.63</b>	-	<b>0.61</b>	<b>0.61</b>
Interest Accrued but not due	-	2.19	2.19	-	0.20	0.20
<b>Total</b>	-	<b>2.19</b>	<b>2.19</b>	-	<b>0.20</b>	<b>0.20</b>
<b>Total</b>	-	<b>8.13</b>	<b>8.13</b>	-	<b>265.98</b>	<b>265.98</b>

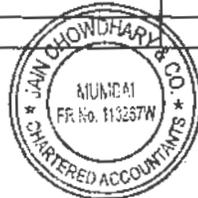
**Balance With Banks**

<b>1. Bank of Baroda</b>						
BOB Current A/c No.02683	-	-	-	-	204.30	204.30
BOB Goldstar Battery E.G.G Fund	-	-	-	-	0.89	0.89
BOB GPL EGG : 2480	-	0.74	0.74	-	-	-
<b>Total</b>	-	<b>0.74</b>	<b>0.74</b>	-	<b>205.19</b>	<b>205.19</b>

<b>2.HDFC Bank</b>						
HDFC Bank Ltd. Jamnagar (A/c No.- 1969)	-	-	-	-	0.32	0.32

<b>3.Nawanagar Bank</b>						
Nawanagar Bank ( A/c No.- 73)	-	-	-	-	2.16	2.16

<b>4. ICICI Bank- 020505503274</b>						
ICICI BANK	-	3.57	3.57	-	57.50	57.50



**NOTE 11 LOANS AND ADVANCES**

	2014			2013		
	March 31	March 31	March 31	March 31	March 31	March 31
<b>Security Deposit</b>						
Unsecured, Considered good	36.05	55.80	91.85	28.20	63.65	91.85
<b>Sub Total</b>	<b>36.05</b>	<b>55.80</b>	<b>91.85</b>	<b>28.20</b>	<b>63.65</b>	<b>91.85</b>
<b>Other Loan &amp; Advance</b>						
<b>Unsecured, Considered good</b>						
Advance to suppliers	0.87	196.99	197.86	7.26	7.16	14.43
Advance Payment of Tax & Credit	-	313.09	313.09	-	258.72	258.72
Advance to Employee	-	3.20	3.20	0.70	2.87	3.57
Loans & Advances to other	-	-	-	-	-	-
Other Recoverable & Prepaid Advances	-	56.76	56.76	-	117.66	117.66
<b>Sub Total</b>	<b>0.87</b>	<b>570.04</b>	<b>570.91</b>	<b>7.96</b>	<b>386.42</b>	<b>394.38</b>
<b>Total</b>	<b>36.92</b>	<b>625.84</b>	<b>662.76</b>	<b>36.16</b>	<b>450.07</b>	<b>486.23</b>



**Note 16 REVENUE FROM OPERATIONS**

	2018-19	2017-18
Sale of products	4,191.45	4,206.11
Sale of Services	100.00	-
<b>Total</b>	<b>4,291.45</b>	<b>4,206.11</b>

**Note 16.1 PARTICULARS OF SALE OF PRODUCTS**

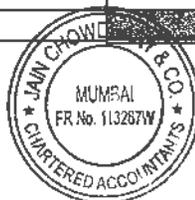
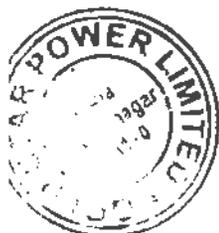
	2018-19	2017-18
<b>Manufactured Goods</b>		
Storage Batteries & Others	849.33	813.57
Waste Sales	27.82	6.26
Semi finished Lead & Plate and Separators	83.35	220.38
Tubular Bags	-	-
Container sale	-	-
Packing Material	-	0.41
<b>Traded Goods</b>		
Brass Scrap	-	94.72
Export Sales	3,230.94	2,899.54
<b>Total</b>	<b>4,291.45</b>	<b>4,206.11</b>

**Note 17 OTHER INCOME**

	2018-19	2017-18
<b>Interest Income</b>		
Interest Income from PGVCL	-	1.19
Interest on FD	2.44	0.28
Interest on Income Tax Refund	-	0.00
Interest on Gratuity	1.58	1.75
<b>Dividend Income</b>		
From Long Term Investments	0.08	-
<b>Other Income</b>		
Duty Drawback Income	49.42	47.10
Export Incentives	-	47.10
Excise Provision Written Back	33.05	-
Insurance Premium on Inland Goods Refunded	0.26	-
Commission Income	-	20.00
Forex Gain Or Loss	38.69	20.35
Currency Trading Gain/Loss	-	34.89
Bad Debts Written off Recover	1.17	2.58
Kasar / Cash Discount	0.68	0.05
Packing Charges	-	0.03
<b>Total</b>	<b>123.72</b>	<b>127.07</b>

**Note 18 COST OF MATERIAL CONSUMED**

	2018-19	2017-18
Opening Stock Raw Materials	899.81	997.60
Add:- Purchase of Raw Materials	3,282.53	2,895.94
Closing Stock of Raw Materials	1,006.03	899.81
<b>Cost of Raw Material Consumed</b>	<b>3,176.31</b>	<b>2,993.73</b>



**Note 18.1 PARTICULARS OF PRODUCT PURCHASESES**

	2017	2016
<b>Manufacture goods Consumed</b>		
Lead	797.61	762.06
Containers	180.06	22.07
Battery Scrap	1,286.55	647.62
Packing Material	63.82	81.24
Fuel and Coal	41.06	15.17
LPG Cylinder	21.67	16.15
Acid and Chemicals	83.10	87.03
Stores and spares	22.67	6.88
Raw Material	217.01	100.64
Separator	69.91	70.06
Tabular Bag	65.43	57.37
<b>Traded Goods</b>		
Others	433.63	1,127.45
<b>Total</b>		

**Note 19 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK IN PROCESS AND WIP**

	2017	2016
<b>Inventories at the end of the year</b>		
Finished Goods	227.88	125.15
Work In Progress	76.18	62.28
Stock-in-trade	3.35	4.29
<b>Inventories at the beginning of the year</b>		
Finished Goods	125.15	371.11
Work In Progress	62.28	66.50
Stock-in-trade	4.29	12.45
<b>Net(Increase)/decrease</b>		

**Note 20 EMPLOYEE BENEFITS EXPENSES**

	2017	2016
(a) Salaries and Wages	227.62	238.08
(b) Contributions to Provident Fund & Other Fund		
Provident fund	20.65	18.95
ESIC	2.96	2.98
(c) Staff welfare expenses	16.52	22.72
(d) Provision for Gratuity	20.63	9.80
<b>Total</b>		

**Note 21 FINANCE COST**

	2017	2016
(a) Interest expense :-		
(i) Borrowings	98.99	82.17
(ii) Others		
- Interest on TDS	0.13	0.00
- Other interest	0.67	0.10
(b) Other borrowing costs	19.48	13.91
<b>Total</b>		



**Note 22 DEPRECIATION AND AMORTISATION**

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Depreciation Exp	142.23	158.13
<b>Total</b>		

**Note 23 OTHER EXPENSES**

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
<b>Manufacturing Expenses</b>		
Electric Power & Fuel	193.35	209.49
Repair to Machinery	18.15	8.11
Freight & Forwarding Exp	311.04	159.67
<b>Selling &amp; Distribution Expenses</b>		
Commission Exp	32.95	48.25
Sales Promotion Exp	1.54	1.58
Warranty Expenses	7.81	15.63
<b>Establishment Expenses</b>		
Advertisement Exp	0.76	1.06
Excess Provision Of MEIS Scheme Written Back	65.10	-
Bad Debts	8.58	3.70
Travelling Exp	0.18	3.07
Rates & Taxes	10.28	54.25
Donations	-	0.36
Payment To auditor	3.00	3.00
Legal & Professional Fees	10.69	13.63
Fixed Assets written off	0.37	-
Printing & Stationery Exp	0.10	0.69
Rent Exp	10.15	10.75
Insurance Exp	7.00	6.56
Vehicle Exp	0.11	0.17
Currency Trading Expenses	-	1.46
Telephone Exp	1.16	0.89
Priliminary Expenses Written Off	10.34	10.34
Misc Expenses.	10.11	13.18
<b>Total</b>		

**Note 23.1 PAYMENT TO AUDITORS AS:**

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
a. auditor	2.00	2.00
b. for taxation matters	1.00	1.00
c. for company law matters	-	-
d. for management services	-	-
e. for other services	-	-
f. for reimbursement of expenses	-	-
<b>Total</b>	<b>3.00</b>	<b>3.00</b>



- 24 a) The Company's land, building, (other than those which are specifically hypothecate) both present and future have been placed as security under a pari passu charge for the Mortgage Overdraft & Cash credit loans obtained by the Company from the Bank of Baroda . All the said loans have not been repaid in full.
- b) The rupee Mortgaged Overdraft / CC loans from Bank of Baroda are secured by first charge on all fixed assets both present and future.
- c) The working capital facilities from Bank of Baroda are secured by hypothecation of stock of raw materials, work-in-process, finished goods, stores & spares, bills receivable and book debts. The fixed assets of the Company are provided as collateral security of some of the directors, for which no consideration has been passed to them.
- d) The previous year's figures have been reworked, regrouped, and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current annual financial statements and are to be read in relation to the amounts and other disclosures relating to the current financial year.
- e) The Company has not revalued its Property, Plant and Equipment for the current year.
- f) There is no Intangible assets under development in the current year.
- g) Credit and Debit balances of unsecured loans, sundry creditors, sundry Debtors, loans and Advances are subject to confirmation and therefore the effect of the same on profit could not be ascertained.
- h) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- i) No proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988, as amended, and rules made thereunder.
- j) The company has not been declared as willful defaulter by any bank or financial institution or government or government authority.
- k) The Company has not advanced or loaned to or invested in funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- l) The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
  - directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- m) The company does not have transaction with the struck off under section 249 of companies act, 2013 or section 560 of Companies act 1956.
- n) The company is in compliance with the number of layers prescribed under clause (87) of section 2 of company's act read with companies (restriction on number of layers) Rules.



25 Contingent Liabilities : NIL

1 Contingent Liabilities

Amount in Lakhs

Particulars	31-03-2022	31-03-2021
a. Fixed Deposit to Bank of Baroda as Differential Colateral Security.	55.80	55.80
b. Term Loan obtains from SIDBI for Oxide Mill	27.78	43.23
c. Contingent Liabilities towards Cases pending before Government Authorities	-	-
d. Outstanding demand of Income Tax Department	940.93	-

26 Capacity and Production

Particulars	UOM	31-03-2022	31-03-2021
<b>Storage Batteries</b>			
Installed Capacity	SU's	6,00,000.00	6,00,000.00
Average Installed Capacity	Nos.		
Actual Production	SU's	92,122.00	93,829.00

Note: The Installed Capacity represents the capacity as at March 31, 2022 and Average Installed Capacity represent year weighted average capacity based on expansions carried out during the year. The capacities are as certified by the management.

26 Purchase of Trading Goods

Particulars	Year ended 31.03.2022		Year ended 31.03.2021	
	Qty (Nos.)	Amount in Lakhs	Qty (Nos.)	Amount in Lakhs
BATTERY RELEVANT MACHINERY / EQUIPMENTS / CHEMICALS / ALL OTHER MATERIALS	KGS 1,31,560.000	126.45	KGS 1,01,571.610	265.97
	LTR 10.000	0.20	LTR 169.000	2.04
	MTR 240.000	0.34	MTR -	-
	NOS 10,39,018.00	306.65	NOS 16,72,115.00	197.09
<b>Total</b>		<b>433.63</b>		<b>465.10</b>

27 Turnover

Particulars	Rs.		Rs.	
	Qty (Nos.)	Amount in Lakhs	Qty (Nos.)	Amount in Lakhs
Storage Batteries	51,753.000	3,074.19	1,26,017.000	3,310.81
CAPITAL GOODS		-	1.000	4.03
TRADING GOODS	KGS 1,31,560.000	216.12	KGS 1,06,846.610	323.43
	LTR 10.000	0.33	LTR 229.000	3.48
	MTR 240.000	0.60	-	-
	NOS 10,38,892.000	328.18	NOS 16,71,090.000	281.47
PACKING MATERIAL	NOS -	-	NOS 162.000	0.16
	KGS -	-	KGS -	-
RAW MATERIAL	NOS -	-	NOS 5,000.000	0.25
	KGS -	-	KGS -	-
SERVICES RENDERED	-	100.00	-	59.87
TUBULAR BAGS	-	-	-	-
Waste Scrap sales (Kgs.)	1,45,983.000	50.63	81,240.000	7.21
Battery Plate	3,56,200.000	460.86	1,20,475.000	167.96
Semi finish 0 Lead (Kgs.)	34,559.000	60.54	29,309.500	47.45
<b>Total</b>		<b>4,291.45</b>	<b>Total</b>	<b>4,206.11</b>



28 Opening and Closing Stock of Finished Goods

Particulars	UOM	Year ended 31.03.2022		Year ended 31.03.2021	
		Qty (Nos.)	Amount in Lakhs	Qty (Nos.)	Amount in Lakhs
<b>Opening Stock</b>					
Storage Batteries	Pcs.	6,400.00	125.13	9,721.00	371.11
TRADING GOODS	Pcs.	3,240.00	4.29	2,215.00	0.41
	KGS	-	-	5,735.00	12.29
<b>Closing Stock</b>					
Storage Batteries	Pcs.	10,224.00	227.13	6,400.00	125.13
TRADING GOODS	NOS	3,366.00	3.35	3,240.00	4.29
	KGS	-	-	-	-

29 Consumption of Raw materials

Particulars	UOM	Year ended 31.03.2022		Year ended 31.03.2021	
		Qty (Nos.)	Amount in Lakhs	Qty (Nos.)	Amount in Lakhs
Lead	Kgs.	13,46,353.275	2,115.94	14,59,003.100	202.42
Container	Pcs.	54,275.00	129.67	1,16,814.00	138.14

30 Comparison between purchase of Imported and Indigenous Raw materials, Stores and Spares during the year

i Raw Materials

Particulars	UOM	Year ended 31.03.2022		Year ended 31.03.2021	
		Value in Lakhs	%	Value in Lakhs	%
Imported	Kgs.	117.26	4.15	3.03	0.13
Indigenous	Kgs.	2,708.78	95.85	2,305.65	99.87
<b>Total</b>		<b>2,826.04</b>	<b>100.00</b>	<b>2,308.68</b>	<b>100.00</b>

ii Stores and Spares

Particulars	UOM	Year ended 31.03.2022		Year ended 31.03.2021	
		Value in Lakhs	%	Value in Lakhs	%
Imported	Kgs.	1.40	5.97	2.24	5.56
Indigenous	Kgs.	22.01	94.03	38.00	94.44
<b>Total</b>		<b>23.40</b>	<b>100.00</b>	<b>40.24</b>	<b>100.00</b>

31 Value of Imports made during the year by the Company calculated on CIF basis

Particulars	Rs. in Lakhs	
	Year ended 31.03.2022	Year ended 31.03.2021
Capital Goods	37.83	15.60
Raw Materials & Components	117.26	3.03
Stores & Spares	1.40	2.24
<b>Total</b>	<b>156.48</b>	<b>20.87</b>



32 A Foreign Exchange Earned & Incurred		Rs. In Lakhs	
Particulars	Value	Value	
Earned	3,409.11	2,670.73	
Outgo	359.37	124.30	

B Expenditure incurred in foreign currency during the year

Particulars	Year ended 31.03.2022	Year ended 31.03.2021	Rs. In Lakhs
AIR FREIGHT	1.66	5.47	
FOREIGN BANK COMMISSION	3.52	3.03	
MANUFACTURING AUDIT FEES		0.57	
OCEAN FREIGHT	244.41	89.75	
SUBSCRIPTIONS		0.09	
<b>Total</b>	<b>249.58</b>	<b>98.91</b>	

33 FOB value of Exports made during the year		Rs. In Lakhs	
Particulars	Year ended 31.03.2022	Year ended 31.03.2021	
Battery / Inverter / Trading Goods	2,938.10	2,728.44	

34 Disclosure required by the AS-15 (Revised)- Employee Benefits

Reconciliation of Present Value of Defined Benefits Obligations	Year ended 31.03.2022		Year ended 31.03.2021		Rs. In Lakhs
	Gratuity	Leave salary	Gratuity	Leave salary	
	Present value of obligations at the period beginning	38.32	2.18	27.67	3.41
Service cost	7.32	0.86	12.69	1.08	
Benefits paid	3.78	1.98	2.05	2.31	
Actual (gain)/Loss	-	-	-	-	
Present value of obligations at the period end	41.85	1.07	38.32	2.18	

Note : At present the obligations are unfunded and company intends to adopt the contribution plans and funding with an arrangement to LIC of India.

35 Remuneration to Directors

ii Details of remuneration to Non-Executive Chairmen & Directors

Particulars	Year ended 31.03.2022	Year ended 31.03.2021	Rs. In Lakhs
1 Remuneration	72.00	72.00	

36 Fixed deposits

Particulars	Year ended 31.03.2022	Year ended 31.03.2021	Rs. In Lakhs
1 Lodged as security with various authorities	36.05	28.55	
2 Towards Margin Money Deposit	55.80	63.30	

36 A Advances from customers include debts due from companies in which the directors are interested

Particulars	Year ended 31.03.2022	Year ended 31.03.2021	Rs. In Lakhs
Gold Star Battery Uganda	Debt 64.01	(35.08)	

B Sundry creditors include debts due from companies in which the directors are interested

Particulars	Year ended 31.03.2022	Year ended 31.03.2021	Rs. In Lakhs
1 Bluestar Energy Pvt Ltd		(4.44)	
2 Mayank Raw Mint Private Limited	113.00		



37 Related Party Transactions

Related Parties particulars pursuant to "Accounting Standard -18"

A

List of Related parties

## Key Management Personnel

Muljibhai M Pansara  
Amrutlal Mohanbhai Pansara  
Navneet M Pansara  
Dhruvi N Pansara  
Vishal M Pansara  
Pranav Pandya  
Neha Shah  
Vidhi Pala

## Relatives of Key management Personnel

Geetaben A. Pansara  
Muljibhai M Pansara-HUF  
Amrutlal Mohanbhai Pansara-HUF  
Shivam A. Pansara  
Manshi V. Pansara  
Surbhi Pansara

## Enterprises in which Key management personnel and/or their relatives have Significant influence

Blue Star Energy Pvt. Ltd.  
DMS Energy Private Limited  
Goldstar Battery (Uganda) Limited  
Mayank Raw Mint Pvt. Ltd.

B

Transaction with related Parties

Rs in Lakhs

Particulars	Year ended 31.03.2022			Year ended 31.03.2021		
	Key management personnel	Relatives of key Management Personnel	Associated Concern	Key management personnel	Relatives of key Management Personnel	Associated Concern
<b>I Transactions during the year</b>						
Remuneration Paid	72.00	-	-	72.00	-	-
Turnover						
Bluestar Energy Pvt. Ltd.	-	-	96.96	-	-	85.23
Goldstar Battery (Uganda) Limited	-	-	454.08	-	-	402.20
Commission Received						
Mayank Raw Mint Pvt. Ltd.	-	-	118.00	-	-	20.00
Rent Paid						
Bluestar Wind Energy Pvt. Ltd.	-	-	2.73	-	-	2.70
Muljibhai Pansara	0.60	-	-	0.60	-	-
<b>II Balance</b>						
Share capital held by	59.67	18.33	-	59.67	18.33	-
Percentage of Share Holding	55.77%	17.14%	-	55.77%	17.14%	-



38. Notes forming part of accounts in relation to Micro and small enterprise

1. Based on information available with the company, on the status of the suppliers being Micro or small enterprises, on which the auditors have relied, the disclosure requirements of Schedule VI to the Companies

Sl. No.	Particulars	Year ended 31.03.2022		Year ended 31.03.2021	
		Principal	Interest	Principal	Interest
i	Amount due as at the date of balance sheet	Nil	Nil	Nil	Nil
ii	Amounts paid beyond the appointed date during the year	Nil	Nil	Nil	Nil
iii	Amount of interest due and payable for the period of delay in making payments of principal during the year beyond the appointed date.	Nil	Nil	Nil	Nil
iv	The amount of interest accrued and remaining unpaid as at the date of Balance Sheet.	Nil	Nil	Nil	Nil

39. Major components of Deferred Tax Assets and Liabilities as at 31.03.2022 arising on account of timing differences are:

Particulars	Rs in Lakhs	
	Year ended 31.03.2022	Year ended 31.03.2021
1 Depreciation	142.23	158.13
2 Amounts disallowed U/s. 43b of the IT Act & Others	-	-
3 Carried forward Loss	-	-
Net Deferred Tax Liability as on March 31, 2022	80.45	94.80

40. Details of Provision for Warranty Expenses

Particulars	Rs in Lakhs	
	Year ended 31.03.2022	Year ended 31.03.2021
Provision Opening	80.17	67.23
Provision made during the year	309.17	15.63
Withdrawn/Reversed during the year	33.05	2.68
Provisions closing	356.30	80.17

41. Earning Per share

Particulars	Rs in Lakhs	
	Year ended 31.03.2022	Year ended 31.03.2021
Profit/(Loss) after tax attributable to Equity Shareholders (A)	70.70	7.78
Weight Number of Equity share outstanding during the year (B)	106.98	106.98
Basic & Diluted Earning per share for each share of Rs. 10/- (c) = (a)/(b)	0.66	0.07

Particulars	Rs in Lakhs	
	Year 2022	Year 2021
No of shares Outstanding at the opening during the year	-	106.98
No of Shares issued during the year	-	-
No of Shares issued as bonus during the year	-	-
Weight Number of Equity share outstanding during the year (B)	106.98	106.98



42 Details Variance in the Quarterly/Monthly Statement provided to banks against security of current assets for the purpose of any borrowings/loan.

Rs in Lakhs

Quarter	Name of Bank	Particulars of Securities Provided	Amount As Per Books of Account	Amount as Reported in the Quarterly Return/Statement	Amount of Difference	Reason for Material Discrepancies
Jun-2021	BANK OF BARODA	STOCK	1,490.77	1,490.77	-	
		BOOK DEBTS	398.79	389.27	9.52	Group Companies not shown in Bank.
STOCK		1,645.33	1,645.33	-		
Sep-2021		BOOK DEBTS	508.75	490.49	18.25	Group Companies not shown in Bank.
Dec-2021		STOCK	1,412.50	1,412.50	-	
		BOOK DEBTS	872.80	472.76	400.05	Amara Raja Warranty reversed, Group Companies not
Mar-2022	STOCK	1,313.46	1,314.17	(0.71)	Bill received after Stock Statement.	
	BOOK DEBTS	956.38	531.06	425.32	AMARA RAJA, MAYANK DN RAISED FOR COMMISSION	

43 CWIP Assets Under Development Property Under Development

Rs. in Lakhs

CWIP/ Intangible Assets Under Development Property Under Development	Amount in Development for Period				Total
	Less than 1 Years	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	702.38	-	-	-	702.38
Projects Temporarily suspended ( As per IND AS 16)	-	-	-	-	-

44 Shares Held By Promoters At the End of the Year

No. of Share in Lakhs

Sr. No.	Promoter Name	No. of Shares 2021-22	% of Total Shares	No. of Shares 2020-21	% of Total Shares	% Changes During the Year
1	Muljibhai Mohanbhai Pansara	33.10	30.94%	27.73	25.92%	5.02%
2	Amrutal Mohanbhai Pansara	18.70	17.48%	18.70	17.48%	0.00%
3	Vishal Muljibhai Pansara	6.21	5.81%	6.21	5.81%	0.00%
4	Lilaben M Pansara	-	0.00%	5.37	5.02%	-5.02%
4	Geetaben Amrutal Pansara	4.56	4.26%	4.56	4.26%	0.00%
5	Navneet Muljibhai Pansara	4.17	3.90%	4.17	3.90%	0.00%
6	Mulji M Pansara	3.78	3.53%	3.78	3.53%	0.00%
7	Pansara Amrat M	3.00	2.80%	3.00	2.80%	0.00%
8	Dhruvi Navneet Pansara	2.85	2.67%	2.85	2.67%	0.00%
9	Manshi Vishal Pansara	0.81	0.76%	0.81	0.76%	0.00%
10	Shivam Amrutbhai Pansara	0.81	0.76%	0.81	0.76%	0.00%



## 45 AS 17 : Segment Reporting

(Rs. In Lakhs)

Particulars	For the year ended	For the year ended
<b>Segment Revenue</b>		
Manufactured Goods	3,746.22	3,585.80
Trading goods	545.22	620.31
<b>Total</b>	<b>4,291.45</b>	<b>4,206.11</b>
<b>Segment Expenses</b>		
Manufactured Goods	2,883.39	3,020.75
Trading goods	465.59	523.85
<b>Total</b>	<b>3,348.97</b>	<b>3,544.60</b>
<b>Segment Results</b>		
Manufactured Goods	862.84	565.05
Trading goods	79.64	96.46
<b>Operating Profit</b>	<b>942.47</b>	<b>661.51</b>
<b>Other Income</b>	127.36	175.32
<b>Finance Expense</b>	119.27	96.17
<b>Administrative Expense</b>	702.77	565.84
<b>Depreciation</b>	142.23	158.13
<b>Income Tax Expense</b>	-	-
<b>Net Profit</b>	<b>105.57</b>	<b>16.68</b>
<b>Segment Assets</b>		
Manufactured Goods (Other than Stock & Debtors)	2,352.69	1,828.04
Trading goods (other than Stock & Debtors)	-	-
<b>Total</b>	<b>2,352.69</b>	<b>1,828.04</b>
<b>Segment Assets</b>		
Manufactured Goods (Stock)	1,310.10	1,087.24
Trading goods (Stock)	3.35	4.29
<b>Total</b>	<b>1,313.46</b>	<b>1,091.53</b>
<b>Segment Assets</b>		
Manufactured Goods (Debtors)	956.38	579.91
Trading goods (Debtors)	-	43.83
<b>Total</b>	<b>956.38</b>	<b>623.73</b>
<b>Segment Liabilities</b>		
Manufactured Goods (other than Creditors)	2,396.33	1,433.50
Trading goods (Other than Creditors)	-	-
<b>Total</b>	<b>2,396.33</b>	<b>1,433.50</b>
<b>Segment Liabilities</b>		
Manufactured Goods (Creditors)	99.45	132.40
Trading goods (Creditors)	84.95	7.45
<b>Total</b>	<b>184.40</b>	<b>139.85</b>

