



**MAHESHWARI LOGISTIC LIMITED**  
*Moving Every Mile with a Smile*

# WE ARE ON A ROLL!

16th Annual Report  
2021-22



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## **FY22 was quite an eventful ride**

Navigating through the initial headwinds that held our progress was quite a task.

And almost immediately revving up to keep pace with the sudden spike in demand for all our products and services was another momentous phase of our journey.

We ended FY22 with the best numbers in our business journey this far, with the prospect of bettering our best in the coming years.

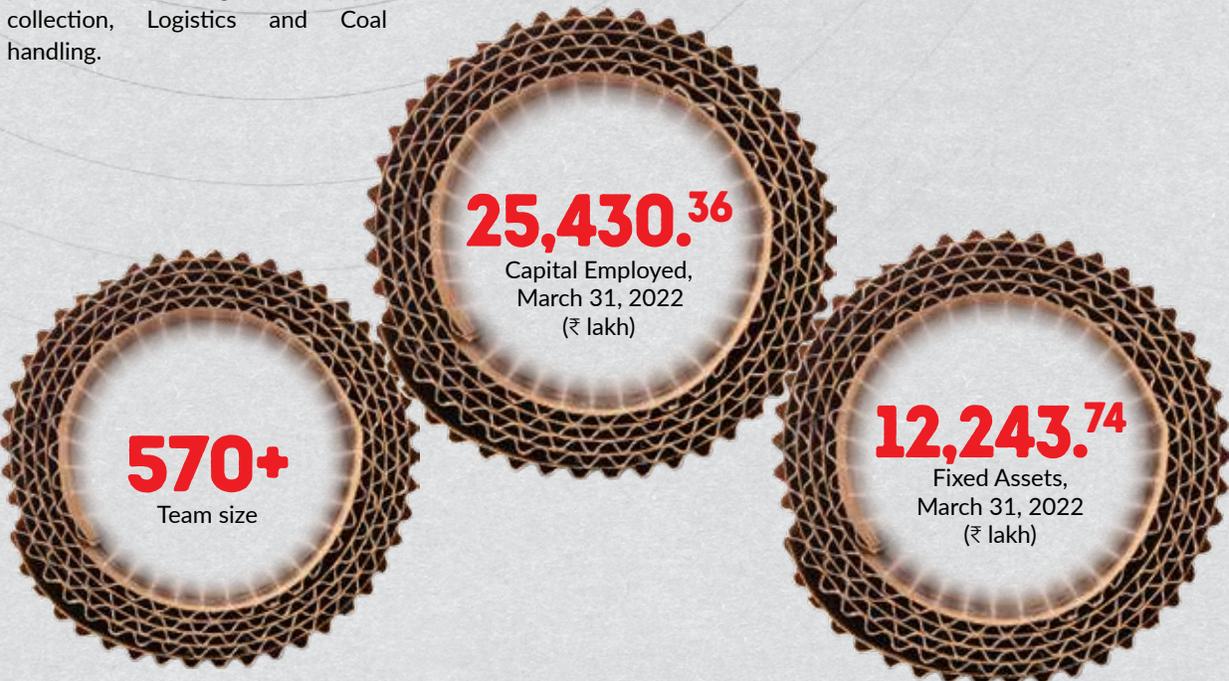
About us

# MAHESHWARI LOGISTICS

A diversified conglomerate that is in the right place  
at the right time.

Promoted by Kabra & Maheshwari Family and incorporated in 2006, Maheshwari Logistics Limited (MLL) is a diversified business enterprise with interests in Kraft paper manufacturing, Waste paper collection, Logistics and Coal handling.

Headquartered in Vapi, Gujarat, Maheshwari Logistics Limited is managed by a strong and proficient team comprising a prudent mix of youth and experience.





### Vision

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



### Mission

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



### Values

#### DREAM

Dreaming on big challenges and seeing them through.

#### INTEGRITY

Integrity and Honesty in our dealings.

#### ETHICS

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

### Our competitive advantage

- A diversified business model with multiple revenue sources
- Each vertical is expected to experience healthy growth prospects
- Prominent customers in each vertical with healthy business relations - serves an exclusive list of marquee clientele in various industries like cement, iron & steel, power, paper, etc.
- Sustainable has been neatly woven into the business model
- Strong reputation and respect in West India, an industrial hub
- Experienced management team

# OUR JOURNEY

**2006**

Incorporation of Maheshwari Logistics Private Limited for logistics business

**2011**

Crossed a Fleet of 125 Trucks

**2015**

Commencement of Paper Manufacturing

**2012**

Best Supplier Award from Ultratech Ltd.

**2008**

Started Logistics Business with 10 Trucks



## 2018

Achieved Paper  
Production 50,000  
Metric Ton

## 2020

Awarded as Best Supplier -  
Inbound Logistics by Nuvoco  
Vistas Corp. Ltd.

## 2022

Paper production -  
90,800 Metric Ton

Logistics handling -  
14.92 Lakh Ton

Coal handling -  
3.5 Lakh Ton

Waste paper collection-  
91,800 Ton

## 2017

Listed on NSE Emerge  
Awarded Best Logistics  
Company SME Sector  
Navbharat Times

## 2019

Migrated to NSE Main  
Board  
Won SKOCH MSME  
Excellence Platinum  
award

## 2021

Paper production -  
80,000 Metric Ton

Logistics handling -  
13.87 Lakh Ton

Coal handling -  
5 Lakh Ton

Waste paper collection -  
71,000 Ton

# **OUR BUSINESS VERTICALS**

**KRAFT  
PAPER**

A large stack of kraft paper rolls in a warehouse, viewed through a circular frame. The rolls are arranged in rows, and the lighting is warm, highlighting the texture of the paper. The background shows a blurred landscape with trees and a bright sky, suggesting an outdoor setting near the warehouse.



# LOGISTICS



# COAL HANDLING



Business vertical 1

# KRAFT PAPER

Kraft paper manufacturing is the flagship vertical for the Company. MLL has a 100,000 MT kraft paper manufacturing facility in Ambheti, Vapi, Gujarat (increased from 90,000 MT through investment in machines) which houses best-in-class technology and is involved in 100% recycling of waste paper. The facility also has a 4.5 MW power generating unit. Waste paper collection, segregation and recycling are managed by the in-house team.

Growing awareness and drive against the use of plastic and the robust growth of the e-commerce market continue to drive the demand for kraft paper. Additionally, the pharmaceuticals and food & beverage market growth are also fueling the growth of the kraft paper space.



## WASTE PAPER

Since waste paper is a critical raw material in its kraft paper manufacturing model, the Company has set up its waste paper supply chain of collecting, segregating, baling and converting the waste into kraft paper.

The team collects waste paper from different parts of south Gujarat and Maharashtra, and uses them at its facility – the excess collected is sold to other user companies. As a result, the waste paper collection has emerged as an important flanking revenue vertical.

The pandemic and the consequent lockdowns to contain its spread proved to be a major impediment to waste paper collection in the last two years. With normalcy having come around, the waste paper collection gained momentum in FY22.

Business vertical 2

# LOGISTICS

MLL's expansive logistics network is spread over Gujarat, Rajasthan, Maharashtra, Karnataka and Kerala.

The logistics vertical is critical for its dual responsibilities. It facilitates moving its products to customer destinations providing the Company a unique edge over other players in its business space. It also undertakes logistics services for other corporates. The Company offers full truckload (FTL) service to medium and large businesses.

Some of its marquee clients are - Ultratech, ACC, Ambuja Cement, JK Cement, Essar Steel, JK Lakshmi Cement, Nuvoco Cement, Ghadi Detergent and Gayatrishakti Paper, among others.

The Company has a large fleet of 70 owned vehicles and maintains affiliations with 10,000+ third-party vehicles to carry out our operations - this combination gives MLL enormous flexibility in terms of client servicing.

Being one of the largest organised players in Western India, MLL is also the largest aggregator of fleet owners in the same geography.



Business vertical 3

# COAL HANDLING

Trading in coal/lignite/petcoke is a profitable business venture for the Company.

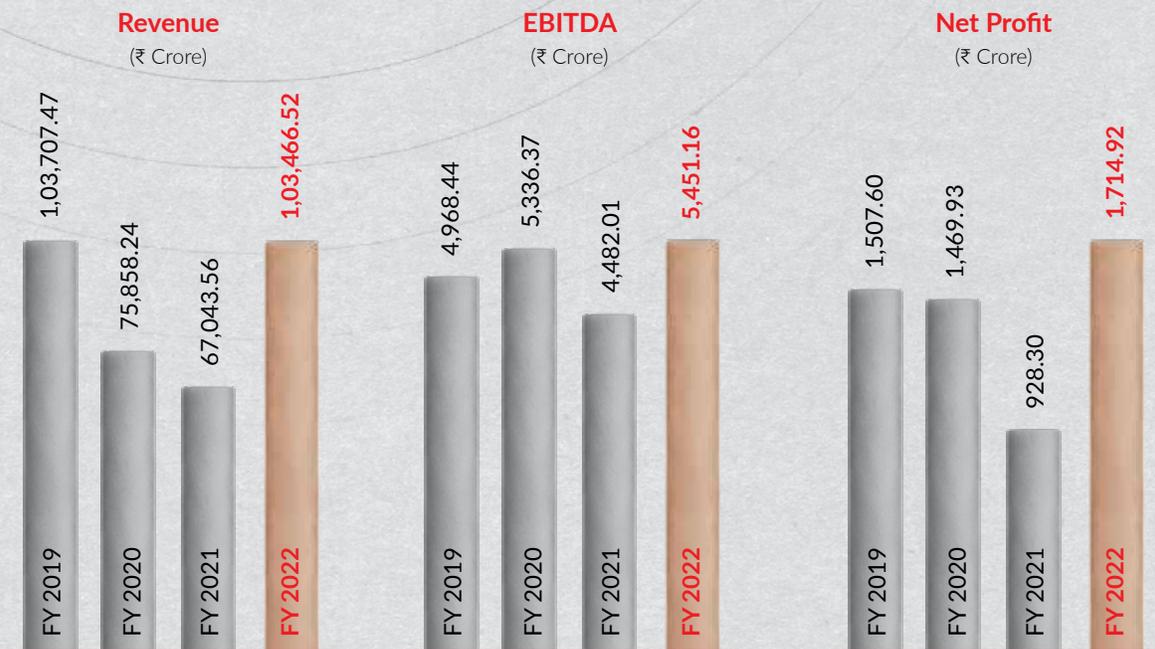
MLL imports coal through different ports in Western India in bulk and markets it to its domestic customers. For pet coke, the MLL is an authorised dealer of Nayara Energy from which it procures the material and supplies it to various customers in Gujarat and Rajasthan

The Company caters to diverse industrial sectors such as cement, iron & steel, paper manufacturing, chemical, textile, fertilizer and many more.

It also sorts the coal for customers by grade and undertakes doorstep delivery. The Company's logistics arm facilitates deliveries. These factors provide a significant competitive edge over other players in this space.



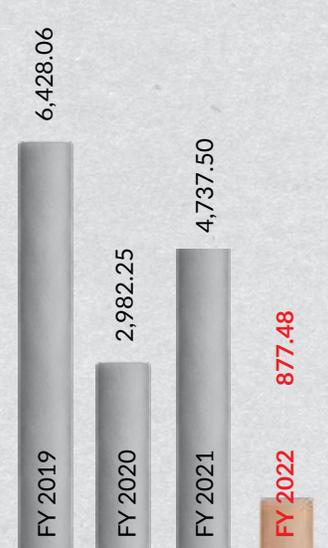
# KEY PERFORMANCE INDICATORS





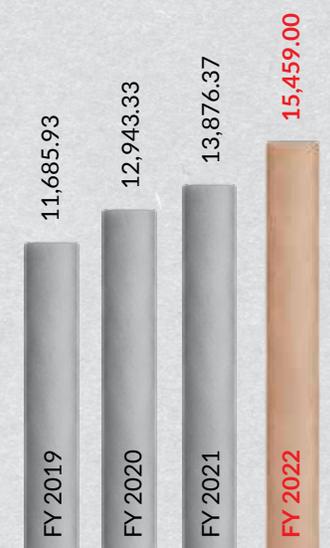
### Net Cash from operations

(₹ Crore)



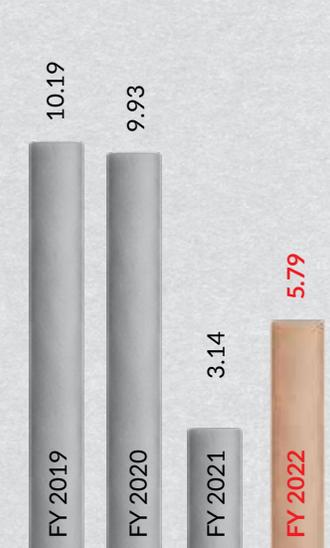
### Networth

(₹ Crore)



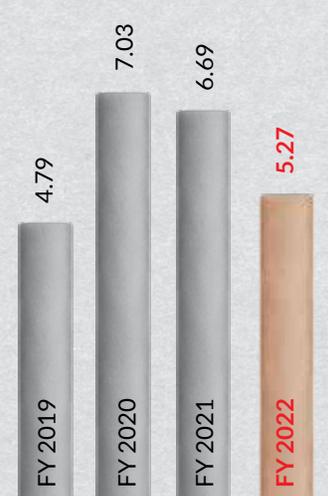
### Earnings per share

(₹ Crore)



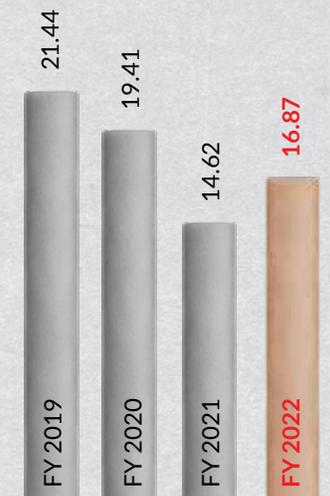
### EBITDA margin

(%)



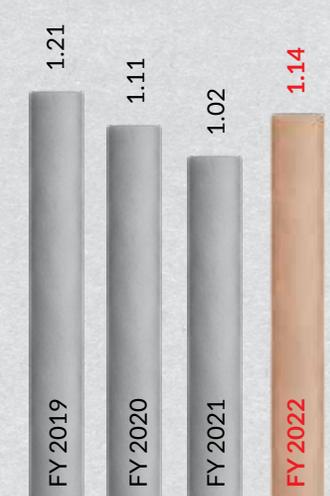
### Return on capital employed

(%)



### Net Debt-Equity

(X)



From the Managing Director's desk



**“THE INDIAN MARKET IS VERY PROMISING AND WE DEDICATE OURSELVES TO REALISE OUR VISION IN OUR KARMA BHOOMI, OUR LAND OF ACTION AND DUTY. WE WILL PERSISTENTLY EXPLORE WAYS TO FURTHER IMPROVE OUR TOP-LINE GROWTH AND PROFITABILITY.”**



*Dear Shareholders,*

I am glad to be communicating with you about a year that has been quite an experience. The second wave of the pandemic tested us severely.

We responded with promptness in managing this unprecedented calamity. Even as the entire nation experienced chaos and disruption, we delivered our highest numbers. Our topline cross the ₹1,000 crore milestone despite the unprecedented ecosystem in which we operated. Despite the headwinds encountered during the year, our Net Profit grew by 84%.

These numbers showcase the resilience of our business model and the perseverance of our team to remain undaunted by external vagaries. I take the opportunity to thank the entire team for their disciplined and determined efforts in raising our performance bar.

Our coal trading business was the key revenue and profitability driver for the Company, while the logistics business faced challenges by the continuous increase in fuel prices.

The future appears increasingly promising. With fears emanating out of the pandemic having completely receded, India is back to business at a fast pace. Economic experts suggest that India is expected to emerge as the fastest-growing major economy in FY23. This is reflected in the flurry of business activity across the Indian landmass. This augurs well for our

logistics business as goods will need transshipment between.

To effectively capitalise on emerging opportunities, we are expanding our fleet in the current year which will allow us to expand our services to new sectors such as steel, textile & others. We are also expanding our geographic coverage which should further amplify our growth prospects.

In our paper vertical, we are installing a plastic boiler that will incinerate the laminated films on cardboard boxes. This was earlier being disposed of to authorised cement companies at a cost to the Company. Besides, the steam generated by the new boiler will be utilised in our kraft paper manufacturing operations allowing for some cost optimisation.

Further, we are working out the blueprint for getting into manufacturing of value added paper varieties. This could take some time to materialise. Nevertheless, we remain focused on increasing our presence in our paper business – transforming it into the key growth and profitability driver over the coming years.

Our coal and pet coke trading will continue to service existing customers in the way it has done all these years. This is a lucrative business because coal will continue to be the dominant energy source for industries over the foreseeable future. With industrialisation very high on Government priority, the

private sector will continue to need coal from players like us as Government supplies at times could become uncertain. We will limit exposure to our existing clients and cherry-pick new clients in line with our overall growth ambition.

The Indian market is very promising and we dedicate ourselves to realise our vision in our Karma Bhoomi, our land of action and duty. We will persistently explore ways to further improve our top line growth and profitability.

As we continue our journey of trying to be better every day, I, on behalf of the Board, would like to extend my gratitude to every member of our team for their relentless efforts. I would also like to thank all our stakeholders, Bankers and Government authorities for the support and assistance provided throughout our journey. I solicit your continued cooperation.

Warm regards,

**Varun Kabra**  
*Managing Director*

# MEET THE PEOPLE AT THE HELM

## BOARD OF DIRECTORS



**Mr. Vinay Maheshwari**

The Promoter, Chairman and Whole Time Director of the Company. He has completed his Bachelor of Commerce from Shri Shahuji Maharaj University, Kanpur. He has an experience of more than 15 years in the coal industry. His jurisdiction of work includes overall management of the coal business.



**Mr. Varun Kabra**

Promoter and Managing Director of the Company. He has completed Master of Business Administration from the University of Technology, Sydney. With an experience of more than 10 years in the logistics industry, he looks after the Logistics business as well as the overall management of the Paper Manufacturing Unit.



**Mr. Amit Maheshwari**

The Whole Time Director of the Company. He has completed Bachelor of Commerce from Kanpur University. His scope of work includes management of sales of paper business of the Company.



**Mrs. Mukta Maheshwari**

A Non-executive Director of the Company. She has completed her education at Rajasthan University. Her work includes guiding the Employee welfare activities and the Human Resource Department of the Company.



**Mrs. Mayadevi Kabra**

A Non-executive Director of our Company



**Mr. Giriraj Laddha**

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

## BOARD OF DIRECTORS



**Mr. Ajay G. Shah**

An Independent Director on the Board of the Company. He is a Law graduate having 26 years of rich exposure in the field of Finance & Taxation. He has played a key role as an advisor and as a position holder in the various Associations, Committees, Colleges, Chamber of Commerce, and Companies. He is the Chairman of the Nomination and Remuneration Committee and a Member of the Corporate Social Responsibility Committee of the Company.



**Mr. Mukesh Agrawal**

Has been appointed as an Independent Director on the Board of the Company with effect from 30th May 2018. He is a Qualified Chartered Accountant with an experience of 27 years and has headed multiple positions in renowned business groups in Finance, Accounts, Taxation, Audit, legal, business finance, Financial & Strategic planning, corporate reporting, supply chain, ERP implementation, Six Sigma project, India & Cross Border Business development, conducting marketing events, Merger & Acquisition, Cost optimization, etc.



**Mr. Ramnaresh Kabra**

An Independent Director of the Company. He is a Commerce graduate from Rajasthan University and has an experience of more than 36 years in the field of Human Resource, administration and management.



**Mrs. Punam Pushpkumar Dhoot**

She is a Women Independent Director of the company. She is a B.A (Honours) graduate, specialised in Sociology. She is associated with various trusts/ organisations engaged in education, health and women empowerment programs.



## KEY MANAGEMENT PERSONNEL



**Mr. Neeraj Maheshwari**

*Chief Executive Officer*

He has completed Bachelor of Commerce from Kanpur University. He is the highest ranking executive in a company, whose primary responsibilities include making major corporate decisions, managing the overall operations and resources of a company, and acting as the main point of communication.



**Mr. Pradeep Kumar Dad**

*Chief Financial Officer*

He is a Chartered Accountant by qualification and his scope of work includes looking after overall Accounts/ Finance & Taxation of the Company.



**Mr. Nandula Vamsikrishna**

*Company Secretary*

Qualified Company Secretary and is an Associate Member of the Institute of Company Secretaries of India and Management graduate in Finance having Nine years of work exposure in Accounts/Taxation & Secretarial.

Annexure E to the Board's Report

# MANAGEMENT DISCUSSION & ANALYSIS

## GLOBAL ECONOMY

The year 2021 was all about positive developments after Covid wreaked havoc across the globe. The global economy registered a substantial growth rate of 6.1% as per the IMF World Economic Outlook, April 2022 estimate. The last year's estimate was 3.1% contraction of the world economy.

What led to such paradigm shift? Primary propellers were widespread vaccinations, not just in advanced economies, but in developing nations as well, lifting of lockdown restrictions in many countries and renewal of commercial activities across the globe.

Global trade soared during this time to US\$28.5 trillion in 2021, which was 13% higher than 2019 and 25% higher than 2020. Trade in services rose by US\$50 billion to touch US\$1.6 trillion. Global manufacturing production increased by 9.4% in 2021 after a 4.2% contraction the previous year. However, at the end

of the year, global geo-political crises and consequent supply chain bottleneck, rise of fuel and food prices have posed as hurdles to the overall recovery.

Exponential growth in due course must stabilise to be sustainable. IMF in April 2022 predicted the growth curve to stabilise. A growth of 3.6% in world economy for 2022 and 2023 has been projected by IMF in its April 2022 estimate. The 2022's projection is 0.8% lower than earlier projection of January. War-induced inflation, resultant supply chain bottleneck and resurgence of Covid-19 have often come up as bumpers on the road to growth and development.



## INDIAN ECONOMY

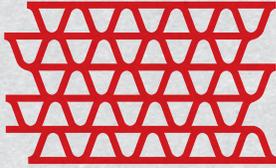
In FY 2022, the country registered a GDP growth of 8.7% from a 6.6% contraction in 2020-21 – a turnaround never registered before. Extensive vaccination drive and reach of medical amenities even in the rural and semi-urban areas is one of the primary reasons for these improved numbers and waning fears of further outbreak. As a result, local authorities started lifting restrictions, markets opened up, trade and commerce began operations after a hiatus, which made the growth engines move forward. As of January 16, 2022, India administered at least 1.56 billion doses to its population.

Last fiscal demand for consumption was anticipated to move 7% north, exports were to grow by 16.5% and import by 29.4%. While agricultural and allied industries were projected to grow by 3.9%, industry to grow by 11.8% and services by 8.2% in 2021-22. Indirect taxes like total excise duty collection were ₹1.88 lakh crore

exceeding the budgetary estimate. Custom duties grew by 48%, which reflects renewed growth in trade activity. Finance Ministry reported a highest tax to GDP ratio in 2021-22 of 11.7%, with indirect tax to GDP ratio at 5.6%. Total indirect tax collection for the financial year was ₹12.90 lakh crore which is higher than the budget expectation of ₹11.02 lakh crore.

Industrial production growth remained muted at 1.9% in March 2022 compared to previous year same period and as per IIP (Index of Industrial Production) data published by NSO (National Statistical Office) the manufacturing sector's output grew 0.9%. However, for the full financial year 2021-22, IIP rose 11.3% compared to last year when it was contracted 8.4%. Intermediate goods, infrastructure / construction goods ended up in green and consumer durables also saw growth.

Gross Value Added (GVA) is estimated to have grown 8.1% in 2021-22 slightly lower than NSO expectation of 8.3%. It contracted 4.8% in 2020-21. In the backdrop of geo-political turbulence, rising commodity prices various world agencies cut down India's growth forecast for 2022-23. IMF slashed their projections from 9 to 8.2% whereas World Bank downgraded India from 8.7 earlier to 8% which makes it world's fastest growing economy. However, Moody's anticipates inflation to average in 2022, but says given the strong fundamental of Indian economy, it will continue to be on a high growth trajectory unless any further complications arise.



# INDIAN KRAFT PAPER INDUSTRY

Kraft is a German word that translates to strength. Kraft paper's widespread use has come into effect due to its tear-resistant characteristics without being heavy. Also, it is very environment friendly. It is used primarily for heavy-duty industrial packaging, gift wrapping, void filling, protective wrapping, etc. Kraft paper can be made from wood, agro-residue or through wastepaper recycling.

The Indian paper & paperboard packaging market witnessed robust growth in last decade or so spanning several end-user segments like food & beverage, healthcare, personal care, household care and others. The paper & paperboard packaging industry faced major challenges due to Covid-19 last year and issues including nationwide lockdown, major companies moving production away from China, people reconsidering materials used for packaging, price rise in raw material (wastepaper). While the supply side of the industry saw a major impact, a sudden increase in some of the applications increased the consumption of paper & paperboard packaging like corrugated boxes, folding cartons etc.

The future holds great prospects for the industry. Because per capita consumption of paper in India is among the lowest in the world, it holds immense growth potential in paper & paperboard industry.

IPMA (Indian Paper Manufacturers Association), a leading industry body predicts, paper consumption is going to increase 6-7% annually in the next five years to reach a volume of 30 million tonne by 2027, which will make India the fastest growing paper market in the world. This presents an exciting scenario -- a big enough leap in domestic consumption in line with the robust economic growth of the nation.

The domestic paper companies ramped up their marketing activities globally and exports have been rising in the last few years at a rapid rate due to capacity expansion and technological upgrades of domestic paper companies which led to a big improvement in product quality. Indian paper & paperboard industry saw an investment of over ₹25,000 crore for new capacity and introduction of green technology in the last five years.

India exports paper & paperboard products primarily to countries like UAE, China, Saudi Arabia, Bangladesh, Vietnam and Sri Lanka. In FY22, Indian exports of paper & paperboard jumped almost 80% to reach a record ₹13,963 crore. Out of this, coated paper and paperboard export increased by 100%, uncoated writing & printing paper by 98% while export of kraft paper boosted by 37%.

## GROWTH DRIVERS

- 1) Increase in disposable income, changing lifestyle
- 2) Growth in organized retail
- 3) Continued demand for quality packaging in FMCG, pharmaceuticals, textile
- 4) Boom in e-commerce
- 5) Fast growing food & beverage sector
- 6) Growing environmental awareness
- 7) Emphasis on education & literacy

## RISK CONCERN

- 1) Because India contributes very little to global demand, price fluctuation in the international market greatly impacts the domestic industry
- 2) Inadequate raw material availability inside the country
- 3) Due to great dependence on imports of raw material, increase in price of raw materials overseas, effect the cost of production



# COAL & PETCOKE TRADING

Energy commodities have always ruled the global market. Other than petroleum, coal is one of the key energy commodities in the world. The largest coal importing countries are India, China, South Korea & Japan while the biggest coal exporters are Indonesia, Australia, Russia, USA and Colombia.

Petcoke or petroleum coke is a byproduct when bitumen found in tar sands is refined into crude oil. High grade petcoke which is low in sulphur and heavy metals can be used to make electrodes for the steel and aluminium industry. However, most petcoke, about 75-80%, produced in the world are not of high grade, used solely as fuel. Petcoke is costlier than coal but produces more energy when burnt. The cement industry worldwide is the main consumer of fuel-grade petcoke.

India depends on coal for 70% of the power sector need. With the total power generation of India expected to double at the end of this decade, the contribution of coal will continue to remain above 50% by 2030. Furthermore, India's current installed coal capacity is 209 GW which is about to be expanded by 57 GW of new capacity in the pipeline. Compared to renewables, coal is a reliable source of energy. Found abundantly in India, it is important for the country's energy security. India is the second largest producer and consumer of coal in the world. As of 2020, India had the fifth-largest coal reserve on the planet.

According to International Energy Agency (IEA), primary energy consumption in India is going to double to 1,123 million tonne of oil equivalent by 2040. India is currently the 4<sup>th</sup> largest energy consumer in the world, but it's going to overtake even the European Union by 2030, IEA predicts. To meet its energy demand, India will rely more on fossil fuel imports than anything else.

India contributes 16% to the global coal trade and many global coal suppliers were relying on the growth story of India to support planned export-oriented mining investments. But this goes against India's very own aim to be completely independent of coal import in coming years, except for the possibility of importing coking coal for growing steel production and steam coal for coastal power plants that were designed to receive import grades. Also, for coastal power plants in southern and western India, it is much cheaper to import coal from Indonesia than to bring domestic coal.

Moreover, compared to Indian coal, the ones from Australia and America have high calorific value and low ash content and low fly ash fraction. Such coals cause less ash disposal and less particulate pollution and power generation becomes more environment friendly and economical. Coal with high ash content produces more slag and clinker in the furnace, hinder the reactions and forces high equipment maintenance. Further, these days India is building more

and more supercritical and ultra-supercritical power plants and these power plants need high grade coal which can only be obtained from foreign countries. Naturally, the import grade coal is going to be the mainstay in coming years for these big-ticket power generation units.

The iron and steel industry are the largest consumer of energy (~36%) and contributor to GHG (green house gas) emissions (~37%) in the Indian manufacturing sector. Typical coke consumption is anything between 344 to 400 kg/thm compared to global best available technology of 280 kg/thm. There are multiple ways to reduce coke consumption, but Indian steelmakers chose petcoke for both economic and environmental benefits – reduced transport emissions, ash generation and production emissions.

## GROWTH DRIVERS

- 1) Rising demand of power all across the country
- 2) India does not produce enough high grade coal
- 3) Massive industrialization
- 4) Growth in steel manufacturing in India
- 5) Upcoming new thermal power plants

## RISK CONCERN

- 1) Indian government wants to stop coal import completely by 2023-24



# LOGISTICS SERVICE

India has the second largest population in the world and the logistic market is estimated to be worth \$210 billion. It contributes nearly 13% of GDP and it is anticipated to grow at a CAGR of 8-10% in years to come. In last few years logistics sector saw big changes in terms of GST implementation, improvement in road infrastructure and increase in automation which resulted in improved logistics efficiency.

Last year, pandemic lockdown put both Indian logistics sector and Indian economy in jeopardy. Due to strict restrictions on goods movement only vehicles with essentials were moving. Then there was labour crisis in FY21, but thankfully that issue was resolved within 2-3 months.

Logistics sector in India can be divided in 3 categories namely, transportation, warehousing and value added / other services. Among these three types, transportation accounts for the largest share of the Indian pie. At present the logistics sector in India is dominated by road transport which is about 60% of total cargo movement in terms of tonnage.

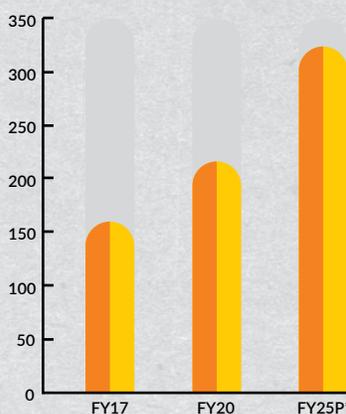
The surface transport sector is anticipated to grow at a CAGR of

more than 8%, the fastest growing area in India's infrastructure space. The revenue of surface transport is \$140 billion. The surface transport sector can be divided into three categories like full truck load (FTL), half truck load (HTL) and express. The FTL holds the major share in surface transportation sector which is around \$120 billion and is expected to grow at a rate of 7-8% in coming years.

## GROWTH DRIVERS

- 1) Flurry of government reforms in transportation and logistics sector including GST implementation, digital transformation, utilizing e-way bills and Fastags.
- 2) Number of start-ups in the logistics sector aided the growth
- 3) Rapid improvement in road infrastructure
- 4) Adoption of new age technology like automation, smart logistics solutions which minimized human errors and cut costs
- 5) Rise of e-commerce companies driving growth
- 6) Growing retail sales market
- 7) Government of India allocated ₹17,000 crore in 2020-21 for transportation sector

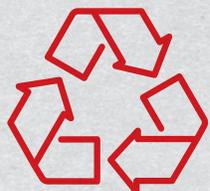
India logistics market size



Source: Economic survey FY17-18, Ministry of commerce  
\*Estimate of FY25 by Aviral Research

## RISK CONCERN

- 1) Trucking industry has a large carbon footprint
- 2) Old infrastructure
- 3) Lack of skilled professional
- 4) Hike in fuel price



# WASTEPAPER RECYCLING

Wastepaper has become a major raw material for the paper industry now and many new plants are coming up based on wastepaper. Paper recycling has reduced landfilling, every tonne of paper recycled saves more than 3.3 cubic yards of landfill space. Currently, recycled paper is a major source of raw material for most paper mills in India and abroad.

The global paper recycling market was estimated to be at \$47.5 billion in 2021, whereas it is anticipated to be at \$58.6 billion by 2026, growing at a CAGR of 4.3%. Paper recycling market saw significant growth in last few years due to decreasing natural resources. The demand for recycled paper is estimated to be increasing at a CAGR of 7-8% in developing countries.

The recovery of wastepaper is not very high in India. In developed nations like in Germany it is nearly 73%, in Sweden it is 69%, whereas in India it is 25-28%. Naturally, countries like India are considered waste fiber deficient and have to import major chunk of the raw material from abroad. In FY21, ban on wastepaper in European countries and pandemic lockdowns caused major disruption in the paper recycling industry.

## GROWTH DRIVERS

- 1) Increasing environmental awareness
- 2) Cost benefits of paper recycling
- 3) Favourable government policies
- 4) Emergence of highly automated advanced technologies
- 5) Strong demand from end user industries
- 6) Increasing demand from exports

## RISK CONCERN

- 1) Largely import-dependent for raw materials
- 2) Not enough awareness about recycling of paper
- 3) High cost of machinery
- 4) Lack of wastepaper collection and segregation mechanism in the country





# SEGMENT WISE PERFORMANCE

## 1. KRAFT PAPER



**51,817.69**  
Revenue in FY22  
(₹ in lakh)

**33,059.48**  
Revenue in FY21  
(₹ in lakh)

**1,545.02**  
PBIT in FY22  
(₹ in lakh)

**1,950.30**  
PBIT in FY21  
(₹ in lakh)



## 2. COAL & PETCOKE TRADE



**49,041.55**  
Revenue in FY22  
(₹ in lakh)

**29,501.64**  
Revenue in FY21  
(₹ in lakh)

**2,883.54**  
PBIT in FY22  
(₹ in lakh)

**1,057.32**  
PBIT in FY21  
(₹ in lakh)

## 3. LOGISTICS SERVICE



**11,809.65**  
Revenue in FY22  
(₹ in lakh)

**13,231.02**  
Revenue in FY21  
(₹ in lakh)

**-70.43**  
PBIT in FY22  
(₹ in lakh)

**276.06**  
PBIT in FY21  
(₹ in lakh)

# FINANCIAL & OPERATIONAL PERFORMANCE

The Company reported another year of all-round healthy growth even as the business landscape became more competitive.

Net Sales increased by 54.33% over the previous year to ₹1,03,466.52 lakh. Business growth was driven by a healthy contribution from kraft paper manufacturing and coal trading verticals.

The Company's EBITDA scaled up 21.62% to ₹5451.16 lakh in 2021-22 from ₹4,482.01 lakh a year back.

The EBITDA margin stood at 5.27% in FY22 against 6.69% in FY21.

The interest liability and provision for depreciation declined marginally over the previous year's levels. Profit after tax increased appreciably to ₹1,714.92 Lakh in FY22 against ₹928.30 lakh in FY21. Out of this, the Company ploughed ₹1,714.92 lakh back into business operations.

Even as the business momentum improved, the Company continued to strengthen its financial edifice.

- Networth increased from ₹13,876.37 lakh as on March 31, 2021 to ₹15,459.00 lakh as on March 31, 2022.

- Net debt increased from ₹14,123.41 lakh as on March 31, 2021 to ₹17,674.65 Lakh as on March 31, 2022 - the debt-equity ratio increased from 1.02 as on March 31, 2021 to 1.14 as on March 31, 2022.

Particulars	Standalone		Consolidated	
	31 <sup>st</sup> March 2022	31 <sup>st</sup> March 2021	31 <sup>st</sup> March 2022	31 <sup>st</sup> March 2021
Net Sales/Income from Business operations	1,03,466.52	67,043.56	1,03,488.97	67,618.52
Other Income	289.03	224.46	269.77	179.46
<b>Total income</b>	<b>1,03,755.55</b>	<b>67,268.03</b>	<b>1,03,758.74</b>	<b>67,797.97</b>
Less: Expense (Excluding depreciation and Finance Cost)	98,304.38	62,786.02	98,298.68	63,295.44
<b>Profit before Depreciation and Finance Cost</b>	<b>5,451.16</b>	<b>4,482.01</b>	<b>5,460.06</b>	<b>4,502.53</b>
Less: Depreciation	1,220.73	1,285.04	1,220.73	1,285.04
Less: Finance Cost	1,863.03	1,932.76	1,863.11	1,932.96
<b>Profit before Exceptional &amp; extra-ordinary items &amp; Tax</b>	<b>2,367.41</b>	<b>1,264.21</b>	<b>2,376.22</b>	<b>1,284.53</b>
Less: Exceptional Item	-	-	-	-
Add/Less: Extra Ordinary Items	-	-	-	-
<b>Profit Before Tax</b>	<b>2,367.41</b>	<b>1,264.21</b>	<b>2,376.22</b>	<b>1,284.53</b>
Less: Current tax	585.43	255.56	594.05	275.42
Less: Deferred tax	67.06	80.36	67.06	80.36
<b>Net Profit/ (Loss) After Tax for the year</b>	<b>1,714.92</b>	<b>928.30</b>	<b>1,715.11</b>	<b>928.75</b>



# KEY FINANCIAL RATIOS

Significant changes (i.e., change of 25% or more as compared to the immediately previous financial years) in Key Financial Ratios, along with explanation are as under:

Particulars	2021-22	2020-21	Y-o-Y changes (%)	Reasons
Debtors' turnover	8.19	5.64	45.12%	Revenue Growth after recovery from Covid-19 resulted in an improvement in ratio.
Inventory turnover	11.05	8.42	31.22%	Revenue Growth after recovery from Covid-19 resulted in an improvement in ratio.
Interest coverage ratio	2.93	2.32	26.18%	Increase EBITA and decrease Interest Cost resulted in an improvement in ratio.
Current ratio	1.77	1.80	-1.29%	Below the threshold of 25%
Debt equity ratio	1.14	1.02	12.33%	Below the threshold of 25%
Operating profit margin (%)	4.09	4.77	-14.26%	Below the threshold of 25%
Net profit margin (%)	1.67	1.39	20.19%	Below the threshold of 25%
Return on net worth	11.19	6.72	66.52	Increase Net profit recovery from Covid 19 resulted in an improvement in ratio.

## RISK MANAGEMENT

Risk management is critical to the overall profitability, competitive market positioning and long-term financial viability, to meet client and stakeholder commitments. We have put in place a strong risk-management structure that enables meticulous examination of business activities for identification, evaluation and mitigation of potential internal or external risks. We have established processes and guidelines, along with a strong overview and monitoring system at the Board and senior management levels. As an organisation, we encourage ethical values and integrity which considerably mitigates risk.

This framework and our suite of risk management policies ensure that risks are appropriately managed to achieve the Company's business objectives. Our risk management culture encourages discussions on risk decisions and facilitates an environment, where employees are transparent about threats and outcomes.

### Forward looking statement

Statements in this 'Management Discussion and Analysis' and this Annual Report describing the Company's objectives, projections, estimates, expectations, plans or

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

The background of the page features a series of concentric circles in a light gray color, centered on the page. The circles vary in size, creating a subtle, circular pattern that frames the central text.

# **STATUTORY REPORT & FINANCIAL STATEMENTS**



# NOTICE OF ANNUAL GENERAL MEETING

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

**NOTICE** is hereby given that the Sixteenth (16<sup>th</sup>) Annual General Meeting of members of **MAHESHWARI LOGISTICS LIMITED** ("the Company") will be held on **Friday, September 30, 2022 at 04:00 P.M.** Indian Standard Time (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility to transact the following business:

## ORDINARY BUSINESS

1. To receive, consider and adopt the Audited financial statements (including audited consolidated financial Statements) of the company for the financial year ended 31<sup>st</sup> March, 2022 which includes the Balance Sheet, Statement of Profit & Loss, Cash Flow Statement as on the date, the Auditor's Report and Board's Report thereon.
2. To declare final dividend of ₹ 0.50/- per equity share of ₹ 10 each for the financial year ended 31<sup>st</sup> March 2022.
3. To appoint **Mr. Amit Maheshwari** (DIN:01680183), who retires by rotation and being eligible, offers himself for re-appointment as a director of the company.
4. To appoint **M/s Kakaria and Associates LLP**, Vapi, Chartered Accountant (ICAI Firm Registration No-104558W as Statutory Auditor of the Company.

## ORDINARY RESOLUTION

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, including any statutory modifications or re-enactment thereof, as amended from time to time, pursuant to the recommendation of the Audit Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded to appoint **M/s Kakaria and Associates LLP, Vapi, Firm Registration No. 104558W**, Chartered Accountants, as the Statutory Auditors to hold office from the conclusion of 16<sup>th</sup> Annual General Meeting until the conclusion of the 21<sup>st</sup> Annual General Meeting, at a remuneration of such sum as may be fixed by the Board of Directors / any Committee of the Board of Directors and reimbursement of out of pocket expenses as may be incurred in the performance of their duties."

**"RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

## SPECIAL BUSINESS

5. To approve the re-appointment of **Mr. Mukesh Agrawal** (DIN: 07692539) as an Independent Director of the Company for a second term of five consecutive years.

To consider and, if thought fit, to pass with or without modifications, the following resolution as a

## SPECIAL RESOLUTION

**"RESOLVED THAT** that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination & Remuneration Committee and approval of the Board of Directors for re-appointment, **Mr. Mukesh Agrawal** (DIN: 07692539), Independent Director of the Company, whose period of office will expire on May 29, 2023, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for a second term of five consecutive years commencing from May 30, 2023 to May 28, 2028, not subject to retirement by rotation, upon such remuneration as

detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within the overall limits under the Companies Act, 2013.”

### By Order of the Board of Directors

**N. Aparna**

Date: 31.08.2022  
Place: Vapi

Company Secretary &  
Compliance Officer

#### Registered Office:

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

#### Important Notes:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) setting out material facts concerning the special business under Item No. 5 of the accompanying Notice, is annexed hereto. The Board of Directors of the Company on August 31, 2022 considered that the special business under Item No. 5, being considered unavoidable, be transacted at the 16<sup>th</sup> AGM of the Company.

Further additional information with respect to Item No. 5 of this Notice, as required under Regulation 36(3) of the SEBI Listing Regulations and clause 1.2.5 of Secretarial Standard-2 on General Meetings (“SS-2”) issued by The Institute of Company Secretaries of India, is also annexed to this Notice and shall be read as part of this Notice.

2. In view of the outbreak of the COVID-19, social distancing norms and pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs (MCA) and Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by the Securities and Exchange Board of India (SEBI) (“hereinafter collectively referred to as “the Circulars”) and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), the 16<sup>th</sup> AGM of the Company is being conducted through VC/OAVM Facility, which

does not require physical presence of Members at a common venue. The deemed venue for the 16<sup>th</sup> AGM shall be the Registered Office of the Company.

3. Since this AGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, a member may appoint a representative as per applicable provisions of the Companies Act, 2013 to attend and / or vote.
4. Copies of the Balance Sheet, the Statement of Profit and Loss, the Directors’ Report, the Auditor’s Report and every other document required by law to be annexed or attached to the Balance Sheet for the financial year ended March 31, 2022, are annexed / attached.
5. The Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2022 to September 30, 2022 (both days inclusive).
6. The dividend, if approved, will be paid to those Members whose names appear on Register of Members on September 23, 2022.
7. Record Date for Dividend:
  - a) The Company has fixed September 23, 2022 as the “Record Date” for determining entitlement of members to dividend for the financial year ended March 31, 2022.
  - b) The dividend on equity shares, if declared at the Meeting, will be credited / dispatched within a month from the conclusion of the Meeting to those members whose names appear on the Company’s Register of Members on the Record Date fixed for the purpose; in respect of the shares held in dematerialized mode, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
8. The Members holding shares in the electronic form may please note that:
  - i) Instructions regarding bank details that they wish to incorporate in future dividend warrants must be submitted to their Depository Participants (DPs). As per the regulation of National Securities Depository Ltd and Central Depository Services (India) Ltd, the Company is obliged to print bank details as furnished by these depositories, on the dividend warrants.



- ii) Instructions already given by the Members for shares held in the physical form will not be automatically applicable to the dividend paid on shares held in the electronic form. Fresh instructions regarding bank details must be given to the DPs.
  - iii) Instructions regarding change in address, nomination and power of attorney must be given directly to the DPs.
9. The Members may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandates that dividend paid or distributed by a company after April 01, 2020, will be taxable in the hands of the Members. The Company will therefore be required to deduct Tax at Source (TDS) at the time of making the final dividend. In order to enable the Company to determine the appropriate TDS rate as applicable, the Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961.
- i) For Resident Members, TDS will be deducted under Section 194 of the Income Tax Act, 1961 at 10% on the amount of dividend declared and paid by the Company during the financial year 2022-23, provided PAN is registered by the Members. If PAN is not registered, TDS will be deducted at 20% rate as per Section 206AA of the Income Tax Act, 1961.

However, no tax will be deducted on the dividend payable to resident individuals if the total dividend to be received by them during the financial year 2021-22 does not exceed ₹ 5,000. Please note that this includes the future dividends, if any, which may be declared by the Board in the financial year 2022-23.

Separately, in cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS will be deducted.
  - ii) For non-resident Members, taxes are required to be withheld in accordance with the provisions of Section 195 of the Income Tax Act, 1961 at the rates in force. As per the relevant provisions of the Income Tax Act, 1961, the withholding tax will be at 20% rate (plus applicable surcharge and cess) on the amount of dividend payable to them. However, as per Section 90 of the Income Tax Act, 1961, the non-resident Members have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the Members, if they are more beneficial to them. For this purpose, that is, to avail the Tax Treaty benefits, then non-resident Members will have to provide the following:
    - a) Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the Members are a resident.
    - b) Self-declaration in Form 10F if all the details required in this form are not mentioned in the TRC.
    - c) Self-attested copy of the PAN card allotted by the Indian income tax authorities.
    - d) Self-declaration, certifying the following points:
      - The Members are and will continue to remain tax residents of the countries of their residence during the financial year 2022-23.
      - The Members are eligible to claim the beneficial DTAA rate for the purposes of tax with holding on the dividend declared by the Company.
      - The Members have no reason to believe that their claim for the benefits of the DTAA are impaired in any manner.
      - The Members are the ultimate beneficial owners of their shareholding in the Company and dividend receivable from the Company.
      - The Members do not have taxable presence or permanent establishments in India during the financial year 2022-23.
10. Members are requested to note that dividends not claimed within 7 years from the date of transfer to company's unpaid dividend account will, in accordance with the provisions of Sections 124, 125 and other applicable provisions, if any, of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules") (including any statutory

- modification(s) or re-enactment(s) thereof for the time being in force), transfer to IEPF maintained by the Central Government.
11. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. The Members are requested to claim their dividends from the Company within the stipulated timeline. Details of Members whose unclaimed dividends / shares will be transferred to IEPF are available on the Company's website: [www.mlpl.biz](http://www.mlpl.biz).
  12. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz). The Notice can also be accessed from the websites of the Stock Exchanges i.e., National Stock Exchange Limited at [www.nseindia.com](http://www.nseindia.com) and AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  13. The Members desiring any information relating to the accounts or having any questions, are requested to write to the Company on [cs@mlpl.biz](mailto:cs@mlpl.biz) at least seven days before the date of the Annual General Meeting (AGM) so as to enable the Management to keep the responses ready and expeditiously provide them at the AGM, as required.
  14. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the e-AGM circulars, the Company is pleased to provide the Members with the facility to attend the Annual General Meeting (AGM) through video conferencing / other audio-visual means (VC) and exercise their right to vote at the AGM by electronic means. The business will be transacted through remote e-voting prior to and during the AGM. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
  15. In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 details of directors retiring by rotation, appointed and re-appointed at the ensuing Annual General Meeting is given in Annexure to this notice.
  16. In respect of shares held in electronic/demat form, beneficial owners are requested to notify any change in their address, bank account, mandate, etc., to their respective Depository Participant or to the RTA, Bigshare Services Pvt. Ltd. at [www.bigshareonline.com](http://www.bigshareonline.com).
  17. M/s. Bigshare Services Private Limited, the Registrar and Transfer Agent (RTA) having their administrative office situated at Office No. S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai 400093, Maharashtra, India, in the State of Maharashtra, is handling registry work in respect of shares held in electronic/demat form. Bigshare Services has put in place a module to enable the shareholders to update the email id, mobile no., PAN No. and bank details by visiting the website, [www.bigshareonline.com](http://www.bigshareonline.com). (For Investors section)..
  18. In support of the Green Initiative – Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc., from the Company electronically. Members may also note that Annual Report for the FY 2021-22 will also be available on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz).
  19. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e., Friday, September 23, 2022, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/ Password” or “Physical User Reset Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., Friday, September 23, 2022, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.
  20. The Certificate from Secretarial Auditor of the Company as required under SEBI (Share Based Employee Benefits) Regulations, 2014 will be uploaded on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz).
  21. Transfer of Unclaimed and/or Unpaid Amounts to the Investor Education Protection Fund (IEPF).
    - a. In accordance with the provisions of Sections 124, 125 and other applicable provisions, if



any, of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "IEPF Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of 7 (seven) years from the date of transfer to the unpaid dividend account is required to be transferred within 30 days of becoming due to IEPF maintained by the Central Government.

- b. In accordance with Section 124(6) of the Companies Act, 2013 read with the IEPF Rules, all the shares in respect of which dividend has remained unclaimed or unpaid for 7 (seven) consecutive years or more are required to be transferred to the Demat Account of the IEPF Authority.

In Compliance with the circular of Ministry of Corporate Affairs for "Green Initiative in the Corporate Governance" by allowing/ permitting service of Documents etc in electronic forms, electronic copy of the Annual Report for the year 2021-22 is being sent to all the members whose E-mail IDs are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same.

Members are requested to support the Green Initiative by registering/ updating their e-mail addresses, with the Depository Participant (in case of Shares held in dematerialized form) or with M/s. Bigshare Services Private Limited ("Bigshares"). (in case of Shares held in physical form). Non-Resident Indian members are requested to inform the Registrar and Transfer Agent (RTA) i.e., M/s Bigshare Services Private Limited ("Bigshares")/respective Depository Participant, immediately of:

- (a) Change in their residential status on return to India for permanent settlement.
- (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

## 22. VOTING BY MEMBERS

- A. In compliance with the provisions of Section 108 of the Act and Rule 20 of Companies (Management and Administration) Rules, 2014, together with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time

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

- B. "**Cut-off date**" for determining the eligibility for voting through electronic voting system is fixed as Friday, September 23, 2022. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting / Voting at AGM. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- C. The voting rights of the Equity Shareholders shall be in the same proportion to the paid-up share capital of the Company.
- D. The Board of Director of the Company has appointed Ms. Shilpi Thapar of M/s. Shilpi Thapar & Associates, Practicing Company Secretaries, (Membership No. 5492 and Certificate of Practice No.6779) having its office at Ahmedabad, Gujarat as the Scrutinizer to scrutinize the remote e-voting and e-voting process at the AGM, in a fair and transparent manner.
- E. In view of the outbreak of the COVID-19, social distancing norms and pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs (MCA) and Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by the Securities and Exchange Board of India (SEBI) ("hereinafter collectively referred to as "the Circulars") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual

- means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- F. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- G. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- H. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and Secretarial Standards on General Meeting (SS-2) issued by the ICSI (each as amended or modified from time to time), the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
- J. AGM to be convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs (MCA) and Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by the Securities and Exchange Board of India (SEBI) ("hereinafter collectively referred to as "the Circulars") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and all other relevant circulars issued from time to time.
- K. **INFORMATION AND INSTRUCTIONS FOR REMOTE E-VOTING**
- The instructions for shareholders voting electronically are as under:**
- The remote e-voting period begins on September 26, 2022 at 9:00 A.M. and ends on September 29, 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., September 23, 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 September 23, 2022.
- 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>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.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.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>"Register Online for IDeAS Portal"</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>Shareholders/Members can also download NSDL Mobile App <b>"NSDL Speede"</b> facility by scanning the QR code mentioned below for seamless voting experience.</li></ol> <p><b>NSDL Mobile App is available on</b></p> <p> </p> <p> </p>
Individual Shareholders holding securities in demat mode with CDSL	<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 NSDL 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></ol> <p>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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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 or joining virtual meeting &amp; voting during the meeting.</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 above-mentioned website.

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

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

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

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

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

4. Your User ID details are given below:

<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.
  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 [office.shilpithapar@gmail.com](mailto:office.shilpithapar@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 to (Pallavi Mhatre) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### Step 2: Cast your vote electronically NSDL e-Voting system.

##### How to cast your vote electronically 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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.

#### 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@mpl.biz](mailto:cs@mpl.biz).

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to ([cs@mpl.biz](mailto:cs@mpl.biz)). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., [Login method for e-Voting for Individual shareholders holding securities in demat mode](#).
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. [In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.](#)

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, along with the questions, from their registered e-mail id mentioning their name, DP ID and Client ID / Folio No., PAN, Mobile No. at [cs@mpl.biz](mailto:cs@mpl.biz) on or before September 20, 2022. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers/questions depending on the availability of time for the AGM.



## EXPLANATORY STATEMENT

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

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

### Resolution No. 4

The Members of the Company at the 11<sup>th</sup> Annual General Meeting held on September 21, 2017 had approved the appointment of M/s. NPV & Associates, Mumbai, Firm Registration No.129408W, Chartered Accountants, as the Statutory Auditors of the Company to hold office for a term of five years from the conclusion of the 11<sup>th</sup> Annual General Meeting held in 2017 till the conclusion of this 16<sup>th</sup> Annual General Meeting.

The Audit Committee and the Board of directors of the Company have recommended the appointment of M/s. Kakaria and Associates LLP, Vapi, Firm Registration No. 104558W, Chartered Accountants, as the Statutory Auditors of the Company to hold the office for a term of 5 consecutive years from the conclusion of this 16<sup>th</sup> Annual General Meeting till the conclusion of the 21<sup>st</sup> Annual General Meeting to be held in the year 2027.

In accordance with the provisions of Sections 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 read with inter alia the Companies (Audit and Auditors) Rules, 2014, M/s. Kakaria and Associates LLP, Vapi, Firm Registration No. 104558W; Chartered Accountants, have provided their consent and eligibility, certificate to the effect that their appointment, if made, would be in compliance with the applicable laws.

The details required to be disclosed under provisions of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

Proposed fees payable to the statutory auditor(s): For the first year (i.e., FY 2022-23), as decided by the Board of Directors plus applicable taxes and expenses on actuals to be payable for undertaking the statutory audit. The fee for any additional services and the remuneration for undertaking statutory audit from the second year onwards shall be as determined by the Board from time to time in accordance with applicable laws.

1. Terms of appointment: Appointment of M/s. Kakaria and Associates LLP, Chartered Accountants, as the Statutory Auditors of the Company will be for a term of 5 consecutive years, from the conclusion of this 16<sup>th</sup> Annual General Meeting till the conclusion of the

21<sup>st</sup> Annual General Meeting to be held in the year 2027. All other terms of appointment shall be as per the Letter of Engagement as may be signed by the Company.

2. In case of the appointment of a new auditor, any material changes in the fees payable to such auditor from that paid to the outgoing auditor along with the rationale for such change: Not applicable.
3. Basis of recommendation for appointment: The Board and Audit Committee have considered various evaluation criteria including competence, skill set, governance, experience in taxation and accounting matters, audit methodology & processes, use of technology, and depth of talent of the audit firm.
4. Credentials of the Statutory Auditors proposed to be appointed:

M/s. Kakaria and Associates LLP, Chartered Accountants, a firm registered with the Institute of Chartered Accountants of India (ICAI). M/s. Kakaria and Associates LLP was established in 1983 and has office at Vapi, Gujarat and branches at Mumbai, Boisar, Dahanu and Umbergaon. The firm provides professional services in the areas of Income Tax, GST, Audit & assurance, Accounts, Company secretary, Cost accountancy/audit, Finance, and Personal/corporate financial planning along with a host of other financial services.

### Resolution No. 5

Re-appointment of Mr. Mukesh Agarwal (DIN:07692539) as an Independent Director of the Company.

Mr. Mukesh Agarwal (DIN:07692539) was appointed as an Independent Director of the Company under the provisions of the Companies Act, 2013, vide resolution passed by the Members at the 12<sup>th</sup> Annual General Meeting held on September 24, 2018. As per the said resolution, the terms of appointment of Mr. Mukesh Agarwal (DIN:07692539) was up to September 23, 2023.

Pursuant to the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company passed a resolution at their meeting held on August 13, 2022 approving re-appointment of Mr. Mukesh Agarwal (DIN:07692539) as an Independent Director for a second term from May 30, 2023 to May 28, 2028 (considering his Initial date of appointment) based on his

skills, experience, knowledge and positive outcome of performance evaluation.

In line with the Company's remuneration policy for Independent Directors, Mr. Mukesh Agarwal (DIN:07692539) will be entitled to receive remuneration by way of sitting fees as approved by the Board of Directors, reimbursement of expenses for participation in the Board meetings and profit related commission as may be approved by the Board of Directors and shareholders on the recommendation of the Nomination & Remuneration Committee within the overall limits under Companies Act, 2013 of up to 1% of the net profits of the Company during any financial year, in aggregate payable to Non-Executive Directors. Details of remuneration paid to Independent Directors shall be disclosed as part of the Annual Report.

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in Board's report.

The Company has received a declaration from Mr. Mukesh Agarwal (DIN:07692539) confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Mukesh Agarwal (DIN:07692539) to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member proposing the candidature of Mr. Mukesh Agarwal (DIN:07692539) to be re-appointed as an Independent Director.

In the opinion of the Board of Directors, Mr. Mukesh Agarwal (DIN:07692539) fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder,

for his re-appointment as an Independent Director of the Company and is independent of the Management.

The draft letter of appointment of Mr. Mukesh Agarwal (DIN:07692539) setting out the terms and conditions of appointment shall be available for inspection by the Members electronically. Members seeking to inspect the same can send an email to [cs@mlpl.biz](mailto:cs@mlpl.biz)

Except Mr. Mukesh Agarwal (DIN:07692539), being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5.

The Board of Directors recommends the resolution at Item No. 5 for approval of the Members by way of a Special Resolution.

**Brief profile of Mr. Mukesh Agarwal (DIN:07692539), Independent Director of the Company, is given below:**

Information in respect of re-appointment, pursuant to Regulation 36 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2), is given at Annexure A to this Notice. It should include a sentence that he is not debarred by any statutory authorities for being appointed as ID as per SEBI circular.

**By Order of the Board of Directors**

**N. Aparna**

Company Secretary &  
Compliance Officer

Date: 31.08.2022  
Place: Vapi

**Registered Office:**

MLL House Shed No. A2-3/2, OPP. UPL, 1<sup>st</sup> Phase,  
GIDC Vapi Valsad, Gujarat-396195 (India)  
CIN:L60232GJ2006PLCO49224  
Website:[www.mlpl.biz](http://www.mlpl.biz)  
E-mail: [investors@mlpl.biz](mailto:investors@mlpl.biz), [cs@mlpl.biz](mailto:cs@mlpl.biz)  
Tel:+91260 2431034 /8155000688



## ANNEXURE TO THE NOTICE DATED 31.08.2022

### ADDITIONAL INFORMATION (AS ON MARCH 31, 2022) OF DIRECTOR RETIRING BY ROTATION / SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 16<sup>TH</sup> ANNUAL GENERAL MEETING PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD -2 ON GENERAL MEETINGS

#### Mr. Amit Maheshwari

Age	46
Qualifications	Graduate
Experience (including expertise in specific functional area) / Brief Resume	<p>Mr. Amit Maheshwari is on the Board of the company since Nov, 2007.</p> <p>He is having valuable experience of almost 21 years in the field of marketing.</p> <p>He is handing the manufacturing unit along with the sales of the company.</p>
Terms and Conditions of Re-appointment	To enable compliances by the company with provisions of Section 152 of the companies Act, 2013, Mr. Amit Maheshwari is being made liable to retire by rotation.
Remuneration last drawn (including sitting fees, if any)	36,00,000 Lakh per annum
Remuneration proposed to be paid	As per existing terms and conditions
Date of first appointment on the Board	27 <sup>th</sup> November 2007
Shareholding in the Company as on March 31, 2022	1920000 (Nineteen lakhs and twenty thousand)
Relationship with other Directors / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the financial year (2021-22)	6
Directorships of other Boards as on March 31, 2022	Samarth Finstock Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2022	NIL

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**Mr. Mukesh Agrawal**

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Age	53
Qualifications	Chartered Accountant
Experience (including expertise in specific functional area) / Brief Resume	<p>Mr. Mukesh Agarwal is a Qualified Chartered Accountant and doctorate in Business management from international intern university having more than 27 years of rich experience.</p> <p>He has headed multiple positions in Finance, Accounts, Taxation, Audit, legal, business finance, Financial &amp; Strategic planning, corporate reporting, supply chain, ERP implementation, Six Sigma project, India &amp; Cross Boarder Business development, conducting marketing events, Merger &amp; Acquisition, Cost optimization, etc.</p> <p>Presently, he is heading the International Business Function as Executive President with Trivitron Group of Companies for entire world.</p> <p>He worked as Vice President- International Business at Meril Life Sciences Private Ltd. (Meril Group includes 16 Companies and 4 Business Verticals).</p> <p>He was the Senior General Manager- Finance, Systems &amp; Corporate Planning at Micro Inks Ltd. from 2001 to 2006.</p> <p>He has also worked in Finance and Accounts domain with Hitachi Home Limited, Sanghi Cements Ltd., Steel age Industries Ltd.</p>
Terms and Conditions of Re-appointment	As per the resolution at item no. 5 of the Notice convening this Meeting read with explanatory statement thereto, Shri Mukesh Agrawal is proposed to be re-appointed as an Independent Director for a second term of five consecutive years.
Remuneration last drawn (including sitting fees, if any)	NIL
Remuneration proposed to be paid	As per existing terms and conditions
Date of first appointment on the Board	30 <sup>th</sup> May, 2018
Shareholding in the Company as on March 31, 2022	NIL
Relationship with other Directors / Key Managerial Personnel	NIL
Number of meetings of the Board attended during the financial year (2021-22)	6
Directorships of other Boards as on March 31, 2022	Somya Mitra Ventures Private Limited
Membership / Chairmanship of Committees of other Boards as on March 31, 2022	NIL

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## BOARD'S REPORT

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

Your Directors take pleasure in presenting their 16<sup>th</sup> Annual Report on the business and operations of the Company together with the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2022

### FINANCIAL SUMMARY AND HIGHLIGHTS

The financial performance of the Company for the year ended on 31<sup>st</sup> March, 2022 and the previous financial year ended 31<sup>st</sup> March, 2021 is given below:

Particulars	(Amount in Lakhs)			
	Standalone		Consolidated	
	31 <sup>st</sup> March 2022	31 <sup>st</sup> March 2021	31 <sup>st</sup> March 2022	31 <sup>st</sup> March 2021
Net Sales/Income from Business operations	1,03,466.52	67,043.56	1,03,488.97	67,618.52
Other Income	289.03	224.46	269.77	179.46
<b>Total income</b>	<b>1,03,755.55</b>	<b>67,268.03</b>	<b>1,03,758.74</b>	<b>67,797.97</b>
Less: Expense (Excluding depreciation and Finance Cost)	98,304.38	62,786.02	98,298.68	63,295.44
<b>Profit before Depreciation and Finance Cost</b>	<b>5,451.17</b>	<b>4,482.01</b>	<b>5,460.06</b>	<b>4,502.53</b>
Less: Depreciation	1,220.73	1,285.04	1,220.73	1,285.04
Less: Finance Cost	1,863.03	1,932.76	1,863.11	1,932.96
<b>Profit before Exceptional &amp; extra-ordinary items &amp; Tax</b>	<b>2,367.41</b>	<b>1,264.21</b>	<b>2,376.22</b>	<b>1284.53</b>
Less: Exceptional Item	-	-	-	-
Add/Less: Extra Ordinary Items	-	-	-	-
<b>Profit before Tax</b>	<b>2,367.41</b>	<b>1,264.21</b>	<b>2,376.22</b>	<b>1,284.53</b>
Less: Current tax	585.43	255.56	594.05	275.42
Less: Deferred tax	67.06	80.36	67.06	80.36
<b>Net Profit/ (Loss) after Tax for the year</b>	<b>1,714.92</b>	<b>928.30</b>	<b>1,715.11</b>	<b>928.75</b>

Despite challenges, the Company remained focused on delivering value through customized solutions, operational excellence and enhanced digitization. With strong customer partnerships, deep solution capabilities, customer expansion, process efficiencies and product innovations across the organization, the Company was able to maintain profitable growth in the prevalent economic scenario.

### TRANSFER TO RESERVE

The Board has decided not to transfer any amount to the General Reserves. The profits earned during the financial year have been retained in the Profit & Loss Account of the Company for business and operations of the Company.

### DIVIDEND

The Board of Directors are pleased to recommend a final dividend of 0.50/- per equity share (being 5% on face value of ₹10/- each) for the financial year 2021-22, payable to those Members whose names appear in the Register of Members and list of beneficial owners as on book closure date.

The final dividend is subject to approval of Members at the ensuing Annual General Meeting ("AGM") and deduction of tax at source. The equity dividend outgo for the financial year 2021-22, if declared, would result in cash outflow of approximately ₹ 1.48 crores.

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

## BUSINESS OPERATIONS AND STATE OF AFFAIRS OF THE COMPANY

Total revenue of the Company for the FY-2021-22 is ₹ 1,03,755.55 Lakhs on standalone basis as compared to ₹ 67,268.03 Lakhs in previous year depicting a rise in total revenue of 54.33% year on year basis. It is resulting in Profit Before Tax (PBT) of ₹ 2,367.41 Lakhs as against ₹ 1,264.21 Lakhs in the previous year depicting a rise of 87.26%. Net profit of the Company stood at ₹ 1,714.92 Lakhs as against ₹ 928.30 Lakhs in the previous year depicting a rise of 84.74%.

On Consolidated basis total revenue of your Company is ₹ 1,03,758.74 Lakhs and Profit Before Tax (PBT) is ₹ 2,376.22 Lakhs.

Total revenue of the Maheshwari Logistics (India) LLP, for the FY-2021-22 is ₹ 1,589.75 Lakhs on standalone basis as compared to the ₹ 2,373.09 Lakhs in previous year. It is resulting in Profit Before Tax (PBT) of ₹ 28.34 Lakhs as against ₹ 65.33 Lakhs in the previous year.

## CHANGE IN THE NATURE OF BUSINESS

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

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

No material changes and commitments affecting the financial position of the Company have occurred after the end of the financial year 2021-22 till the date of this report.

## CAPITAL STRUCTURE

The paid-up Equity Share Capital as on March 31, 2022 was ₹29,59,72,000/-. During the period under review, the Company has not granted any stock options nor sweat equity. The Company has also not purchased its own shares by employees. However, the company has bought 2,59,500 shares under the trust named MLL EMPLOYEE WELFARE TRUST by trustees for the benefit of employees.

Your Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services (India) Limited. All the shares of the Company are in dematerialized form as on 31<sup>st</sup> March, 2022.

## CREDIT RATING

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

## TRANSFER OF UNPAID AND UNCLAIMED AMOUNT TO IEPF

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

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

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

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

For the Financial Year	Type of Dividend	Balance in Unpaid Account	Corresponding Shares liable to transfer to the IEPF	due dates for transfer to IEPF
2017-18	Interim Dividend	5,000.00	10,000	21.09.2024
	Final Dividend	5,000.00	10,000	22.10.2025
2018-19	Final Dividend	8,413.20	7,011	13.10.2026
2019-20	Final Dividend	-	-	-
2020-21	Final Dividend	32,839.00	70,540	29.09.2028

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



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

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

Sr. No.	Name of Director	Nature of Change	Mode of Appointment/ Cessation	Effective Date of Change
1.	Payal Tosniwal (DIN:08913467)	Resignation of Additional Independent Director	By Board of Directors	13.08.2021
2.	Hemant K Pant (DIN: 02552877)	Resignation of Independent Director	By Board of Directors	13.11.2021
3.	Vipul Rameshbhai Vashi (DIN: 06930448)	Resignation of Executive Director	By Board of Directors	13.11.2021
4.	Punam Pushp Kumar Dhoot (DIN: 01071852)	Regularisation of Independent Director	By Members	30.09.2021
5.	Ambalal Bhikhhalal Panchal (DIN: 00829668)	Resignation of Independent Director	By Circular Resolution	04.03.2022
6.	Mayadevi Krishnaawtar Kabra (DIN: 02226124)	Resignation of Non-Executive Director	By Circular Resolution	31.03.2022
7.	Ajay Gunvantrai Shah (DIN: 00420389)	Resignation of Independent Director	By Circular Resolution	31.03.2022
8.	Nandula. Vamsikrishna	Resignation of Company Secretary	By Board of Directors	16.08.2022
9.	N. Aparna	Appointment of Company Secretary	By Board of Directors	16.08.2022

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

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

### DIRECTORS RETIRE BY ROTATION

In accordance with the provisions of section 152[6] of the Act and in terms of the Articles of Association of the Company, Mr. Amit Maheshwari, Whole Time Director (DIN: 01680183) will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board recommends his re-appointment.

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

Annual Report. Attention of the Members is also invited to the relevant items in the Notice of the AGM.

### CODE OF CONDUCT

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

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

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and

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

### **DECLARATION BY INDEPENDENT DIRECTORS**

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

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

Your Company has also received confirmation that Independent Directors are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge their duties with an objective independent judgment and without any external influence and that he/she is independent of the management. They have also complied with the Code for Independent Directors prescribed in Schedule IV to the Act and Code of Conduct for directors and senior management personnel formulated by the company.

All the Members of the Board and the Management Committee have affirmed their compliance with the Code of Conduct as on 31<sup>st</sup> March, 2022 and a declaration to that effect, signed by the chairman, is attached and forms part of this Report as **ANNEXURE-I**.

### **BOARD AND COMMITTEE MEETINGS**

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

During the year the Board met 6 (Six) times details of which are provided in Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and LODR Regulations.

### **COMMITTEES OF THE BOARD: -**

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

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

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

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

### **GENERAL MEETING:**

The 15<sup>th</sup>(Previous) Annual General Meeting (AGM) of the Company was held on September 30, 2021.

Further your Company had conducted a Postal Ballot Voting during the year under review and accordingly resolutions were passed by the members of the Company dated January 04, 2022 by way of postal ballot/e-voting.

### **DIRECTOR RESPONSIBILITY STATEMENT: -**

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

- (a) in the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the Directors have selected the accounting policies in consultation with Statutory Auditors and applied them consistently, and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, safeguarding the Company assets and for the prevention and detection of fraud and other irregularities;
- (d) the Directors have prepared the annual accounts on a going concern basis; and
- (e) the Directors have laid down adequate Internal Financial Controls to be followed by the company and



that such Internal Financial Controls were operating effectively during the Financial Year ended 31<sup>st</sup> March, 2022;

- (f) the Directors have devised proper systems to ensure compliance with applicable law provisions and that such systems are adequate and operating effectively;

### **INTERNAL FINANCIAL CONTROL**

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

Your Company recognizes that Internal Financial Controls can provide absolute assurance of achieving financial, operational and compliance reporting objectives because of its inherent limitations. Also, projections of any evaluation of the Internal Financial Controls to future periods are subject to the risk that the Internal Financial Control may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate. Accordingly, regular audits and review processes ensure that such systems are reinforced on an ongoing basis.

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

There are no qualifications, reservations, adverse remarks or disclaimers made by M/s. NPV & Associates, Statutory Auditors in their Audit Report and by M/s. Shilpi Thapar & Associates, Secretarial Auditors, in their Secretarial Audit Report for the FY.2021-22.

During the year under review, the Statutory Auditors, and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

### **DETAILS OF SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATES**

The company does not have any subsidiary/joint venture/ Associate Company as on the year ended 31<sup>st</sup> March, 2022.

### **DEPOSITS**

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

### **PARTICULARS OF LOANS, GUARANTEES AND INVESTMENT**

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

### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

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

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

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

### **CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES**

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

threshold limits, it has constituted a CSR Committee of the Board and formulated a CSR Policy which is available on the Company's website at [www.mlpl.biz](http://www.mlpl.biz). The focus areas of the CSR Policy are education, preventive health care, sanitation and environment. The CSR Report, forming part of this Report, is furnished in **ANNEXURE- B**.

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

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

### **RISK MANAGEMENT**

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

### **VIGIL MECHANISM AND WHISTLE BLOWER**

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

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

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

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

## **AUDITORS' AND AUDITORS' REPORT**

### **(a) Statutory Auditors**

M/s. NPV & Associates, Chartered Accountants were appointed as Statutory Auditors of the Company at the 11<sup>th</sup> Annual General Meeting held on September 21, 2017, for a term of 5 (five) consecutive years, up to the 16<sup>th</sup> Annual General Meeting.

There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report for the financial year ended March 31, 2022. Pursuant to provisions of section 143 (12) of the Companies Act 2013, the Statutory Auditors have not reported any incident of fraud to the Audit Committee during the year under review.

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

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

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Shilpi Thapar & Associates, Practicing Company Secretary (Membership No. 5492 and Certificate of Practice No.6779), to conduct Secretarial Audit for the FY 2021-22.

The Secretarial Audit Report for the financial year ended March 31, 2022 is annexed herewith and marked as **ANNEXURE-D** to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Pursuant to the recommendation of the Audit Committee, the Board of Directors have re-appointed M/s. Shilpi Thapar & Associates, Practicing Company Secretary (Membership No. 5492 and Certificate of Practice No.6779) to conduct the Secretarial Audit for FY 2022-23 at its meeting held on May 28, 2022.

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

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



#### (d) Annual Secretarial Compliance Report

The Company has undertaken an audit for the financial year 2021-22 for all applicable compliances as per SEBI Regulations and Circulars / Guidelines issued thereunder.

The Annual Secretarial Compliance Report has been submitted to the stock exchanges within 60 days of the end of the financial year on dated 30.05.2022, which was issued by the Ms. Shilpi Thapar of M/s. Shilpi Thapar & Associates, Practicing Company Secretary (Membership No. 5492 and Certificate of Practice No.6779).

#### COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD

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

#### ANNUAL RETURN

In accordance with Companies Act, 2013, Annual return for 2021-22 is available on the website of the Company at: <http://www.mlpl.biz/img/pdf/annual-return-2022.pdf>.

#### CONSOLIDATED FINANCIAL STATEMENTS

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

#### STATEMENT OF DEVIATION OR VARIATION

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

#### MANAGEMENT DISCUSSION & ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015 (LODR Regulation) read with Schedule V thereto is attached herewith and marked as **ANNEXURE- E** (Refer Page No. 22) to this report.

#### CORPORATE GOVERNANCE

The Company is committed to maintain the steady standards of corporate governance and adhere to the corporate governance requirements set out under extant law. The Report on Corporate Governance as stipulated

under Regulation 34 of the SEBI Listing Regulations read with Schedule V thereto is placed in a separate section forming part of the Annual Report.

Compliance certificate from practicing company secretaries regarding compliance of conditions of corporate governance is attached herewith and marked as **ANNEXURE-F** to this report.

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

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

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

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

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

- Number of complaints pending at the beginning of the year: -NIL
- Number of complaints received during the year: - NIL
- Number of complaints disposed of during the year: - NIL
- Number of cases pending at the end of the year: -NIL

#### BUSINESS RESPONSIBILITY REPORT

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

As the Company does not falls under the top 1000 listed Company by market capitalization as per the list

published by the National Stock Exchange of India Limited (NSE) for the year ending March 31, 2022, the Business Responsibility Report required under Reg. 34(2)(f) of SEBI LODR is not forming part of this report.

### CAPITAL EXPENDITURE

During the Financial year 2021-22, the company has incurred a capital expenditure of ₹ 2,295.97 lakhs. The same amount invested for acquiring commercial vehicles, other capex components include the cost incurred on additions to Buildings, Plant and Machinery, acquiring and development Computer software, other vehicles etc.

### INSIDER TRADING REGULATIONS AND CODE OF DISCLOSURE

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

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

There were no pending complaints or share transfer cases as on 31<sup>st</sup> March 2022, as per the certificate given by RTA as on dated 31.03.2022.

### LISTING AGREEMENT AND LISTING FEE

The Directors take pleasure in informing you that the Company has duly paid the listing fees on time to NSE (National Stock Exchange) of India Limited for the year 2022-23.

### PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURE

#### Key Managerial Personnel (KMP)

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

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

### Remuneration of Directors and Employees

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

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

### SHARE CAPITAL AND OTHER CHANGES

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

Sr. No.	Particulars	Changes (during the year)
1.	Issue of Sweat Equity Shares	No such issue made during the Financial Year 2021-22
2.	Issue of Employee Stock Option	
3.	Issue of Shares with Differential Rights	
4.	Issue of Bonus Shares	



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

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

### **MEETINGS OF INDEPENDENT DIRECTORS**

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

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

### **CHAIRMAN, CEO & CFO CERTIFICATION**

Certificate signed by Chairman, Chief Executive Officer and Chief Financial Officer, pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Declaration stating that the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management, for the financial year 2021-22 placed before the Board of Directors of the Company at its meeting held on May 28, 2022 is attached herewith and marked as **ANNEXURE-H** to this Report.

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

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

### **HUMAN RESOURCES DEVELOPMENT**

Continuous effort is put in to improve the working environment with a focus on employee well-being and capability building enabling them to perform their best for

the Company. We develop global platform for leaders at regular intervals as part of our commitment to engage and retain talent. We provide robust leadership development efforts to hone employee skills and help keep the Company ahead of the curve. People are our real strength and therefore while pursuing best-in-class performance; the Company is significantly increasing its investment in its employees with training and development. Your Company invests in training and knowledge.

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Amit Kailashnarayan Maheshwari, Whole Time Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting. The Board of Directors on the recommendation of the Resources, Nomination and Remuneration Committee has recommended his re-appointment.

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

Electronic copies of Annual Report for the FY 2021-22 and the Notice of the 16<sup>th</sup> AGM are sent to members whose email address are registered with the company /depository participants. The requirements of sending physical copies of Annual Report as prescribe under Regulations 36 (1)(b) and (c) and Regulation 58 (1)(b) &(c) of the LODR are dispensed with for listed entities who conduct their AGMs during the calendar year 2022 (i.e., till December 31, 2022) vide SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022. Accordingly, Company is not dispatching the physical copy of the Annual Report. Those who have not registered their email id can download the Annual Report of the Company from the website of the Company at [www.mlpl.biz](http://www.mlpl.biz).

### **ACKNOWLEDGEMENTS**

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

Place: Vapi  
Date: 31.08.2022

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

# ANNEXURE-A

## FORM NO. AOC-2

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

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

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2022, which are not at arm's length basis.

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

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

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

Place: Vapi  
Date: 31.08.2022

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099



## ANNEXURE-B

# CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

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

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

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

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

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

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

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

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

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

(₹ Lakhs)

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

6. Average profit of the company for last three financial years as per Section 135(5): ₹1,865.62/- Lacs.

7. CSR obligation: (₹ Lakhs)

a)	Two percent of average net profit of the Company as per Section 135(5)	37.31
b)	Surplus arising out of the CSR projects or programs or activities of the previous financial years	-
c)	Amount required to be set-off for the financial year, if any	-
d)	Total CSR obligation for the financial year (a+b-c)	37.31

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

(₹ Lakhs)

Total amount spent for the financial year	Amount Spent				
	Total amount transferred to the Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per the second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the fund	Amount	Date of transfer
41.20	-	-	-	-	-

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

(₹ Lakhs)

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

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

No.	Name of the project	Item from the list of activities in Schedule VII to the Act	Local Area (Y/N)	Location of the Project		Amount Spent in the current financial year	Amount transferred to the Unspent CSR Account for the project as per Section 135 (6)	Mode of implementation direct (Y/N)	Mode of implementation - through implementing agency	
				State	District				Name	CSR registration number
1	Enhancement of education practices in Brahmakumaris	Promoting Education including special education	Y	Gujarat	Valsad	2.00	N.A.	N	Rajyoga Education and Research Foundation	CSR00000882
2	Enhancement of health care, Empowering Women and Orphans	Promoting health care	N	Maharashtra	Mumbai	30.00	N.A.	N	Omkar Andh Apang Samajik Sanstha	CSR00003196
3	Enhancement of rural health through health camps	Promoting health care	Y	Gujarat	Valsad	5.00	N.A.	N	Shreyas Medicare, Vapi	CSR00008281
4	Empowerment of women through various vocational training courses	Empowering women	Y	Gujarat	Valsad	0.30	N.A.	N	Maheshwari Seva Samiti	CSR00015915
5	Empowerment of women through various vocational training courses	Empowering women	Y	Silvassa		3.90	N.A.	N	Maheshwari Mahila Sangathan Trust	CSR00014152
<b>Total</b>						<b>41.20</b>				

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

d) Amount spent in administrative overheads: NIL

e) Amount spent on impact assessment, if applicable: NIL

f) Total amount spent for the financial year (b+c+d+e): ₹ 41.20 Lakhs

g) Excess amount for set-off, if any: NIL



(₹ Lakhs)

No.	Particulars	Amount
i	Two percent of average net profit of the Company as per Section 135(5)	37.31
ii	Total amount spent for the financial year	41.20
iii	Excess amount spent for the financial year [(ii)-(i)]	3.89
iv	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	NIL
v	Amount available for set-off in succeeding financial years [(iii)-(iv)]	3.89

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

(₹ Lakhs)

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

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

(₹ Lakhs)

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

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

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

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

Place: Vapi	<b>Varun Kabra</b> Managing Director	<b>Vinay Maheshwari</b> Chairman	<b>Ramnaresh Kabra</b> Chairman CSR Committee
Date: 31.08.2022	DIN: 02760600	DIN: 01680099	DIN: 08405342



## ANNEXURE-C

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

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

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

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

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

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

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

<b>Particulars</b>	<b>31.03.2022</b>
	<b>(₹ In Lakhs)</b>
(A) Total Foreign exchange Out-Go	10,513.14
(B) Total Foreign exchange earned	2,203.19

Place: Vapi  
Date: 31.08.2022

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

## ANNEXURE-D

Form No. MR-3

# SECRETARIAL AUDIT REPORT

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

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

Based on our verification of Company's books, papers, minute books, forms and returns filed with Regulatory authorities and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the financial year ended on March 31, 2022 (hereinafter referred to as 'Audit Period'), generally complied with the statutory provisions listed hereunder and also the Company has proper board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

- 1) We have examined on test basis, the books, papers, minutes book, forms and returns filed and other records maintained by the company and produced before us for the financial year ended on 31<sup>st</sup> March, 2022, according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and The Companies Act, 1956 (to the extent applicable during our Audit Period) and the Rules made there under;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz. :-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 to the extent if applicable;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 to the extent applicable to the company;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the Audit Period)
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the company during the Audit Period) and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the company during the Audit Period)



- (v) The Company has not identified any other specific laws which are presently applicable to it.
- 2) We have also examined compliances with applicable clauses of the following: -
- (i) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India under provisions of The Companies Act, 2013 w.e.f.1<sup>st</sup> July, 2015 amended from time to time and,
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Based on the above said information provided by the company, we report that during the financial year under review, the company has generally complied with the provisions, as applicable, if any, of the above mentioned Acts including the applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards thereto except to the extent that there are few compliance related e-forms which were filed by the company with Ministry of Corporate Affairs (MCA) beyond the time limit prescribed under Companies Act, 2013 by paying additional fees.

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

**We further report that:**

- a) The Board of Directors of the Company is constituted with required number of Executive Directors, Non-Executive Directors and Independent Directors as on date of report. The changes in the composition of the board of directors that took place during the period under review were carried in compliance with

provisions of the Act.

- b) Adequate notice is given to all directors to schedule the Board Meetings, agendas were sent in advance, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting based on the representation made by the company and its officers. Majority decision is carried through and that there were no dissenting member's views found on any of the matter during the year that were required to be captured and recorded as part of the minutes.
- c) Based on general review of compliance mechanisms established by the Company and on basis of management representations and compliances certificates issued by department heads, there are reasonable systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

**For Shilpi Thapar & Associates**  
Company Secretaries

**CS Shilpi Thapar**

Membership No.: 5492

COP No.: 6779

PR No.1828/2022

Place: Ahmedabad

Date: 08.08.2022

UDIN No- F005492D000761313

This Report is to be read with our letter of even date which is annexed as **Annexure A** and Forms an integral part of this report.

**ANNEXURE TO SECRETARIAL AUDIT REPORT ISSUED BY COMPANY SECRETARY IN PRACTICE**

**“Annexure-A”**

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

Company No: L60232GJ2006PLC049224

Authorised Capital: ₹ 30,00,00,000/-

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Shilpi Thapar & Associates**  
Company Secretaries

**CS Shilpi Thapar**

Membership No.: 5492

COP No.: 6779

PR No.1828/2022

UDIN No- F005492D000761313

Place: Ahmedabad

Date: 08.08.2022



## ANNEXURE-F

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

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

We, M/s. Shilpi Thapar & Associates Company Secretaries, Secretarial Auditors of Maheshwari Logistics Limited ('the Company'), have examined the compliance of conditions of Corporate Governance by the Company for the year ended 31<sup>st</sup> March, 2022, as stipulated in regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').

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

Our responsibility is limited to examining the procedures and implementation thereof, adopted by the company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations provided by the Directors and the Management, we certify that the Company has complied with, in all material respects, the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Sub-regulation (2) of Regulation 46 and Paragraphs C and D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended).

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

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

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

**CS Shilpi Thapar**  
Company Secretary  
(COP No. 6779)  
PR No.1828/2022

UDIN NO: F005492D000761225

Place : Ahmedabad  
Date : 08.08.2022

## ANNEXURE-G

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

- The ratio of the remuneration of each Director to the median remuneration of the employees of the Company along with Percentage increase in each director, CEO, CFO, Manager and CS for the financial year 2021-22:

Sr. No.	Name of the Director & KMP's	Designation	Ratio of the Remuneration to the Median Remuneration to the Employees	Percentage Increase / Decrease in the Remuneration (%)
1.	Neeraj Maheshwari	Chief Executive Officer	15.44	-
2.	Vinay Maheshwari	Whole- Time Director	15.44	-
3.	Varun Kabra	Managing Director	23.16	-
4.	Amit Maheshwari	Whole-Time Director	23.16	-
5.	Vipul Vashi	Director	9.01	-26.32
6.	Pradeep Kumar Dad	Chief Financial Officer	8.36	8.33
7.	Nandula.Vamsikrishna	Company Secretary	3.86	-

#### NOTE:

- The Independent Directors of the Company are entitled for sitting fee as per the provisions.
  - The median was calculated on the Basis of annualized gross salary of each employee at the end of the year.
- The median remuneration of employees of the Company during the financial year (2021-22) was ₹ 1,55,422/-
  - The percentage Increase/decrease in the median remuneration of the employees in the Financial Year (2021-22) (-11.12%)
  - There were around 577 employees on the rolls of Company as on March 31,2022.
  - Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
    - Average decrease in median salary of the Company's employees excluding KMPs: N.A
    - Average Increase in the remuneration of KMP's:1,00,000
    - The total managerial remuneration for the Financial Year 2020-21: ₹ 1.15Crores
    - The total managerial remuneration for the Financial Year 2021-22: ₹1.58Crore.
  - It is hereby affirmed that the remuneration is as per the remuneration policy of the Company.



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

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

<b>Sr. No.</b>	<b>Name of Employee</b>	<b>Designation</b>	<b>Remuneration Drawn (Yearly)</b>
1.	Amit Maheshwari	Whole time Director	36,00,000
2.	Varun Kabra	Managing Director	36,00,000
3.	Neeraj Maheshwari	Chief Executive Officer	24,00,000
4.	Vinay Maheshwari	Chairman & Whole time Director	24,00,000
5.	Vipul R Vashi	Executive Director	24,00,000
6.	Prakash Lalji Shah	Executive	15,00,000
7.	Pradeep Kumar Dad	Chief Financial Officer	13,00,000
8.	Dipti Prakash Shah	Executive	12,00,000
9.	Vikal Maheshwari	Vice President	12,00,000
10.	Sanjeev Kumar Sharma	Vice President	10,50,391

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

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

Place: Vapi  
Date: 31.08.2022

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

## ANNEXURE-H

### CEO/CFO Certificate

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

- A. We have reviewed financial statements of Maheshwari Logistics Limited for the Quarter, half year and year ended 31<sup>st</sup>March, 2022 and to the best of our knowledge and belief:
1. These Statements do not contain any materially untrue statement or omit any material fact nor contain statements that might be misleading;
  2. These statements together present a true and fair view of the Company's affairs and are in compliances with existing accounting standards, applicable laws and Regulations.
- B. There are, to the best of our knowledge and belief, no transaction entered into by the company during the period under review which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
- D. We have indicated to the auditors and the Audit committee;
1. Significant changes in internal control over financial reporting during the year;
  2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  3. Instances of significant fraud of which we become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Date: 28.05.2022  
Place: Vapi

**Pradeep Kumar Dad**  
Chief-Financial Officer

**Neeraj Maheshwari**  
Chief Executive Officer



## **ANNEXURE-I**

### **DECLARATION ON CODE OF CONDUCT**

As provided under regulation 34(3) read with schedule V of the Securities & Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulations 2015. The members of the Board of Directors and Senior Management have affirmed compliance with code of conduct of Board of Directors and Senior Management for the year ended 31<sup>st</sup> March 2022.

Place: Vapi

Date: 28.05.2022

**Vinay Maheshwari**

Chairman & Whole time Director

# REPORT ON CORPORATE GOVERNANCE

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

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

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

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

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

## 2. BOARD OF DIRECTORS:

### a) Composition and category of directors

The composition of the Board is in conformity with Section 149 of the Companies Act,

2013 and Regulation 17 of the SEBI Listing Regulations, which stipulates that the Board should have optimum combination of executive and non-executive directors with at least one-woman director and not less than fifty percent of the board of directors shall comprise of non-executive directors;

As on March 31, 2022 the Board comprised of 8 (Eight) Directors. Out of these, three are Executive Directors - Chairman, Managing Director who are also the Promoters of the Company.

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

### b) Number of Board Meetings

The Board of Directors met 6 (Six) times during the financial year 2021-22 as per below details.

Sr. No.	Date of Meeting	Board Strength	Director's Present
1.	23.06.2021	13	13
2.	13.08.2021	14	13
3.	20.08.2021	13	10
4.	13.11.2021	13	10
5.	02.12.2021	11	10
6.	11.02.2022	11	9

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

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

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



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

Name of the Director	Category	Total No. of Board Meetings	Meeting During Tenure of each Director	No. of Meeting Attended	Attendance at Last AGM	No. of Directorship in Other Public Companies*	Committee Details#	
							Member	Chairman
Varun Kabra	Managing Director	6	6	6	Yes	0	NA	NA
Vinay Maheshwari	Wholetime Director	6	6	6	Yes	1	NA	NA
Amit Maheshwari	Wholetime Director	6	6	6	Yes	1	NA	NA
Vipul Vashi	Director	6	4	3	Yes	1	2	2
Mukta Maheshwari	Director	6	6	6	Yes	1	2	NA
Mayadevi Kabra	Director	6	6	2	Yes	0	NA	NA
Giriraj Laddha	Independent Director	6	6	5	No	0	2	2
Mukesh Agrawal	Independent Director	6	6	6	Yes	0	2	NA
Ajay Shah	Independent Director	6	6	5	Yes	2	NA	NA
Hemant Pant	Independent Director	6	4	4	Yes	0	NA	NA
Ramnaresh Kabra	Independent Director	6	6	5	No	0	1	NA
Ambalal Panchal	Independent Director	6	6	4	No	0	NA	NA
Payal Tosniwal	Women Independent Director	6	2	2	NA	0	NA	NA
Punam Pushp Kumar Dhoot	Women Independent Director	6	5	5	Yes	0	NA	NA

\* Mr. Vipul Vashi and Mr. Hemant Pant resigned on 13-11-2021 from Maheshwari Logistics Limited.

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

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

#### d) Disclosure of relationships between Directors/KMP inter-se

- Mr. Varun Kabra and Mrs. Mayadevi Kabra are related to each other, Mrs. Mayadevi Kabra is mother of Mr. Varun Kabra.
- Mr. Vinay Maheshwari and Mr. Neeraj Maheshwari are related to each other, Mr. Vinay Maheshwari is brother of Mr. Neeraj Maheshwari.
- Mrs. Mukta Maheshwari and Mr. Neeraj Maheshwari are related to each other, Mrs. Mukta Maheshwari is spouse of Mr. Neeraj Maheshwari.

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

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

Except as mentioned below as on March 31, 2022, none of the non-executive directors of the Company held shares or convertible instruments in the Company.

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

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

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

The note on familiarization programmes for directors can be accessed through the following link. <http://www.mlpl.biz/img/pdf/familiarisation-programme-21-22.pdf>

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

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

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

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

**h) Confirmation by Board of Directors**

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



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

During the year and till the date of preparation of this report under review following independent directors have resigned before the expiry of his/her tenure;

Sr. No.	Name	Date	Reason
1.	Payal Kishan Tosniwal	13.08.2021	Due to pre occupancy with other engagements.
2.	Hemant Kailashchandra Pant	13.11.2021	Due to pre occupancy with other engagements.
3.	Ambalal Bhikhalal Panchal	04.03.2022	Due to his health issues, he is unable to travel frequently to attend the Board meeting and other Committee meetings.
4.	Ajay Gunvantrai Shah	31.03.2022	Due to personal and unavoidable circumstances.

### 3. AUDIT COMMITTEE

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

Name of the Member	Position	Status	Attendance at the Committee Meeting held on			
			23.06.2021	13.08.2021	13.11.2021	11.02.2022
Giriraj Laddha	Chairman	Independent Director	Yes	Yes	Yes	No
Mukesh Agrawal	Member	Independent Director	Yes	Yes	Yes	Yes
Ramnaresh Kabra	Member	Independent Director	Yes	Yes	No	Yes
Mukta Maheshwari	Member	Non-Executive Director	Yes	Yes	Yes	Yes

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

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

Name of the Member	Position	Status	Attendance at the Committee Meeting held on		
			23.06.2021	13.08.2021	13.11.2021
Ajay Shah	Chairman	Independent Director	Yes	Yes	Yes
Giriraj Laddha	Member	Independent Director	Yes	Yes	Yes
Mayadevi Kabra	Member	Non-Executive Director	Yes	No	No

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

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

### 5. REMUNERATION OF DIRECTORS

#### a) Nomination and Remuneration Policy

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

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

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

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

The stakeholders Relationship Committee meets with the requirement of the section 178 of the Companies act 2013, Regulation 20 of SEBI Listing Regulation and other applicable provisions. The Stakeholders Relationship Committee is mainly responsible to review all grievances connected with the Company's transfer of securities and redressal of shareholders' / investors' / security holders' complaints. The Committee comprised of 3 (Three) members as on financial year end. The Company Secretary is the secretary and compliance officer of the committee. The detail of the composition of the said committee along with their meetings held/attended is as follows:

Name of the Member	Position	Status	Attendance at the Committee Meeting held on	
			25.03.2022	
Giriraj Laddha	Chairman	Independent Director	Yes	
Mukesh Agrawal	Member	Independent Director	Yes	
Mukta Maheshwari	Member	Non-Executive Director	Yes	

### Details of Shareholders' complaints

Details of complaints received, resolved and pending as on March 31, 2022 are as under:

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

## 7. RISK MANAGEMENT COMMITTEE

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

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

## 8. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee meets with the requirement of the Section 135 and Schedule VII of the Companies Act 2013. The Committee comprised of 3 members as on 31<sup>st</sup> March, 2022. The company secretary is the secretary and compliance officer of the committee. The detail of the composition of the said committee along with their meetings held/attended is as follows:

Name of the Member	Position	Status	Attendance at the Committee Meeting held on	
			23.06.2021	11.02.2022
Ajay Shah	Chairman	Independent Director	Yes	Yes
Giriraj Laddha	Member	Independent Director	Yes	No
Mukta Maheshwari	Member	Non-Executive Director	Yes	Yes



## 9. DETAILS OF THE INDEPENDENT DIRECTORS' MEETING

During the year, the Independent Directors met on March 15, 2022, to discuss:

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

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

Name of the Director	Position	Number of Meeting Held	Number of Meeting Attended
Giriraj Laddha	Chairman	1	1
Mukesh Agrawal	Member	1	1
Ajay Shah	Member	1	1
Ramnaresh Kabra	Member	1	1
Punam Dhoot	Member	1	1

## 10. GENERAL BODY MEETINGS

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

Sr. No.	Date of AGM	Time	Location	Any special resolutions passed?
1.	30.09.2021	04:00 PM	Registered Office	Yes
2.	30.09.2020	02:00 PM	Registered Office	No
3.	14.09.2019	12.30 PM	Registered Office	Yes

### POSTAL BALLOT

During the year, following Resolutions were passed by the Company through Postal Ballot.

#### Special Resolution:

Sr. No.	Particulars of Resolution
1	Re-appointment of Mr. Giriraj Baluram Laddha (DIN: 00412835) as an Independent Director of the Company
2	Re-appointment of Mr. Ramnaresh Ramkalyan Kabra (DIN: 08405342) as an Independent Director of the Company.
3	Re-appointment of Mr. Ambalal Bhikhalal Panchal (DIN: 00829668) as an Independent Director of the Company.

#### Voting Pattern

Sr. No.	% of Votes in favour of the Resolution	% of Votes against the Resolution
1	99.995	0.005
2	99.995	0.005
3	99.995	0.005

#### Procedure for Postal ballot

Pursuant to the provisions of Section 110 of the Act read with Rule 22 of Companies (Management and Administration) Rules, 2014 (Management Rules), as amended, the Company had issued Postal Ballot Notice dated 02<sup>nd</sup> December, 2021 to the Members, seeking their consent with respect to re-appointment of above-mentioned Independent Directors of the Company for a period of five consecutive years from their initial date of appointment. In compliance with provisions of Section 108 and Section 110 and

other applicable provisions, of the Act read with the Management Rules, the Company had provided remote e-voting facility to all the Members of the Company. The Company engaged the services of National Securities Depository Limited ("NSDL") as the agency to provide e-voting facility to enable the Members to cast their votes electronically. The Board of Directors had appointed Ms. Shilpi Thapar of M/s. Shilpi Thapar & Associates, Practicing Company Secretary, (Membership No:5492 and Certificate of Practice No:6779), to act as the Scrutiniser for

Postal Ballot process. The voting period commenced on Monday, December 06, 2021 at 9.00 a.m. (IST) and ended on Tuesday, January 04, 2022 at 5.00 p.m. (IST). The cut-off date, for the purpose of determining the number of Members was Friday, December 03, 2021. The Scrutiniser, after the completion of scrutiny, submitted his report to the Company Secretary, who was duly authorised by the Chairperson to accept, acknowledge and countersign the Scrutiniser's Report as well as declare the voting results in accordance with the provisions of the Act, the Rules framed thereunder and the Secretarial Standard - 2 issued by the Institute of Company Secretaries of India. The consolidated results of the voting by Postal Ballot and e-voting were announced on January 06, 2022. The results were also displayed on the website of the Company at [www.mlpl.biz](http://www.mlpl.biz) and on and also communicated, National Stock Exchange of India Limited (NSE).

## 11. MEANS OF COMMUNICATION

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

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

Further, the Company disseminates to the Stock Exchanges (i.e., NSE), wherein its equity shares are listed, all mandatory information and price sensitive/ such other information, which in its opinion, are material and/or have a bearing on its performance/ operations and issues press releases, wherever necessary, for the information of the public at large.

## 12. GENERAL SHAREHOLDER INFORMATION

- **Annual General Meeting**- Fifteenth (16<sup>th</sup>) Annual General Meeting of members of MAHESHWARI LOGISTICS LIMITED ("the Company") will be held on Friday, September 30<sup>th</sup>, 2022 at 04:00 P.M. Indian Standard Time (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility.

- **Financial Year**- The financial year of the Company covers the period commencing from April 1 up to March 31 of the succeeding year.
- **Dividend Payment date**- Board of Directors have recommended dividend @ 5% of Face Value per share i.e., 0.50/- per share for the financial year under review.
- **Details of Stock Exchange**- The Equity Shares of the Company are listed on the National Stock Exchange of India Limited (NSE), Exchange Plaza, Bandra - Kurla Complex, Bandra, (East), Mumbai-400 051.

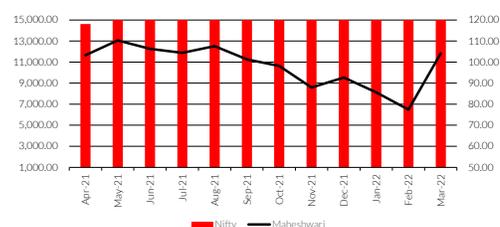
The Company has paid the annual listing fees for the year 2022-23 to NSE.

- **Stock Code**- SYMBOL: MAHESHWARI, ISIN: INE263W01010
- **Market price data- high, low during each month in last financial year**

Month	High Price	Low Price
Apr-21	125.00	73.30
May-21	122.80	99.50
Jun-21	115.90	100.55
Jul-21	115.00	90.35
Aug-21	140.40	85.00
Sep-21	110.20	98.55
Oct-21	109.95	97.70
Nov-21	101.00	84.65
Dec-21	96.95	84.50
Jan-22	96.35	76.65
Feb-22	95.95	64.00
Mar-22	113.00	72.65

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

**Maheshwari Share Price versus NSE NIFTY Index**



- **Registrar to an issue and share transfer agents**  
**Bigshare Services Private Limited**

Office No. S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves \Road, Andheri (East) Mumbai 400093  
Tel: +91-22-62638200; Fax: +91-22-62638299;  
Email: [investor@bigshareonline.com](mailto:investor@bigshareonline.com);  
Website: [www.bigshareonline.com](http://www.bigshareonline.com);



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

- **Distribution of shareholding**

Distribution range of shareholding		Number of shareholders	% Of shareholders	Share Amount (₹)	% Of Total Share Amount
1	5000	9954	87.72	1066736	3.60
5001	10000	603	5.31	483947	1.64
10001	20000	343	3.02	543541	1.84
20001	30000	98	0.86	251886	0.85
30001	40000	95	0.84	364761	1.23
40001	50000	35	0.31	165842	0.56
50001	100000	87	0.77	678380	2.29
100001	& Above	133	1.17	26042107	87.99
<b>Total</b>		<b>11348</b>	<b>100.00</b>	<b>29597200</b>	<b>100.00</b>

- **Dematerialization of shares and liquidity;**

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

As on March 31, 2022 entire 29597200 number of Shares (i.e., 100%) were held in dematerialized form.

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

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

Your Company has managed the foreign exchange risk with appropriate hedging activities in accordance with policies of the Company. The aim of the Company's approach to manage currency risk is to leave the Company with the no material residual risk. The Company uses forward exchange contracts to hedge against its foreign currency exposures relating to firm commitment. Foreign exchange transactions are covered with strict limits placed on the amount of uncovered exposure, if any, at any point in time. There are no materially uncovered exchange rate risks in

the context of the Company's imports and exports. The Company does not enter into any derivative instruments for trading or speculative purposes. The details of foreign exchange exposures as on 31<sup>st</sup> March, 2022 are disclosed in Notes to the standalone financial statements.

- **Outstanding Instruments:** There are no outstanding Global Depository Receipts / American Depository Receipts / warrants / any convertible instruments.

- **Plant locations:** Your Company is having a different business vertical, which is consist of Manufacturing, Trading and Service. Out of One of the Vertical is Manufacturing of the Kraft paper which is situated at below Location. Other Vertical included Transportation Services, Coal Trading and Waste Paper Trading which is being operated from multi locations.

Location of Manufacturing Plant	Product Manufactured
Ambheti (Vapi, Gujarat)	Kraft Paper Manufacturing

- **Address for correspondence**

Investor can contact at below address for their queries;

**Mrs. N. Aparna**

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

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

➤ **List of all credit ratings for all debt instruments:**

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

Particular	Brickwork Ratings
Fund Based, Long Term	BWR A- / Stable Reaffirmation.
Non-Fund Based, Short Term	BWR A2 + Reaffirmation.

**13. OTHER DISCLOSURES**

- a) Details of relevant related party transactions entered into by the Company are included in the Board's Report and in the Notes to Accounts. The Audit Committee takes into consideration the management representation, whilst scrutinising and approving all related party transactions, from the perspective of fulfilling the criteria of meeting arms' length pricing and being transacted in the ordinary course of business. All transactions with related parties entered into by the Company were on an arm's length basis and were approved by the Audit Committee.
- b) The Company has complied with various rules and regulations prescribed under the Securities and Exchange Board of India or any other statutory authority relating to the capital markets. Further during the year, the company paid a penalty ₹11, 68,200 (Rupees Eleven Lakhs Sixty-Eight Thousand Two Hundred Only) to National Stock Exchange (NSE) for not appointing the Woman Independent Director in the Financial Year 2020-21 within the time limit prescribed by the Board.
- c) details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel have been denied access to the audit committee;

The Company has a Vigil Mechanism Policy to deal with instances of fraud and mismanagement, if any. A copy of this policy is available on the Company's website [http://mlpl.biz/img/pdf/whistle\\_blower\\_policy.pdf](http://mlpl.biz/img/pdf/whistle_blower_policy.pdf). Staying true to our core values being committed to high standards of Corporate Governance and stakeholder responsibility, the said policy ensures that strict confidentiality is maintained in respect of whistle blowers whilst dealing with concerns and also specified that no discrimination will be meted out to any person for a genuinely raised concern and also provides a direct access to the Chairman

of the Audit Committee. During the year under review none of the personnel has been denied access to the Chairman of Audit Committee.

- d) The Company has complied with the mandatory disclosure requirements of corporate governance as specified in Regulation 34(3) read with Part C of Schedule V of the SEBI Listing Regulations.
- e) Company does not have a policy for determining 'material' subsidiaries as there is no subsidiary Company, Company is having a Wholly own LLP and account of which is consolidated with the Accounts of the Company.
- f) Policy on dealing with related party transactions are placed on the website of the Company at link;<http://mlpl.biz/img/pdf/RELATED%20PARTY%20TRANSACTION.pdf>.
- g) Commodity price risks and commodity hedging activities;  
During the year, the Company had managed the foreign exchange and commodity price risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange and commodity exposures against exports and imports. The details of such transactions are disclosed in Notes to the Standalone Financial Statements. Further Regulation 34(3) read with clause 9(n) of Part C of Schedule V of SEBI LODR Regulations SEBI Circular dated 15.11.2018 all listed entities shall make the disclosures regarding commodity risks in the prescribed format as part of the Corporate Governance Report in the Annual Report. Company does not have any such commodities where the exposure of the Company is material.
- h) During the year no funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).
- i) A Certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is attached as **Annexure** to this report.
- j) No instances took place where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year.



- k) Details total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is specified in the financial statements.
- l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are as under:
- |  |     |
|--|-----|
| i. number of complaints filed during the financial year: -           | NIL |
| ii. number of complaints disposed of during the financial year: -    | NIL |
| iii. number of complaints pending as on end of the financial year: - | NIL |

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

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

Place: Vapi  
Date: 31.08.2022

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

The Company complies with the following non-mandatory requirements:

- i) Reporting of the Internal Auditor to the Audit Committee
- ii) The Statutory Auditors have issued unmodified audit opinion/report for the financial year 2021-22

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

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

**Varun Kabra**  
Managing Director  
DIN: 02760600

**Vinay Maheshwari**  
Chairman  
DIN: 01680099

## ANNEXURE TO CORPORATE GOVERNANCE REPORT

### **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS** **(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the** **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

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

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Maheshwari Logistics Limited having CIN: L60232GJ2006PLC049224 and having registered office at MLL House, Shed No. A2-3/2 Opp. UPL, 1<sup>st</sup> Phase, GIDC, Vapi, Valsad Gujarat-396195 India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority.

<b>Sr No.</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Date of appointment in Company</b>
1.	Varun Krishnavtar Kabra	02760600	01.09.2009
2.	Vinay Premnarayan Maheshwari	01680099	12.10.2006
3.	Amit Kailashnarayan Maheshwari	01680183	27.11.2007
4.	Mukta Maheshwari	00194635	18.05.2012
5.	Giriraj Baluram Laddha	00412835	01.12.2016
6.	Mukesh Agrawal	07692539	30.05.2018
7.	Ramnaresh Ramkalyan Kabra	08405342	05.04.2019
8.	Punam Pushpkumar Dhoot	01071852	23.06.2021

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

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

**CS ShilpiThapar**  
Company Secretary  
(COP No. 6779)

PR No. 1828/2022

UDIN No: F005492D000761271

Place: Ahmedabad  
Date: 08.08.2022

**STANDALONE**  
**FINANCIAL**  
**STATEMENTS**

# INDEPENDENT AUDITOR'S REPORT

## TO THE MEMBERS OF MAHESHWARI LOGISTICS LIMITED

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

We have audited the accompanying standalone financial statements of **Maheshwari Logistics Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

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 Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit, total comprehensive income, changes in equity 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 ("SA's") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the 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 standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	Auditor's Response
1.	<b>Internal Controls with respect to the Cash Transactions in Business:</b> The Company has been doing Significant Amount of Transactions in Cash. Also Company is engaged in business of Transport which involves majority dealing in cash and by its offices at various places.	<b>Procedure performed by Auditor:</b> Besides obtaining an understanding of Management's processes and controls with regards to testing the internal controls, our procedure included the following: a) We understood the internal control applied by the management in process of collection of the revenue receipts and payment thereof. b) We further understood the methodology of day end closure method adopted by the management and the collection and deposits of the cash by the branches and the reporting thereof. c) We walked through the controls adopted and the methodology followed by the management regarding the same.



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

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

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

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

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

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

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

In preparing the standalone financial statements, management is responsible for assessing the Company's

ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and,

based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We consider quantitative materiality and qualitative factors in

- (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 standalone financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated

in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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



- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. As stated in Note 2.1(r) to the standalone financial statements
- a) The final dividend paid by the company during the year in respect of the same declared for the previous year is in accordance with section 123 of the companies Act 2013 to the extent it applies to payment of dividend.
  - b) The board of directors of the company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For NPV & ASSOCIATES**

Chartered Accountants  
Firm Reg No-129408W

**Milan Chitalia**

Partner

(Membership No.112275)

UDIN:22112275ANPHJT5954

Place: Mumbai

Date:28/05/2022

## **ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Maheshwari Logistics Limited of even date)

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

We have audited the internal financial controls over financial reporting of **Maheshwari Logistics Limited** (the “Company”) as of March 31, 2022 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

### **Management’s Responsibility for Internal Financial Controls**

The Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (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 Act.

### **Auditor’s Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial

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

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

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

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

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

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



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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal

financial control over financial reporting 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 ICAI.

### **For NPV & ASSOCIATES**

Chartered Accountants  
Firm Reg No-129408W

### **Milan Chitalia**

Partner

(Membership No.112275)

UDIN:22112275ANPHJT5954

Place: Mumbai  
Date:28/05/2022

## **ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Maheshwari Logistics Limited of even date)**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's Property, Plant and 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) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other 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 financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
  - (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. (a) The management has conducted physical verification in respects of finished goods, stores, spare parts and raw materials at reasonable intervals. The discrepancies which have been noticed on physical verification of stocks as compared to book records did not exceed 10% or more in the aggregate for any class of the inventory
- (b) During the year company has been sanctioned working capital limit excess of 5 crore rupees, in aggregate from Banks and Financial institutions on the basis of security of current assets. Company has submitted quarterly return statements with bank and financial institutions are in agreement with the books
- iii. The Company has made investments in, companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year, in respect of which:
  - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
  - (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
  - (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.
  - (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.



- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) The Company has granted loans which is repayable on demand without specifying any terms of repayment, details of which is given below:

- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

Particular	All Parties	Promoters	Related Parties	Name
Aggregate amount of loans/ advances in nature of loans where:	₹ 3,61,00,000/-		₹ 3,61,00,000/-	The loan has been granted to the MLL Employee Welfare Trust
<ul style="list-style-type: none"> <li>Loan is Repayable on demand and</li> <li>Loan agreement does not specify any terms or period of repayment</li> </ul>				
<b>Total</b>	<b>₹ 3,61,00,000</b>		<b>₹ 3,61,00,000</b>	

- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:

- (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. However few delay in payments were identified.

There were undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

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

Name Of Statute	Nature of the Dues	Amount (₹)	Period to which the amount relates	Due Date	Date of Payment	Remarks, if any
Employee State Insurance Corporation	Employee Benefit Expense	57560/-	April 2020 to March, 2021	15 <sup>th</sup> of Next month		NOT PAID
Employee State Insurance Corporation	Employee Benefit Expense	16628/-	April to August, 2021	15 <sup>th</sup> of Next month		NOT PAID
Employee Provident Fund	Employee Benefit Expense	1135/-	April to August, 2021	15 <sup>th</sup> of Next month		NOT PAID

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below:

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

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) 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) During the year company has not received any whistle blower complaint.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and 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. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.



xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements 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. (a) There is no unspent amount for the year, hence requirement of transfer of unspent amount to a fund specified in schedule VII to the companies Act within a specified time period is not required
- (b) There is no ongoing project, hence no amount is required to be transferred to special account in compliance with the provision of sub section (6) of section 135 of the Companies Act.

**For NPV & ASSOCIATES**

Chartered Accountants  
Firm Reg No-129408W

**Milan Chitalia**

Partner

(Membership No.112275)

UDIN:22112275ANPHJT5954

Place: Mumbai

Date:28/05/2022

# STANDALONE BALANCE SHEET

as at March 31, 2022

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

Particulars	Notes	March 31, 2022	March 31, 2021
<b>ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, plant and equipment	3	10,635.78	10,523.92
(b) Right to Use Asset	6	193.59	337.71
(c) Capital Work in progress	5	1,303.27	293.20
(d) Intangible Assets	4	153.06	33.28
(e) Intangible Assets under development		151.62	184.92
(f) Financial Assets			
- Investments in the nature of equity in subsidiary	7	224.40	204.87
- Other Financial Assets	8	223.91	223.67
(g) Other non-current assets	9	2,404.47	901.59
<b>Total Non Current assets</b>		<b>15,290.10</b>	<b>12,703.14</b>
<b>(2) Current assets</b>			
(a) Inventories	10	8,922.83	7,998.62
(b) Financial Assets			
- Loans & Advances	11	118.98	158.45
- Trade receivables	12	13,384.69	11,877.99
- Cash and cash equivalents	13	694.84	1,922.23
- Bank balances other than (iii) above	13	919.95	766.46
- Other Financial Assets	8	6.55	57.63
(c) Other current assets	9	3,648.11	1,290.61
<b>Total Current assets</b>		<b>27,695.94</b>	<b>24,071.99</b>
<b>TOTAL ASSETS</b>		<b>42,986.05</b>	<b>36,775.13</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	SOCE-I	2,959.72	2,959.72
(b) Other equity	SOCE-II	12,499.28	10,916.65
<b>Total Equity</b>		<b>15,459.00</b>	<b>13,876.37</b>
<b>LIABILITIES</b>			
<b>(1) Non-current liabilities</b>			
(a) Financial Liabilities	14		
- Borrowings	14.1	9,035.63	7,998.01
- Lease Liability	14.2	212.17	348.81
(b) Provisions		-	-
(c) Deferred tax Liabilities	16	723.55	651.21
(d) Other non-current liabilities		-	-
<b>Total Non-Current Liabilities</b>		<b>9,971.36</b>	<b>8,998.03</b>
<b>(2) Current liabilities</b>			
(a) Financial liabilities			
- Borrowings	14	8,426.85	5,776.60
- Trade payables	18	-	-
- Total outstanding of micro enterprises and small enterprises		48.57	376.72
- Total outstanding of creditors other than micro enterprises and small enterprises		7,750.28	6,505.93
- Other financial liabilities	17	428.63	343.50
(b) Provisions		-	-
(c) Other current liabilities	15	901.36	897.97
<b>Total Current Liabilities</b>		<b>17,555.70</b>	<b>13,900.73</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>42,986.06</b>	<b>36,775.13</b>
<b>Summary of significant accounting policies</b>	<b>2</b>	<b>0.01</b>	

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHJT5954

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022



# STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2022

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

Particulars	Notes	March 31, 2022	March 31, 2021
<b>Income</b>			
Revenue from operations	19	1,03,466.52	67,043.56
Other income	20	289.03	224.46
<b>Total Income</b>		<b>1,03,755.55</b>	<b>67,268.03</b>
<b>Expenses</b>			
Cost of raw materials, components and stores consumed	21	41,714.60	21,596.71
Purchases of Stock-in-Trade	22	40,776.42	27,143.55
Operational Expenses relating to Provision Of Services	23	10,421.78	9,990.97
(Increase)/ decrease in inventories	24	581.27	676.82
Employee benefits expense	25	1,414.54	1,308.08
Other expenses	27	3,395.76	2,069.88
<b>Total Expenses</b>		<b>98,304.38</b>	<b>62,786.02</b>
<b>Earnings before Interest, Tax, Depreciation and Amortization</b>			
		<b>5,451.16</b>	<b>4,482.01</b>
Depreciation and amortization expense		1,220.73	1,285.04
Finance costs	26	1,863.03	1,932.76
<b>Profit before tax</b>		<b>2,367.41</b>	<b>1,264.21</b>
<b>Tax expense</b>			
Current tax		585.43	255.56
Deferred tax		67.06	80.36
<b>Total tax expense</b>		<b>652.49</b>	<b>335.92</b>
<b>Profit for the year</b>		<b>1,714.92</b>	<b>928.30</b>
<b>Other comprehensive income</b>			
<b>(A) Items that will not to be reclassified to profit or loss in subsequent periods:</b>			
(a) (i) Re-measurement gains/ (losses) on defined benefit plans (Refer Note 38)		20.98	6.34
(ii) Income tax relating to above		(5.28)	(1.60)
(b) (i) Net fair value gain/(loss) on investments in equity through OCI		-	-
<b>(B) Items that will be reclassified to profit or loss in subsequent periods:</b>			
(a) (i) Exchange differences on translation of foreign operations		-	-
<b>Other comprehensive income ('OCI')</b>		<b>15.70</b>	<b>4.74</b>
<b>Total comprehensive income for the year (comprising profit and OCI for the year)</b>		<b>1,730.61</b>	<b>933.04</b>
<b>Earnings per equity share</b>			
Basic (₹)	32	5.79	3.14
Diluted (₹)	32	5.79	3.14
Summary of significant accounting policies	2.1		

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHJT5954

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022

# STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MARCH, 2022

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

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
<b>A. Cash flow from operating activities</b>		
Net Profit / (Loss) before extraordinary items and tax	2,367.41	1,264.21
Adjustments for:		
Depreciation and amortisation	1,220.73	1,285.04
Interest & Financial expenses	1,863.03	1,932.76
(Profit)/Loss on sale of fixed Assets	(2.77)	(13.41)
Employee Benefit expenses	20.98	6.34
Bad debts Expenses	1,029.97	14.06
Share of Profit from Firm	(19.53)	(45.01)
Interest Income	(50.78)	(46.56)
<b>Operating profit / (loss) before working capital changes</b>	<b>6,429.03</b>	<b>4,397.42</b>
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	(924.21)	(1,727.97)
Trade receivables	(2,536.67)	(14.98)
Short-term loans and advances	39.47	485.30
Non - Current Financial assets	(0.24)	-
Current Financial assets	50.22	1,752.15
Other current assets	(1,922.76)	0.48
Other Non - current assets	(21.42)	(2.72)
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	916.20	72.87
Other current financial liabilities	(135.34)	311.13
Short-Term Provisions	-	(159.11)
Other current liabilities	(243.42)	-
<b>Changes in working capital</b>	<b>(4,778.18)</b>	<b>717.15</b>
<b>Cash generated from operations</b>	<b>1,650.85</b>	<b>5,114.57</b>
Net income tax (paid) / refunds	(773.37)	(255.56)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>877.48</b>	<b>4,859.01</b>
<b>B. Cash flow from investing activities</b>		
Capital expenditure on fixed assets, including capital advances	(2,237.77)	(341.89)
Addition in Tangible Assets	(1,319.19)	(386.70)
Proceeds on Sale of Tangible Assets	13.71	75.91
Investment in Associates/Subsidiary	0.00	(8.92)
Interest received	51.65	46.56
<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(3,491.61)</b>	<b>(615.04)</b>



# STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MARCH, 2022

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

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
<b>C. Cash flow from financing activities</b>		
Proceeds from Long-term borrowings	1,037.63	528.22
Repayment of long-term borrowings	-	-
Proceeds from other short-term borrowings	2,650.25	(1,270.82)
Repayment of other short-term borrowings	-	-
Lease Liability	(165.64)	(213.09)
Dividend Paid	(147.99)	-
Dividend Distribution Tax	-	-
Finance cost	(1,834.03)	(1,890.71)
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>1,540.23</b>	<b>(2,846.40)</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>	<b>(1,073.90)</b>	<b>1,397.57</b>
Cash and cash equivalents at the beginning of the year	2,688.70	1,291.12
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents	-	-
<b>Cash and cash equivalents at the end of the year</b>	<b>1,614.80</b>	<b>2,688.70</b>
<b>Cash and cash equivalents at the end of the year *</b>		
<b>* Comprises:</b>		
(a) Cash on hand	109.39	1,801.48
(b) Balances with banks		
(i) In current accounts	585.46	120.76
(ii) Short Term Bank Deposits	919.95	766.46
(iii) Balance Held as Margin Money	-	-
	<b>1,614.80</b>	<b>2,688.70</b>

See accompanying notes forming part of the financial statements

In terms of our report attached.  
For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHJT5954

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022

# STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2022

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

## I SHARE CAPITAL

	As at 31.03.2022	As at 31.03.2021
<b>a. Authorised (No. in lakhs)</b>		
300 (March 31, 2021:300) equity shares of ₹ 10/- each	3,000.00	3,000.00
	<b>3,000.00</b>	<b>3,000.00</b>
<b>b. Issued (No. in lakhs)</b>		
295.972 (March 31, 2021: 295.972) equity shares of ₹ 10/- each	2,959.72	2,959.72
(Out of which		
a) 14798600 Equity Shares of ₹ 10 each has been issued during the year 2020-21 as fully paid-up bonus shares by capitalization of securities premium reserves.		
b) 54,01,300 Equity Shares of ₹ 10 each has been issued during the year 2016-17 as fully paid-up bonus shares by capitalization of securities premium reserve.		
c) 35,20,000 Equity shares of ₹ 10 each issued in F.Y.2011-12 as fully paid-up bonus shares by capitalization of securities premium reserve	-	-
	<b>2,959.72</b>	<b>2,959.72</b>
<b>c. Subscribed</b>		
Equity Shares - 14798600 of ₹ 10/- each	-	-
Balance at the beginning of the year	2,959.72	2,959.72
Changes in Equity Share capital during the year	-	-
<b>Balance at the end of the reporting period</b>	<b>2,959.72</b>	<b>2,959.72</b>
<b>d. Reconciliation of the Number of Shares Outstanding</b>		
Shares outstanding as at the beginning of the year	295.97	295.97
Changes during the year	-	-
Shares outstanding as at the end of the year	295.97	295.97
<b>e. Details of each shareholder holding more than 5% of shares:</b>		
<b>Name of the Shareholder</b>	<b>No. of shares held</b>	<b>No. of shares held</b>
Mukta N. Maheshwari	58,65,300	58,65,300
Vinay P Maheshwari	28,77,242	28,77,242
Varun Kabra	22,52,000	22,52,000
Maya Texurisers Pvt Ltd	20,00,000	20,00,000
Amit K.Maheshwari	19,20,000	19,20,000

### Rights and preferences attached to Equity Shares:

- The Company has one class of equity shares having a par value of ₹ 10/- each. Each shareholder is eligible for one vote per share held.
- In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

### Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date

Particulars	For the period five years ended on March 31, 2022	For the period five years ended on March 31, 2021
Equity Shares allotted as bonus shares	2,37,19,900	2,37,19,900

### Shareholding by Promoters:

Promoters Name	No. of Shares	% of total shares	% change during the year
Varun Krishnavtar Kabra	22,52,000	7.61%	
Mukta Maheshwari	58,65,300	19.82%	
Vinay Premnarayan Maheshwari	28,77,242	9.72%	



# STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2022

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

## II OTHER EQUITY

Particulars	Reserves and Surplus		
	Securities Premium Reserve	Retained Earnings	Total
<b>Balance at the end of reporting period 31.03.2020</b>	<b>4,134.21</b>	<b>7,329.26</b>	<b>11,463.47</b>
Profit for the year	-	928.30	928.30
<b>Other Appropriations</b>			
<b>Items of OCI , net of Tax</b>			
Remeasurement of Defined Benefit	-	4.75	4.75
Dividends	-	-	-
Bonus issued	(1,479.86)	-	(1,479.86)
<b>Balance at the end of reporting period 31.03.2021</b>	<b>2,654.35</b>	<b>8,262.30</b>	<b>10,916.65</b>
Profit for the year	-	1,714.92	1,714.92
<b>Other Appropriations</b>			
<b>Items of OCI , net of Tax</b>			
Remeasurement of Defined Benefit	-	15.70	15.70
Dividends	-	(147.99)	(147.99)
Bonus issued	-	-	-
<b>Balance at the end of reporting period 31.03.2022</b>	<b>2,654.35</b>	<b>9,844.93</b>	<b>12,499.28</b>

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHJT5954

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

Place : Vapi  
Date : 28.05.2022

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### Note 1: Corporate information

Maheshwari Logistics Limited ('the Company') was incorporated on 12th October 2006 as a Private Limited Company. During the year 2016, the company was converted from Private Limited Company to Public Limited company with effect from 5th December 2016.

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

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

These standalone financial statements for the year ended March 31, 2022 were approved by the Board of Directors on May 28, 2022.

### Note 2 - Statement of Significant Accounting Policies

The Company has prepared financial statements for the year ended March 31, 2022 in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provision of the act together with the comparative data as at and for the year ended March 31, 2021.

The financial statements are presented in Lakh Rupees which is the functional currency of the company All the financials information is presented in Indian rupees and are rounded to the nearest rupees in lakhs except when otherwise indicated.

#### 2.1 Basis of preparation

The financial statements have been prepared on the historical cost basis, except for:

- (i) certain financial instruments that are measured at fair values at the end of each reporting period;

- (ii) defined benefit plans – plan assets that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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

#### a) Use of estimates and judgements

The preparation of Company's financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of company financial statements and the reported amounts of income and expenses for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. The Company uses the following critical accounting estimates in preparation of its standalone financial statements:

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

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

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

#### c) Fair value measurement

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

- In the principal market for the asset or liability, or



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

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

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

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

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

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

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

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

#### d) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or

services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The Company has generally concluded that it is the principal in its revenue arrangements, since it is the primary obligor in all of its revenue arrangement, as it has pricing latitude and is exposed to inventory and credit risks.

Revenue is stated net of goods and service tax and net of returns, chargebacks, rebates and other similar allowances. These are calculated on the basis of historical experience and the specific terms in the individual contracts.

In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer (if any).

The Company estimates variable consideration at contract inception until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

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

#### e) Cash and cash equivalents

The Company considers all highly liquid investments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

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

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

**f) Financial assets at amortised cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**g) Financial assets at fair value through other comprehensive income**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets. The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in other comprehensive income.

**h) Financial assets at fair value through profit or loss**

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

**i) Income Tax.**

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

**i. Current income tax**

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

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

The Govt. of India had issued the Taxation Laws (Amendment) Act 2019 which provides Domestic Companies an option to pay corporate tax at reduced rates from April 1, 2019 subject to certain conditions. The company intends to opt for lower tax regime. No tax provision has been made for the year in view of losses. The company has recognised consequential impact by reversing deferred tax assets.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### ii. Deferred tax

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

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

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

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

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

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

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

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

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

### j) Property, plant and equipment

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

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

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

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

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

Particulars	Useful Lives
Buildings	30 years
Plants and Equipment	15 years
Office Equipment	05 years
Computer System	03 years
Motor Cars	08 years
Furniture & Fixture	10 years
Office Equipment	05 years

### k) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. Intangible assets are amortised as follows:

#### ➤ Software – 5 years

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

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

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

### m) Investment properties

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

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



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

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

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

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

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

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

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money

and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

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

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

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

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

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### p) Borrowing costs:

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

### q) Leases

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

#### The Company as a lessee:

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

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

The Company determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the

Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

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

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

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

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



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

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

#### The Company as a lessor

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

#### r) Dividend

Dividends paid during the year ended March 31, 2022 include an amount of ₹ 0.50/- per equity share towards final dividend for the year ended March 31, 2021, which resulted in total outflow of ₹ 147.986 Lakhs.

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

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

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

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting

is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liability is disclosed in the case of:

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

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

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

#### u) Employee Benefits

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

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

benefit plan is determined using the projected unit credit method. Liability for gratuity as at the year-end is provided on the basis of actuarial valuation.

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

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

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

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

### v) Financial instruments

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

#### i. Financial assets

##### Initial recognition and measurement

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

##### Subsequent measurement

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

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

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

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

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

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

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

##### Derecognition

When the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

flows in full without material delay to a third party under a 'pass-through' arrangement it evaluates if and to what extent it has retained the risks and rewards of ownership.

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

- The rights to receive cash flows from the asset have expired, or
- Based on above evaluation, either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

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

#### Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for

measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

#### a) Trade receivables that result from transactions those are within the scope of Ind AS 18

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

#### w) Impact of COVID-19 (Pandemic)

The Company has taken into account all the possible impacts of COVID-19 in preparation of these standalone financial statements, including but not limited to its assessment of, liquidity and going concern assumption, recoverable values of its financial and non-financial assets, impact on revenue recognition owing to changes in cost budgets of fixed price contracts, impact on leases and impact on effectiveness of its hedges. The Company has carried out this assessment based on available internal and external sources of information upto the date of approval of these standalone financial statements and believes that the impact of COVID-19 is not material to these standalone financial statements and expects to recover the carrying amount of its assets. The impact of COVID-19 on the standalone financial statements may differ from that estimated as at the date of approval of these standalone financial statements owing to the nature and duration of COVID-19.

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE-3 PROPERTY, PLANT AND EQUIPMENT

Particulars	Leasehold Land	Freehold Land	Road	Buildings	Tube Well	Furniture & Fixtures	Commercial Vehicles	Other Vehicles	Office Equipment	Computer & Printer	Plant & Machinery	Total
<b>At March 31, 2021</b>	<b>19.13</b>	<b>464.21</b>	<b>11.76</b>	<b>1,352.73</b>	<b>0.31</b>	<b>175.65</b>	<b>2,157.07</b>	<b>486.69</b>	<b>119.28</b>	<b>62.37</b>	<b>9,998.22</b>	<b>14,847.42</b>
Additions	-	1.00	-	127.85	-	0.49	206.87	66.30	11.19	4.43	722.35	1,140.48
Disposals	-	5.87	-	-	-	-	49.59	-	-	-	-	55.46
<b>At March 31, 2022</b>	<b>19.13</b>	<b>459.35</b>	<b>11.76</b>	<b>1,480.58</b>	<b>0.31</b>	<b>176.13</b>	<b>2,314.35</b>	<b>552.99</b>	<b>130.47</b>	<b>66.80</b>	<b>10,720.58</b>	<b>15,932.44</b>
Depreciation												
<b>At March 31, 2021</b>	<b>3.51</b>	-	<b>5.30</b>	<b>375.82</b>	<b>0.30</b>	<b>110.29</b>	<b>1,127.80</b>	<b>356.26</b>	<b>95.56</b>	<b>55.22</b>	<b>2,193.45</b>	<b>4,323.50</b>
Charge for the year	0.32	-	1.67	66.76	-	17.30	204.72	52.10	10.85	4.50	659.47	1,017.68
Disposals	-	-	-	-	-	-	44.52	-	-	-	-	44.52
<b>At March 31, 2022</b>	<b>3.83</b>	-	<b>6.97</b>	<b>442.59</b>	<b>0.30</b>	<b>127.59</b>	<b>1,288.00</b>	<b>408.36</b>	<b>106.41</b>	<b>59.71</b>	<b>2,852.92</b>	<b>5,296.67</b>
Net book value												
<b>As at March 31, 2021</b>	<b>15.62</b>	<b>464.21</b>	<b>6.46</b>	<b>976.91</b>	<b>0.02</b>	<b>65.36</b>	<b>1,029.27</b>	<b>130.43</b>	<b>23.72</b>	<b>7.15</b>	<b>7,804.77</b>	<b>10,523.92</b>
<b>As at March 31, 2022</b>	<b>15.30</b>	<b>459.35</b>	<b>4.79</b>	<b>1,038.00</b>	<b>0.02</b>	<b>48.55</b>	<b>1,026.35</b>	<b>144.63</b>	<b>24.06</b>	<b>7.08</b>	<b>7,867.66</b>	<b>10,635.78</b>

\* For property, plant and equipment existing as on the date of transition to Ind AS, i.e., April 01, 2018, the Company has used IGAAP carrying value as deemed costs.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE-4 INTANGIBLE ASSETS

Particulars	Computer Software	Goodwill	Total
<b>Cost*</b>			
<b>At March 31, 2021</b>	<b>19.20</b>	<b>62.38</b>	<b>81.58</b>
Additions	178.71	-	178.71
Disposals	-	62.38	62.38
<b>At March 31, 2022</b>	<b>197.91</b>	<b>-</b>	<b>197.91</b>
<b>Depreciation</b>			
<b>At March 31, 2021</b>	<b>14.00</b>	<b>34.31</b>	<b>48.30</b>
Charge for the year	30.85	28.07	58.92
Disposals	-	62.38	62.38
<b>At March 31, 2022</b>	<b>44.85</b>	<b>-</b>	<b>44.85</b>
<b>Net book value</b>			
<b>As at March 31, 2021</b>	<b>5.21</b>	<b>28.07</b>	<b>33.28</b>
<b>As at March 31, 2022</b>	<b>153.06</b>	<b>-</b>	<b>153.06</b>

### NOTE-5 CAPITAL WORK IN PROGRESS

Particulars	Plant & Machinery	Building	Software Development	Total
<b>Cost*</b>				
<b>At March 31, 2021</b>	<b>281.13</b>	<b>12.07</b>	<b>184.92</b>	<b>478.12</b>
Additions	992.90	17.17	150.42	1,160.49
Disposals	-	-	183.71	183.71
<b>At March 31, 2022</b>	<b>1,274.03</b>	<b>29.25</b>	<b>151.62</b>	<b>1,454.90</b>
<b>Net book value</b>				
<b>As at March 31, 2021</b>	<b>281.13</b>	<b>12.07</b>	<b>184.92</b>	<b>478.12</b>
<b>As at March 31, 2022</b>	<b>1,274.03</b>	<b>29.25</b>	<b>151.62</b>	<b>1,454.90</b>

### CWIP Aging Schedule

At March 31, 2022

CWIP	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
Project In Progress	1,077.10	249.23	119.10	9.46	1,454.90
Projects temporarily suspended	-	-	-	-	-

At March 31, 2021

CWIP	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
Project In Progress	341.88	126.78	9.46	-	478.12
Projects temporarily suspended	-	-	-	-	-

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE- 6 RIGHT TO USE ASSET

Particulars	Security Deposit	** Buildings	Total
<b>Cost*</b>			
<b>At March 31, 2021</b>	<b>98.67</b>	<b>636.62</b>	<b>735.29</b>
Additions	-	-	-
Disposals	-	-	-
<b>At March 31, 2022</b>	<b>98.67</b>	<b>636.62</b>	<b>735.29</b>
<b>Depreciation</b>			
<b>At March 31, 2021</b>	<b>79.97</b>	<b>317.62</b>	<b>397.58</b>
Charge for the year	8.84	135.28	144.12
Disposals	-	-	-
<b>At March 31, 2022</b>	<b>88.81</b>	<b>452.90</b>	<b>541.71</b>
<b>Net book value</b>			
<b>As at March 31, 2021</b>	<b>18.71</b>	<b>319.00</b>	<b>337.71</b>
<b>As at March 31, 2022</b>	<b>9.86</b>	<b>183.72</b>	<b>193.59</b>

\*\* Also refer note no. 32

## NOTE-7 INVESTMENTS IN SUBSIDIARIES

Particulars	Non - Current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Investment in Maheshwari Logistics India LLP	224.40	204.87	-	-
<b>Total</b>	<b>224.40</b>	<b>204.87</b>	<b>-</b>	<b>-</b>

Name of the Firm	Partners	Total Capital as on March 31, 2021	Share in Firm
Investment in Maheshwari Logistics India LLP	Maheshwari Logistics Limited	224.40	99%
	Palash Maheshwari	(6.15)	1%
<b>Total</b>		<b>218.25</b>	<b>100%</b>

## NOTE-8 OTHER FINANCIAL ASSETS

Particulars	Non - Current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Interest Accrued on Deposits	-	-	3.61	4.48
Insurance Claim Receivable	-	-	2.94	53.15
Security Deposits	223.91	223.67	-	-
<b>Total</b>	<b>223.91</b>	<b>223.67</b>	<b>6.55</b>	<b>57.63</b>

## NOTE-9 OTHER ASSETS

Particulars	Non - Current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Deposits with Sales Tax Department	-	0.25	-	-
Gratuity Fund	33.15	11.48	-	-
Balance with government authorities	-	-	1,339.37	904.63
Prepaid Expenses	-	-	76.90	92.57
Other Advances	-	-	368.07	174.50
Advance to suppliers	-	-	1,863.78	118.92
Advance to suppliers - Capital Assets	2,371.32	889.86	-	-
<b>Total</b>	<b>2,404.47</b>	<b>901.59</b>	<b>3,648.11</b>	<b>1,290.61</b>



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE-10 INVENTORIES

Particulars	March 31, 2022	March 31, 2021
Raw Material	7,362.20	5,856.72
Finished Goods	458.50	404.85
Traded Goods	1,102.13	1,737.05
<b>Total</b>	<b>8,922.83</b>	<b>7,998.62</b>

### NOTE-11 SHORT TERM LOANS & ADVANCES

Particulars	March 31, 2022	March 31, 2021
<b>Unsecured, considered good</b>		
Loans & Advance to Employees	118.98	158.45
<b>Total</b>	<b>118.98</b>	<b>158.45</b>

### NOTE-12 TRADE RECEIVABLES

Particulars	March 31, 2022	March 31, 2021
<b>Unsecured, considered good</b>		
Trade Receivables	13,384.69	11,877.99
<b>Total</b>	<b>13,384.69</b>	<b>11,877.99</b>

#### Trade Receivables Aging

March 31, 2022

Particulars	Outstanding for following periods from due date of payments					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	12,163.75	551.36	166.00	409.54	94.05	13,384.69
Undisputed trade receivables-considered doubtful	-	-	-	-	-	-
Disputed trade receivables-considered good	-	-	-	-	-	-
Disputed trade receivables-considered doubtful	-	-	-	-	-	-

At March 31, 2021

Particulars	Outstanding for following periods from due date of payments					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	9,314.74	683.57	611.03	96.94	1,171.72	11,877.99
Undisputed trade receivables-considered doubtful	-	-	-	-	-	-
Disputed trade receivables-considered good	-	-	-	-	-	-
Disputed trade receivables-considered doubtful	-	-	-	-	-	-

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE-13 CASH & CASH EQUIVALENTS

Particulars	March 31, 2022	March 31, 2021
Cash on hand	109.39	1,801.48
<b>Cash &amp; Cash equivalents:</b>		
Current Account	585.46	120.76
<b>Total of Cash on hand</b>	<b>694.85</b>	<b>1,922.24</b>
Unpaid dividend account	0.51	-
<b>Deposits with original Maturity of less than 3 months *</b>		
<b>Bank Balance</b>		
- Deposits with State Bank of India	548.46	508.47
- Deposits with Axis Bank Ltd	347.73	258.00
<b>Deposits with original Maturity of more than 12 months</b>		
- Deposits with State Bank of India	23.25	-
<b>Total of Balances with Bank</b>	<b>919.95</b>	<b>766.46</b>
<b>Grand Total</b>	<b>1,614.80</b>	<b>2,688.70</b>

\* Deposits of ₹ 23.25 lakhs (31.03.2021: ₹ 21 lakhs) are under lien with banks

## NOTE- 14 FINANCIAL LIABILITIES

### NOTE- 14.1 BORROWINGS

Particulars	March 31, 2022	March 31, 2021
<b>Non-current borrowings</b>		
<b>(a) Secured Loans</b>		
Term Loan from Banks	9,035.63	7,359.42
Term Loan from Non Banking Financial Institutions	-	13.50
<b>(b) Unsecured Loans</b>		
Term Loan from Directors, Relatives & Shareholders	-	-
Term Loan from Banks	-	24.56
Term Loan from Non Banking Financial Institutions	-	73.93
From Others	-	526.59
<b>Total non-current borrowings</b>	<b>9,035.63</b>	<b>7,998.01</b>
<b>Current Borrowings</b>		
<b>Working Capital Loans from bank repayable on demand</b>		
Working capital Loan	4,822.44	4,043.12
(This credit Facility is secured by way of 1st Pari Passu charge by way of hypothecation over Stock, receivables and other chargeable current assets (present and future) of the company with other consortium lender and immovable properties by way of 1st pari passu charge with the consortium lender, of the compsnry & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives)	-	-
ICICI Bank Ltd - CC	-	-
AXIS BANK CCA/C VAPI	973.46	34.33
(This credit Facility is secured by way of hypothecation of company's entire stocks, book debts & receivables (present and future), ranking pari passu with other participating bank of consortium and first charge, ranking pari passu with other participating banks by way of equitable mortgage of immovable properties of the compsnry & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives)		
Current maturities of Long-term borrowings	2,630.95	1,699.15
<b>Total current borrowings</b>	<b>8,426.85</b>	<b>5,776.60</b>
<b>Grand Total</b>	<b>17,462.48</b>	<b>13,774.61</b>



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 14.2 LEASE LIABILITIES

Particulars	Non - Current	
	March 31, 2022	March 31, 2021
Lease Liabilities( Refer note 32)	212.17	348.81
<b>Total</b>	<b>212.17</b>	<b>348.81</b>

### NOTE - 15 OTHER CURRENT LIABILITIES

Particulars	March 31, 2022	March 31, 2021
	Statutory Liabilities	811.61
Advance received from Customers	66.14	293.49
Other Liabilities	23.62	39.68
<b>Total</b>	<b>901.36</b>	<b>897.97</b>

### NOTE-16 DEFERRED TAX LIABILITIES (NET)

Particulars	March 31, 2022	March 31, 2021
	On Fixed Asset	736.33
On account of non deductible expenses	8.34	(4.00)
On account of other timing differences	(21.12)	(8.62)
<b>Total</b>	<b>723.55</b>	<b>651.21</b>

### NOTE- 17 OTHER FINANCIAL LIABILITIES

Particulars	Current	
	March 31, 2022	March 31, 2021
Interest accrued and due on borrowings	6.98	100.00
Payable towards purchase of Fixed Assets	308.41	87.94
Unpaid Dividend	0.51	0.18
Other Current Liabilities	1.43	3.42
Employee Benefits	111.30	151.95
<b>Total</b>	<b>428.63</b>	<b>343.50</b>

### NOTE- 18 TRADE PAYABLES

Particulars	March 31, 2022	March 31, 2021
	Total outstanding dues of micro enterprises and small enterprises; and [Refer note 18.1]	48.57
Total outstanding dues of creditors other than micro enterprises and small enterprises	7,750.28	6,505.93
<b>Total</b>	<b>7,798.86</b>	<b>6,882.66</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

#### NOTE- 18.1 MICRO, SMALL AND MEDIUM CREDITORS

Particulars	March 31, 2022	March 31, 2021
a) the principal amount remaining unpaid to any supplier at the end of each accounting year;	48.57	376.72
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	3.16	2.15
The above Disclosure in respect of amount payable to such Enterprises as at 31st March, 2020, has been made in the Financial statement based on information received and available with the Company. Further in view of the management the impact of Interest, if any, that may be payable in accordance with the provision of Act is not expected to be material. The Company has not received any claim for Interest from any MSME Supplier registered under the said MSME Act.	-	-

#### Trade Payables Aging

##### March 31, 2022

Particulars	Outstanding for following periods from due date of payments				Total
	Less than 1 year	1-2 yrs.	2-3 yrs.	More than 3 years	
Undisputed	-	-	-	-	-
MSME	48.57	-	-	-	48.57
Others	7,739.91	8.94	1.25	0.18	7,750.28
Disputed	-	-	-	-	-
MSME	-	-	-	-	-
Others	-	-	-	-	-

##### At March 31, 2021

Particulars	Outstanding for following periods from due date of payments				Total
	Less than 1 year	1-2 yrs.	2-3 yrs.	More than 3 years	
Undisputed	-	-	-	-	-
MSME	376.72	-	-	-	376.72
Others	6,505.90	-	0.04	-	6,505.93
Disputed	-	-	-	-	-
MSME	-	-	-	-	-
Others	-	-	-	-	-



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 19 REVENUE FROM OPERATIONS

Particulars	March 31, 2022	March 31, 2021
Sale of Finished Goods	49,439.05	28,452.78
Sale of Traded Goods	42,375.66	27,625.95
Revenue from Provision of Services	11,651.81	10,964.84
<b>Total</b>	<b>1,03,466.52</b>	<b>67,043.56</b>

### NOTE- 20 OTHER INCOME

Particulars	March 31, 2022	March 31, 2021
Interest Income	50.78	46.56
Rent Income	32.04	(1.49)
Profit on Sale of Assets	2.77	13.41
Foreign Exchange Gain/Loss	112.14	81.85
Share of Profit from Firm	19.53	45.01
Other Income	63.77	1.84
Interest Income on Financial Assets	7.99	37.28
<b>Total</b>	<b>289.03</b>	<b>224.46</b>

### NOTE- 21 COST OF RAW MATERIALS, COMPONENTS AND STORES CONSUMED

Particulars	March 31, 2022	March 31, 2021
Opening Stock of Raw Material	5,856.72	3,451.92
Add: Purchase of Raw Material	41,576.20	22,507.09
	<b>47,432.92</b>	<b>25,959.02</b>
Less: Closing Stock of Raw Material	7,362.20	5,856.72
<b>Raw Material Consumed</b>	<b>40,070.71</b>	<b>20,102.30</b>
<b>Other Related Cost</b>		
Clearing & Forwarding Charges	168.79	134.24
Custom Duty	32.49	0.50
Freight	792.77	735.18
Other Import Expenses	649.83	624.50
<b>Total</b>	<b>41,714.60</b>	<b>21,596.71</b>

### NOTE- 22 PURCHASE OF TRADED GOODS

Particulars	March 31, 2022	March 31, 2021
Coal	28,387.02	18,150.69
Carbonaceous Shale Purchase	6.73	-
Kraft Paper	-	-
Waste Paper	3,160.23	2,019.29
Petcoke	5,068.53	4,912.08
Diesel	316.02	503.60
Lignite Purchase	615.37	-
Freight Inwards	2,072.12	959.39
Others	32.82	-
Custom and Port Charges	1,117.58	598.49
<b>Total</b>	<b>40,776.42</b>	<b>27,143.55</b>

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE- 23 OPERATIONAL EXPENSES RELATING TO PROVISION OF SERVICES

Particulars	March 31, 2022	March 31, 2021
Relating to Lorry Hire Business	10,415.62	9,990.97
Port Service Charges	6.16	-
<b>Total</b>	<b>10,421.78</b>	<b>9,990.97</b>

## NOTE-24 CHANGES IN INVENTORIES OF STOCK IN TRADE

Particulars	March 31, 2022	March 31, 2021
<b>Opening Stock</b>		
(a) <b>Stock in Trade</b>		
Traded Goods	1,737.05	2,587.75
Finished Goods	404.85	230.96
<b>Sub- Total</b>	<b>2,141.90</b>	<b>2,818.72</b>
<b>Closing Stock</b>		
(a) <b>Stock in Trade</b>		
Traded Goods	1,102.13	1,737.05
Finished Goods	458.50	404.85
<b>Sub- Total</b>	<b>1,560.63</b>	<b>2,141.90</b>
<b>Total</b>	<b>581.27</b>	<b>676.82</b>

## NOTE- 25 EMPLOYEE BENEFIT EXPENSES

Particulars	March 31, 2022	March 31, 2021
Salaries, Wages and Bonus	1,199.18	1,100.94
Director Remuneration	110.00	115.00
Contribution to ESIC	5.10	5.41
Contribution to Gratuity Fund [Refer note 36]	18.53	22.25
Contribution to Provident Fund	47.02	48.28
Staff Welfare Expense	34.70	16.21
<b>Total</b>	<b>1,414.54</b>	<b>1,308.08</b>

## NOTE- 26 FINANCE COST

Particulars	March 31, 2022	March 31, 2021
Interest Expense	1,237.19	1,463.45
Other Borrowing costs	596.83	427.25
Interest Expense- Lease Liability	29.00	42.05
<b>Total</b>	<b>1,863.03</b>	<b>1,932.76</b>



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE - 27 OTHER EXPENSES

Particulars	March 31, 2022	March 31, 2021
Auditor's Remuneration [ Refer note 28]	0.75	0.75
Boiler Operation Charges	123.25	112.34
Repairs & Maintenance	169.58	210.88
Power & Fuel	130.17	349.43
Commission	276.43	136.52
Contribution to political party	-	-
Donation	6.13	2.28
CSR Expenditure [ Refer note 29]	41.20	40.92
Bad Debts	1,029.97	14.06
Freight on Sale	141.88	29.69
Insurance Exp	105.51	114.00
Professional Fees	2.58	9.95
Premium on Forward Contract	-	1.70
Rates & Taxes	26.46	21.41
Repairs and Maintenance	309.60	203.07
Interest on delayed payment of taxes	1.29	38.84
Rent Expense	116.21	8.70
Legal and Professional Fees	168.58	119.18
GST ITC Reversal	34.67	22.46
Selling and Distribution Expenses	162.98	50.27
Discount	180.39	268.93
Power & Fuel	61.14	106.41
Travelling & Conveyance Expenses	64.84	12.83
Travelling & Conveyance Expenses (Foreign)	-	-
Telephone & Internet Expenses	19.28	13.37
Other Expenses	222.88	181.92
<b>TOTAL</b>	<b>3,395.76</b>	<b>2,069.88</b>

### NOTE- 28 AUDITOR'S REMUNERATION

Particulars	March 31, 2022	March 31, 2021
<b>(I) Payment to the auditor's comprises of:</b>		
For Statutory Audit	0.75	0.75
<b>Total</b>	<b>0.75</b>	<b>0.75</b>

### NOTE- 29 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY

The particulars of CSR expenditure are as follows:

- (a) Gross amount required to be spent by the company during the year is ₹ 37.31 Lacs (Previous year: Rs 40.82 Lacs)
- (b) Amount spent during the year is ₹ 41.20 lacs (Previous year 40.92 lacs)

Particulars	Disclosed under	2021-22			2020-21		
		Paid	Yet to be paid	Total	Paid	Yet to be paid	Total
(i) Construction/acquisition of assets charged to the statement of profit and loss	-	-	-	-	-	-	-
(ii) For purpose other than (i) above	Note 27	41.20	-	41.20	40.92	-	40.92
<b>Total</b>		<b>41.20</b>	<b>-</b>	<b>41.20</b>	<b>40.92</b>	<b>-</b>	<b>40.92</b>

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## Annexure For FY 2021-2022

Sr. No.	Name of the project	Item from the list of activities in Schedule VII to the Act	Local Area (Y/N)	Location of the Project		Amount Spent in the current financial year	Amount transferred to the Unspent CSR Account for the project as per Section 135(6)	Mode of implementation direct (Y/N)	Mode of implementation through implementing agency	
				State	District				Name	CSR registration number
1	Enhancement of education practices in Brahma kumaris	Promoting Education including special education	Y	Gujarat	Valsad	2.00	N.A.	N	Rajyoga Education and Research Foundation	CSR00000882
2	Enhancement of health care, Empowering Women and Orphans	Promoting health care	N	Maharashtra	Mumbai	30.00	N.A.	N	Omkar Andh Apang Samajik Sanstha	CSR00003196
3	Enhancement of rural health through health camps	Promoting health care	Y	Gujarat	Valsad	5.00	N.A.	N	Shreyas Medicare, Vapi	CSR00008281
4	Empowerment of women through various vocational training courses	Empowering Women	Y	Gujarat	Valsad	0.30	N.A.	N	Maheshwari Seva Samiti	CSR00015915
5	Empowerment of women through various vocational training courses	Empowering Women	Y	Silvassa		3.90	N.A.	N	Maheshwari Mahila Sangathan Trust	CSR00014152
	<b>Total</b>					<b>41.2</b>				

## Annexure For FY 2020-2021

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



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 30 INCOME TAX RECONCILIATION

The major components of income tax expense for the years ended March 31, 2022 and March 31, 2021 are:

(a) Tax Expense recognised in Statement of profit and Loss comprises

Particulars	March 31, 2022	March 31, 2021
<b>Current income tax:</b>		
Current income tax charge	585.43	255.56
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	67.06	80.36
<b>Income tax expense reported in the statement of profit or loss</b>	<b>652.49</b>	<b>335.92</b>

(b) Deferred tax related to items recognised in OCI during in the year:

Particulars	March 31, 2022	March 31, 2021
Net loss/(gain) on remeasurements of defined benefit plans	(5.28)	(1.60)
<b>Income tax charged to OCI</b>	<b>(5.28)</b>	<b>(1.60)</b>

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021:

Particulars	March 31, 2022	March 31, 2021
Accounting profit before income tax	2,367.41	1,264.21
Tax on accounting profit at statutory income tax rate 25.17% (March 31, 2022: ]	595.88	318.20
Non-deductible expenses for tax purposes:	13.69	118.86
Exempt Income	(5.00)	-
Others	47.93	(101.15)
<b>Tax expense reported in the statement of profit or loss</b>	<b>652.49</b>	<b>335.92</b>

(d) Components of Deferred tax assets/ ( Liabilities ) recognised in Balance sheet and Statement of profit and loss

Particulars	Balance sheet		Statement of Profit and Loss	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Difference between Book depreciation and tax depreciation	(736.33)	(663.83)	72.50	51.60
On account of Gratuity	(8.34)	4.00	12.35	(4.00)
On account of other timing differences	12.63	-	(12.63)	22.64
On account of ROU and Lease Liability	4.68	2.79	(1.88)	(2.79)
On account of Financial Instruments	3.81	5.82	2.01	14.50
On account of other comprehensive income	-	-	(5.28)	(1.60)
<b>Deferred Tax Income / (Expense )</b>	<b>-</b>	<b>-</b>	<b>67.06</b>	<b>80.36</b>
<b>Net Deferred Tax Asset / ( Liabilities )</b>	<b>(723.55)</b>	<b>(651.21)</b>	<b>-</b>	<b>-</b>

(e) Reconciliation of deferred tax liabilities (net):

Particulars	March 31, 2022	March 31, 2021
<b>Opening balance as at 1st April</b>	<b>651.21</b>	<b>569.25</b>
Tax (Income)/ Expense during the period recognised in		
(i) Statement of Profit and loss in profit and loss	67.06	80.36
(ii) Statement of Other Comprehensive Income	5.28	1.60
<b>Closing balance as at 31st March</b>	<b>723.55</b>	<b>651.21</b>

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE - 31 EARNINGS PER SHARE

Basic earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31, 2022	March 31, 2021
Profit after tax attributable to equity shareholders	1,714.92	928.30
Weighted average number of equity shares for basic EPS (No. in lakhs)	295.97	295.97
<b>Earnings per Share (Basic / Diluted)</b>	<b>5.79</b>	<b>3.14</b>

### NOTE- 32 LEASES

#### 32.1 Amounts recognised in Balance Sheet

Particulars	Note No.	March 31, 2022	March 31, 2021
<b>(i) Right to use Assets</b>			
Buildings	6	183.72	319.00
<b>Total</b>		<b>183.72</b>	<b>319.00</b>
<b>(ii) Lease Liabilities</b>	14.2	212.17	348.81
<b>Total</b>		<b>212.17</b>	<b>348.81</b>

#### 32.2 Amounts recognised in the statement of profit and loss

Particulars	Note No.	March 31, 2022	March 31, 2021
(i) Depreciation and amortisation expense			
Buildings	6	135.28	169.64
(ii) Interest Expenses (included in finance cost)	26	29.00	42.05
(iii) Expenses relating to lease payments*	27	165.64	213.09

\* Expenses relating to lease payments has been accounted for applying paragraph 6 of Ind AS 116- Leases and accordingly recognised as expense in the statement of profit and loss.

#### 32.3 The impact on the statement of profit and loss for the year ended 31st March, 2022 is as below:

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Rent is lower by	165.64	213.09
Depreciation is higher by	135.28	169.64
Finance cost is higher by	29.00	42.05

The company has discounted lease payments @ 10% p.a

#### 32.4 Additional information on extension / termination options.

Extension and termination options are included in a number of property lease arrangements of the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable based on mutual consent of the Company and respective lessors.



# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE- 33 RELATED PARTY TRANSACTIONS

### (i) Details of Related Party

Particulars	Name of the Party
<b>Subsidiary Companies</b>	Maheshwari Logistics (India) LLP
<b>Enterprise over which the key managerial personnel or relatives of key managerial personnel has significant influence</b>	Maheshwari Brothers, Mahesh Roadways and Maheshwari Developers (Proprietorship of Neeraj Maheshwari)
	Star Developers (Vinay Maheshwari is Partner)
	Maheshwari Infotech LLP (Vinay Maheshwari is Designated Partner)
	Daman Ganga Eco Industrial Park (Neeraj Maheshwari is Partner)
	Daman Ganga Projects (Neeraj Maheshwari is Partner)
	Palash Enterprise ( Proprietorship of Mukta Maheshwari)
	Shubham Enterprise ( Proprietorship of Mahima Maheshwari)
	Raghav Agency ( Proprietorship of Manju Maheshwari)
<b>Enterprise in which Key Managerial Person are Common:</b>	Maya Texturisers Pvt Ltd
	Disha Resources Limited
	Samarth Finstock Limited
<b>Key Managerial Personnel</b>	Varun Krishnaawtar Kabra (Managing Director)
	Vinay Maheshwari (Chairman)
	Amit Maheshwari (Whole Time Director)
	Mukta Maheshwari (Director)
	Mayadevi Krishnaawtar Kabra (Director)
	Vipul Vashi (Director) Upto 13-11-2021
	Neeraj Maheshwari (Chief Executive Officer)
	Pradeep Kumar Dad (Chief Financial Officer)
	Nandula. Vamsikrishna ( Company Secretary)
<b>Relatives of Key Managerial Personnel with whom transactions have been entered</b>	Mahima Maheshwari
	Radhadevi Maheshwari
	Manju Maheshwari
	Maya Maheshwari
	Mamta Rathi
	Kavita Biani
	Gopallalji Kabra
	Ramadevi Kabra
	Krishnaawtar Kabra
	Priya Kabra
	Rachna Maheshwari
	Darshini Vashi
	Krishana Gopal Dad
	Manju Devi Dad
	Shipra Maheshwari
	Darpan Vashi
	Nimish Vashi
	Manish Kabra
	Mahesh Kabra
	Radha Holani
	N V S Sarma
	Nandula. Girja

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

(ii) Table providing total amount of transactions that have been entered into with related parties for the relevant financial year:

Particulars	Year ended	Transactions during the year		Remuneration paid	Service Revenue	Service/Contract Expenses	Advance given	Advance Received Back	Deposit Repaid	Other Income Received	Reimbursement paid	Balances as at the year-end
		Rent Paid	Salary paid									
<b>Related parties where control exists</b>												
Neeraj Maheshwari	31-Mar-22	12.00	24.00	-	-	-	-	-	-	-	-	1.20
	31-Mar-21	12.00	24.00	-	-	-	-	-	-	0.15	-	1.61
Amit Maheshwari	31-Mar-22	-	-	36.00	-	-	-	-	-	-	-	1.96
	31-Mar-21	-	-	36.00	-	-	-	-	-	-	-	1.95
Manju Maheshwari	31-Mar-22	-	-	-	30.00	-	-	-	-	-	-	(0.72)
	31-Mar-21	-	-	-	30.00	-	-	-	-	-	-	1.96
Mayadevi Kabra	31-Mar-22	-	-	-	-	-	-	-	390.00	-	-	-
	31-Mar-21	-	-	-	-	-	-	-	-	-	-	-
Varun Kabra	31-Mar-22	-	-	36.00	-	-	5.10	5.10	-	-	-	2.24
	31-Mar-21	-	-	36.00	-	-	-	-	-	-	1.13	5.33
Mahima Maheshwari	31-Mar-22	12.00	-	-	-	-	-	-	-	0.15	-	-
	31-Mar-21	12.00	-	-	-	-	-	-	449.00	-	-	3.67
MILLEMPLOYEE FELLOWARE TRUST	31-Mar-22	-	-	-	-	-	315.80	-	-	-	-	(361.00)
	31-Mar-21	-	-	-	-	-	45.20	-	-	-	-	(45.20)
Vinay Maheshwari	31-Mar-22	-	-	24.00	-	-	-	-	-	-	-	-
	31-Mar-21	-	-	24.00	-	-	-	-	-	0.15	-	-
Mukta Maheshwari	31-Mar-22	12.00	-	-	-	-	-	-	-	-	-	0.90
	31-Mar-21	12.00	-	-	-	-	-	-	-	0.15	-	0.93
Pradeep Kumar Dad	31-Mar-22	-	13.00	-	-	-	-	-	-	-	-	-
	31-Mar-21	-	12.00	-	-	-	-	-	-	-	-	0.60
Shipra Maheshwari	31-Mar-22	-	8.39	-	-	-	-	-	-	-	-	0.57
	31-Mar-21	-	4.68	-	-	-	2.94	-	-	-	-	0.57
Vipul R. Vashi	31-Mar-22	-	-	14.00	-	-	-	-	-	-	-	-
	31-Mar-21	-	-	19.10	-	-	-	-	-	-	-	1.24
Darshini V Vashi	31-Mar-22	-	-	-	-	10.50	-	-	-	-	-	-
	31-Mar-21	-	-	-	-	13.50	-	-	-	-	-	1.14
Darpan V Vashi	31-Mar-22	-	-	-	-	7.00	-	-	-	-	-	-
	31-Mar-21	-	-	-	-	12.00	-	-	-	-	-	0.99
Maheshwari Logistics LLP	31-Mar-22	-	-	-	319.36	1,247.67	-	-	-	-	-	224.40
	31-Mar-21	-	-	-	544.39	1,253.75	-	-	-	-	-	204.97
Nandula. Vamsikrishna	31-Mar-22	-	6.48	-	-	-	-	-	-	-	-	0.47
	31-Mar-21	-	3.00	-	-	-	-	-	-	-	-	0.47



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE-34 CONTINGENT LIABILITY

Particulars	March 31, 2022	March 31, 2021
a) Bank Guarantees	15.00	-
b) Letter of Credit	1,493.46	1,182.60
<b>Total</b>	<b>1,508.46</b>	<b>1,182.60</b>

- c) In Last year the company has received an order from the Commissioner of Customs, Ahmedabad, with reference to Indonesian Steam Non Coking Coal imported in Year 2012-13, alleging that the Company has misclassified imported coal and thereby wrongly availed benefit of exemption Notification 12/2012 and had led to short levy of custom duty amounting to ₹ 63,44,690/-. The Commissioner had raised the demand of ₹ 81,61,071/- including Interest and Penalty.

Against the said order, the Company had filed an appeal with the Customs, Excise & Service Tax Appellant Tribunal, Ahmedabad.

The Company believes that in appeal the disallowances of the benefit will be either deleted or will get substantial relief and hence it believes that no provision is required.

### NOTE- 35 DIVIDENDS

Particulars	March 31, 2022	March 31, 2021
<b>The following dividends were declared and paid by the company</b>		
Interim Dividend	-	-
Final Dividend	147.99	-
Dividend Distribution Tax	-	-
<b>Total</b>	<b>147.99</b>	<b>-</b>

### NOTE- 36 SEGMENT INFORMATION

The Company publishes this financial statement along with the consolidated financial statements. In accordance with Ind AS 108, Operating Segments, the Company has disclosed the segment information in the consolidated financial statements.

### NOTE- 37 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE

#### Assets and Liability (Balance Sheet Position)

Particulars	As on March 31, 2022	As on March 31, 2021
Present Value of Obligation	89.74	88.73
Fair Value of Plan Assets	122.89	100.20
Surplus / (Deficit)	-	-
Effects of Asset Ceiling, if any	-	-
<b>Net (Asset) / Liability</b>	<b>(33.15)</b>	<b>(11.47)</b>

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
In Income Statement	18.53	22.25
In Other Comprehensive Income	(20.98)	(6.34)
<b>Total Expenses Recognized during the period</b>	<b>(2.45)</b>	<b>15.90</b>

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## Graphical Representation of Liability and Expenses

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
<b>Present Value of Obligation as at the beginning</b>	<b>88.73</b>	<b>68.42</b>
Current Service Cost	19.88	23.48
Interest Expense or Cost	6.03	4.65
Re-measurement (or Actuarial) (gain) / loss arising from:	-	-
- change in demographic assumptions	-	-
- change in financial assumptions	-	-
- experience variance (i.e. Actual experience vs assumptions)	(22.42)	(7.83)
- others	-	-
Past Service Cost	-	-
Effect of change in foreign exchange rates	-	-
Benefits Paid	(2.49)	-
Acquisition Adjustment	-	-
Effect of business combinations or disposals	-	-
<b>Present Value of Obligation as at the end</b>	<b>89.74</b>	<b>88.73</b>

## Expenses Recognised in the Income Statement

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
<b>Fair Value of Plan Assets as at the beginning</b>	<b>100.20</b>	<b>77.43</b>
Investment Income	-	-
Employer's Contribution	19.23	18.37
Employee's Contribution	-	-
Benefits Paid	(2.49)	-
Return on plan assets, excluding amount recognised in net interest expense	7.38	5.89
Acquisition Adjustment	-	-
Actuarial (losses) or Gain	(1.43)	(1.48)
<b>Fair Value of Plan Assets as at the end</b>	<b>122.89</b>	<b>100.20</b>

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
<b>Effect of Asset Ceiling at the beginning</b>	<b>-</b>	<b>-</b>
Interest Expense or Cost (to the extent not recognised in net interest expense)	-	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
<b>Effect of Asset Ceiling at the end</b>	<b>-</b>	<b>-</b>

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
Current Service Cost	19.88	23.48
Past Service Cost	-	-
Loss / (Gain) on settlement	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)"	-1.35	1.24
<b>Expenses Recognised in the Income Statement</b>	<b>18.53</b>	<b>22.25</b>



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
Actuarial (gains) / losses	-	(7.83)
- change in demographic assumptions	-	-
- change in financial assumptions	-	-
- experience variance (i.e. Actual experience vs assumptions)	(22.42)	-
- others	-	-
Return on plan assets, excluding amount recognised in net interest expense	1.43	1.48
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>(20.98)</b>	<b>(6.34)</b>

### Major categories of Plan Assets (as percentage of Total Plan Assets)

Particulars	As on March 31, 2022	As on March 31, 2021
Government of India securities	-	-
State Government securities	-	-
High quality corporate bonds	-	-
Equity shares of listed companies	-	-
Property	-	-
Special Deposit Scheme	-	-
Funds managed by Insurer	100%	100%
Bank balance	-	-
Other Investments	-	-
<b>Total</b>	<b>100%</b>	<b>100%</b>

### Actuarial Assumptions

We have used actuarial assumptions selected by the Company. The Company has been advised that the assumptions selected should be unbiased and mutually compatible and should reflect the Company's best estimate of the variables of the future. The Company has also been advised to consider the requirements of Para 144 of Ind AS19 in this regard.

#### (i) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

Particulars	As on March 31, 2022	As on March 31, 2021
Discount rate (per annum)	6.80%	6.80%
Salary growth rate (per annum)	7.00%	7.00%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/ rates available on applicable bonds as on the current valuation date

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### (ii) Demographic Assumptions

The principal demographic assumptions used in the valuation are shown in the table below:

Particulars	As on March 31, 2022	As on March 31, 2021
Mortality rate (% of IALM 06-08)	100%	100%
Normal retirement age	60 Years	60 Years
Attrition / Withdrawal rates, based on age: (per annum)		
Upto 30 years	5.00%	5.00%
31-44 years	5.00%	5.00%
Above 44 years	1.00%	1.00%

### (iii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	March 31, 2022	March 31, 2021
Defined Benefit Obligation (Base)	89.74	88.73

### NOTE-38 (A) CATEGORY WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

Particulars	Non Current		Current	
	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
<b>Financial Assets measured at Fair value through Other Comprehensive Income</b>				
Investment in quoted instruments	-	-	-	-
<b>Total</b>	-	-	-	-

#### Financial assets measured at Amortized cost

Particulars	Non Current		Current	
	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
Security Deposits, unsecured and considered good	223.91	223.67	-	-
Loans to employees	118.98	158.45	-	-
Trade Receivables	13,384.69	11,877.99	-	-
Cash and Cash Equivalents	-	-	1,614.79	2,688.70
<b>Total</b>	<b>13,727.57</b>	<b>12,260.10</b>	<b>1,614.79</b>	<b>2,688.70</b>

#### Financial Liabilities measured at Amortized cost

Particulars	Non Current		Current	
	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
Borrowings	17,462.48	13,774.61	-	-
Trade payables	7,798.86	6,882.66	-	-
<b>Total</b>	<b>25,261.34</b>	<b>20,657.27</b>	-	-



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE 38 (B) FAIR VALUE HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities

As at 31.03.2022	Fair value hierarchy			
Financial Assets / Financial Liabilities	Fair Value as at 31.03.2022	Quoted Prices in active markets (Level 1)	Significant observable Inputs ( Level 2)	Significant unobservable Inputs ( Level 3)
<b>Financial Assets measured at Fair value through other comprehensive income</b>				
Investments in quoted equity shares	-	-	-	-
<b>Financial Assets measured at Fair value through Profit and Loss</b>				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
<b>Financial Liability measured at Fair value through Profit and Loss</b>	-	-	-	-
<b>As at 31.03.2021</b>	<b>Fair value hierarchy</b>			
<b>Financial Assets / Financial Liabilities</b>	<b>Fair Value as at 31.03.2021</b>	<b>Quoted Prices in active markets (Level 1)</b>	<b>Significant observable Inputs ( Level 2)</b>	<b>Significant unobservable Inputs ( Level 3)</b>
<b>Financial Assets measured at Fair value through other comprehensive income</b>				
Investments in quoted equity shares	-	-	-	-
<b>Financial Assets measured at Fair value through Profit and Loss</b>				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
<b>Financial Liability measured at Fair value through Profit and Loss</b>	-	-	-	-

The fair value of financial asset and liabilities measured at amortised cost approximate there fair values

### NOTE- 39 FINANCIAL RISK MANAGEMENT

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments.

Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

#### (i) Foreign Currency Risk

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas , and purchases from overseas suppliers in various foreign currencies

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### Foreign currency exposure as at 31 March 2021

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	5.03	5.03

### Foreign currency exposure as at 31 March 2022

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	-	-

### Foreign currency sensitivity

Particulars	2021-22		2020-21	
	1 % Increase	1 % Increase	1 % decrease	1 % decrease
USD	-	-	(0.05)	0.05
<b>Increase \ (Decrease) in profit or loss</b>	<b>-</b>	<b>-</b>	<b>(0.05)</b>	<b>0.05</b>

### (ii) Equity Price Risk

There are no company's investment in publicly traded companies, quoted instruments like mutual funds.

### (iii) Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition.

It considers available reasonable and supportive forwarding-looking information such as :

- (i) Actual or expected significant adverse changes in business,
- (ii) Actual or expected significant changes in the operating results of the counterparty,
- (ii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- (iv) Significant increases in credit risk on other financial instruments of the same borrower
- (v) Significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### Exposure to credit risk

Particulars	As at March 31, 2022	As at March 31, 2021
Security Deposits , unsecured and considered good	223.91	223.67
Loans to employees	118.98	158.45
Trade Receivables	13,384.69	11,877.99
Cash and Cash Equivalents	1,614.79	2,688.70

### (iv) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

#### Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

As at 31 March 2022	Less than one year	1 to 5 years	Over 5 years	Total
Vehicle loan (Including Auto Loan)	446.33	588.92	-	1,035.25
Other Loan	2,184.61	6,929.86	1,516.85	10,631.32
Lease Liability	-	212.17	-	212.17
Trade payables	7,788.49	10.37	-	7,798.86
Other financial liabilities	428.63	-	-	428.63
<b>Total</b>	<b>10,848.06</b>	<b>7,741.32</b>	<b>1,516.85</b>	<b>20,106.23</b>

As at 31 March 2021	Less than one year	1 to 5 years	Over 5 years	Total
Vehicle loan (Including Auto Loan)	481.52	711.81	-	1,193.33
Other Loan	1,217.63	4,857.77	1,901.84	7,977.24
Lease Liability	-	348.81	-	348.81
Trade payables	6,882.62	0.04	-	6,882.66
Other financial liabilities	343.50	-	-	343.50
<b>Total</b>	<b>8,925.28</b>	<b>5,918.42</b>	<b>1,901.84</b>	<b>16,745.54</b>

### (v) Capital management

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves.

The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The company does not have gearing as its cash and reserves are substantial to cover up borrowings.

# NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE- 40 BORROWING ON BASIS OF CURRENT ASSETS

The company has made borrowing from Banks or Financial Institution on the basis of security of current assets, and the quarterly return or statement of current assets filed are in agrrement with the books of accounts

## NOTE- 41 RATIOS

Sr. No.	Ratios	Formulae	Mar-22	Mar-21	% change	Reason
1	Debt equity ratio	Total borrowings/Total equity (In times)	1.14	1.02	12.33%	
2	Debt service coverage ratio (DSCR)	Net Operating Income/ Debt Service (In times)	0.0002938	0.0002551	15.15%	
3	Current Ratio	Current Assets/ Current liabilities (In times)	1.58	1.73	-8.90%	
4	Trade Receivables Turnover Ratio	Net Credit Sales / Average Accounts Receivable (In times)	8.19	5.64	45.12%	Revenue Growth after recovery from Covid 19 resulted in an improvement in ratio
5	Tarde Payables Turnover Ratio	Net Credit Purchase / Average Accounts Payable (In times)	5.55	3.96	40.10%	In line to Revenue Growth purchase also increased so it resulted in an changes in ratio
6	Net profit margin (%)	Revenue - Cost / Revenue (In percentage)	1.66	1.38	19.71%	
7	Inventory turnover ratio	Cost Of Goods Sold / ((Beginning Inventory + Ending Inventory) / 2) (In times)	11.05	8.42	31.24%	Revenue Growth after recovery from Covid 19 resulted in an improvement in ratio
8	Net Capital Turnover Ratio	Net annual sales / Working capital (In times)	10.20	6.59	54.80%	Revenue growth along with higher efficiency on working capital improvement has resulted in an improvement in the ratio
9	Return on Equity	Net income / Average shareholder's equity ( In percentage)	11.69%	6.92%	68.90%	Revenue growth along with higher Margin in Coal Business improvement has resulted in an improvement in the ratio
10	Return on Capital Emoployed	EBIT/Capital Employed	16.87%	14.62%	15.39%	
11	Return on Investment	Net Return on Investments/ Cost of Investments (In percentage)	8.70%	21.97%	-60.39%	Revenue in Subsidiary Company has been decreased so it resulted in change in ratio

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHJT5954

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022

**CONSOLIDATED**  
**FINANCIAL**  
**STATEMENTS**

# INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF  
MAHESHWARI LOGISTICS LIMITED**

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

### **Opinion**

We have audited the accompanying Ind AS consolidated financial statements of **MAHESHWARI LOGISTICS LIMITED** (the "Company") and its subsidiaries (the Company and its subsidiaries together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2022, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements, give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2022 and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in

equity and their consolidated cash flows for the year ended on that date.

### **Basis for Opinion**

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

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

<b>Sr. No</b>	<b>Key Audit Matters</b>	<b>Auditor's Response</b>
1.	<p><b>Internal Controls with respect to the Cash Transactions in</b></p> <p>Business:</p> <p>The Company has been doing Significant Amount of Transactions in Cash. Also Company is engaged in business of Transport which involves majority dealing in cash and by its offices at various places.</p>	<p><b>Procedure performed by Auditor:</b></p> <p>Besides obtaining an understanding of Management's processes and controls with regards to testing the internal controls, our procedure included the following:</p> <p>a) We understood the internal control applied by the management in process of collection of the revenue receipts and payment thereof.</p> <p>b) We further understood the methodology of day end closure method adopted by the management and the collection and deposits of the cash by the branches and the reporting thereof.</p> <p>c) We walked through the controls adopted and the methodology followed by the management regarding the same.</p>



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

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

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

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

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

### **Management's Responsibilities for the Consolidated Financial Statements**

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

whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which

are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) Planning the scope of our audit work and in evaluating the results of our work; and
- (ii) To evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the

planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

#### Other Matters

The consolidated Financial Results include the unaudited Financial Results of:

- a. A subsidiary, whose Financial Statements reflect Group's share of total assets of ₹ 4,05,64,152 as at 31st March, 2022, Group's share of total revenue of ₹ 15,89,75,903 and Group's share of total net profit after tax of ₹19,72,948 for the year ended 31st March, 2022, as considered in the consolidated Financial Results,

The amount incorporated in consolidated financial statements are taken from audited Financial Statements.

Our opinion on the consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the Financial Results/financial information certified by the Board of Directors.

#### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements



have been kept so far as it appears from our examination of those books.

- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Company as on March 31, 2022 taken on record by the Boards of Directors of the Company and its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as

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

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
  - Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.

**For NPV & ASSOCIATES**  
Chartered Accountants  
Firm Regn. No. - 129408W

**Milan Chitalia**  
Partner

Place: Mumbai  
Date: 28/05/2022

(Membership No. 112275)  
UDIN: 22112275ANPHSC2331

## **ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Maheshwari Logistics Limited of even date)

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls over financial reporting of Maheshwari Logistics Limited (hereinafter referred to as the “Company”) and its subsidiaries (the Company and its subsidiaries together referred to as the “Group”), which are companies incorporated in India, as of that date.

### **Management’s Responsibility for Internal Financial Controls**

The respective Boards of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”) and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note

require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India.

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

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

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorization of management and directors of the company; and



- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For NPV & ASSOCIATES**  
Chartered Accountants  
Firm Regn. No. - 129408W

**Milan Chitalia**  
Partner  
(Membership No.112275)  
UDIN: 22112275ANPHSC2331

Place: Mumbai  
Date:28/05/2022

# CONSOLIDATED BALANCE SHEET

as at March 31, 2022

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

Particulars	Notes	March 31, 2022	March 31, 2021
<b>ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, plant and equipment	3	10,635.78	10,523.92
(b) Right to Use Asset	6	193.59	337.71
(c) Capital Work in progress	5	1,303.27	293.20
(d) Intangible Assets	4	153.06	33.28
(e) Intangible Assets under development		151.62	184.92
(f) Financial Assets			
- Other Financial Assets	7	223.91	223.67
(g) Other non-current assets	8	2,404.47	901.59
<b>Total Non Current assets</b>		<b>15,065.71</b>	<b>12,498.28</b>
<b>(2) Current assets</b>			
(a) Inventories	9	8,922.83	7,998.62
(b) Financial Assets			
- Loans & Advances	10	119.58	159.06
- Trade receivables	11	13,422.53	11,962.12
- Cash and cash equivalents	12	705.01	1,957.64
- Bank balances other than (iii) above	12	924.69	771.46
- Other Financial Assets	7	6.55	57.63
(c) Other current assets	8	3,704.09	1,353.51
<b>Total Current assets</b>		<b>27,805.28</b>	<b>24,260.04</b>
<b>TOTAL ASSETS</b>		<b>42,870.98</b>	<b>36,758.31</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity share capital	SOCE-I	2,959.72	2,959.72
(b) Other equity	SOCE-II	12,499.28	10,916.66
Equity attributable to owners of the Company		15,459.00	13,876.38
Non - Controlling Interest		(6.16)	1.58
<b>Total Equity</b>		<b>15,452.85</b>	<b>13,877.96</b>
<b>LIABILITIES</b>			
<b>(1) Non-current liabilities</b>			
(a) Financial Liabilities	13		
- Borrowings	13.1	9,035.63	7,998.01
- Lease Liability	13.2	212.17	348.81
(b) Provisions		-	-
(c) Deferred tax Liabilities	15	723.55	651.21
(d) Other non-current liabilities	14	-	-
<b>Total Non-Current Liabilities</b>		<b>9,971.36</b>	<b>8,998.03</b>
<b>(2) Current liabilities</b>			
(a) Financial liabilities			
- Borrowings	13	8,426.85	5,776.60
- Trade payables	17	-	-
- Total outstanding of micro enterprises and small enterprises		48.57	376.72
- Total outstanding of creditors other than micro enterprises and small enterprises		7,621.43	6,456.72
- Other financial liabilities	16	428.63	345.44
(b) Provisions		-	-
(c) Other current liabilities	14	921.29	926.84
<b>Total Current Liabilities</b>		<b>17,446.78</b>	<b>13,882.32</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>42,870.98</b>	<b>36,758.31</b>
<b>Summary of significant accounting policies</b>	<b>2</b>		

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHSC2331

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022



# CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2022

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

Particulars	Notes	March 31, 2022	March 31, 2021
<b>Income</b>			
Revenue from operations	18	1,03,488.97	67,618.52
Other income	19	269.77	179.46
<b>Total Income</b>		<b>1,03,758.74</b>	<b>67,797.97</b>
<b>Expenses</b>			
Cost of raw materials, components and stores consumed	20	41,702.03	21,596.71
Purchases of Stock-in-Trade	21	40,776.42	27,143.55
Operational Expenses relating to Provision Of Services	22	10,385.64	10,473.59
(Increase)/ decrease in inventories	23	581.27	676.82
Employee benefits expense	24	1,435.07	1,329.39
Other expenses	26	3,418.26	2,075.39
<b>Total Expenses</b>		<b>98,298.68</b>	<b>63,295.44</b>
<b>Earnings before Interest, Tax, Depreciation and Amortization</b>			
		<b>5,460.06</b>	<b>4,502.53</b>
Depreciation and amortization expense		1,220.73	1,285.04
Finance costs	25	1,863.11	1,932.96
<b>Profit before tax</b>		<b>2,376.22</b>	<b>1,284.53</b>
<b>Tax expense</b>			
Current tax		594.05	275.42
Deferred tax		67.06	80.36
<b>Total tax expense</b>		<b>661.11</b>	<b>355.78</b>
<b>Profit for the year</b>		<b>1,715.11</b>	<b>928.75</b>
<b>Other comprehensive income</b>			
<b>(A) Items that will not to be reclassified to profit or loss in subsequent periods:</b>			
(a) (i) Re-measurement gains/ (losses) on defined benefit plans (Refer Note 36)		20.98	6.34
(ii) Income tax relating to above		(5.28)	(1.60)
(b) (i) Net fair value gain/(loss) on investments in equity through OCI		-	-
<b>(B) Items that will be reclassified to profit or loss in subsequent periods:</b>			
(a) (i) Exchange differences on translation of foreign operations		-	-
Other comprehensive income ('OCI')		15.70	4.75
<b>Total comprehensive income for the year (comprising profit and OCI for the year)</b>		<b>1,730.81</b>	<b>933.50</b>
<b>Earnings per equity share</b>			
Basic (₹)	30	5.79	3.14
Diluted (₹)	30	5.79	3.14
Summary of significant accounting policies	2.1		

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHSC2331

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

**(Vinay Maheshwari)**  
Chairman  
DIN: 01680099

**(Pradeep Kumar Dad)**  
Chief Financial Officer

Place: Vapi  
Date: 28.05.2022

**(Neeraj Maheshwari)**  
CEO

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

# CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MARCH, 2022

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

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
<b>A. Cash flow from operating activities</b>		
Net Profit / (Loss) before extraordinary items and tax	2,376.22	1,284.53
<b>Adjustments for:</b>		
Depreciation and amortisation	1,220.73	1,285.04
Interest & Financial exp.	1,863.11	1,932.96
(Profit)/Loss on sale of fixed Assets	(2.77)	(13.41)
Employee Benefit Expenses	20.98	6.34
Bad debts Expenses	1,029.97	14.06
Interest Income	(50.78)	(46.56)
<b>Operating profit / (loss) before working capital changes</b>	<b>6,457.45</b>	<b>4,462.96</b>
<b>Changes in working capital:</b>		
<b>Adjustments for (increase) / decrease in operating assets:</b>		
Inventories	(924.21)	(1,727.97)
Trade receivables	(2,490.37)	(331.19)
Short-term loans and advances	39.48	445.31
Current Financial assets	47.93	1,752.15
Non current Financial assets	(0.24)	-
Other current assets	(1,971.85)	0.48
Other Non - current assets	(21.42)	(2.72)
<b>Adjustments for increase / (decrease) in operating liabilities:</b>		
Trade payables	836.56	242.95
Other current Financial liabilities	83.20	311.34
Other Long Term Liabilities	-	-
Short-Term Provisions	-	(147.03)
Long-Term Provisions	-	-
Other non - current liabilities	(240.72)	-
Employee Benefit Expenses	-	-
	<b>(4,641.67)</b>	<b>543.30</b>
<b>Cash generated from operations</b>	<b>1,815.79</b>	<b>5,006.26</b>
Net income tax (paid) / refunds	(735.32)	(275.42)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>1,080.47</b>	<b>4,730.85</b>
<b>B. Cash flow from investing activities</b>		
Capital expenditure on fixed assets, including capital advances	(2,458.24)	(341.89)
Addition in Tangible Assets	(1,319.19)	(386.70)
Proceeds on Sale of Tangible Assets	13.71	75.91
Investment in Associates/Subsidiary	-	-
Interest received	51.65	46.56
<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(3,712.08)</b>	<b>(606.12)</b>



# CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MARCH, 2022

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

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
<b>C. Cash flow from financing activities</b>		
Proceeds from Long-term borrowings	1,037.63	528.22
Repayment of long-term borrowings	-	-
Proceeds from other short-term borrowings	-	-
Repayment of other short-term borrowings	2,650.25	(1,270.82)
Lease Liability	(165.64)	(213.09)
Dividend Paid	(147.99)	-
Withdrawal by non - controlling Interest	(7.94)	-
Finance cost	(1,834.10)	(1,890.91)
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>1,532.20</b>	<b>(2,846.61)</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>	<b>(1,099.40)</b>	<b>1,278.12</b>
Cash and cash equivalents at the beginning of the year	2,729.10	1,450.97
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents	-	-
<b>Cash and cash equivalents at the end of the year</b>	<b>1,629.70</b>	<b>2,729.10</b>
<b>Cash and cash equivalents at the end of the year *</b>		
<b>* Comprises:</b>		
(a) Cash on hand	115.35	1,834.88
(b) Balances with banks		
(i) In current accounts	589.66	122.76
(ii) Short Term Bank Deposits	924.69	771.46
(iii) Balance Held as Margin Money	-	-
	<b>1,629.70</b>	<b>2,729.10</b>

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHSC2331

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2022

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

## I SHARE CAPITAL

	As at 31.03.2022	As at 31.03.2021
<b>a. Authorised (No. in lakhs)</b>		
300 ( March 31,2021:300) equity shares of ₹10/- each	3,000.00	3,000.00
	<b>3,000.00</b>	<b>3,000.00</b>
<b>b. Issued (No. in lakhs)</b>		
295.972 (March31, 2021: 295.972 ) equity shares of ₹ 10/- each	2,959.72	2,959.72
(Out of which		
a) 14798600 Equity Shares of ₹ 10 each has been issued during the year 2020-21 as fully paid-up bonus shares by capitalization of securities premium reserves.		
b) 54,01,300 Equity Shares of ₹ 10 each has been issued during the year 2016-17 as fully paid-up bonus shares by capitalization of securities premium reserve.		
c) 35,20,000 Equity shares of ₹ 10 each issued in FY.2011-12 as fully paid-up bonus shares by capitalization of securities premium reserve)	-	-
	<b>2,959.72</b>	<b>2,959.72</b>
<b>c. Subscribed</b>		
Equity Shares - 14798600 of ₹ 10/- each		
Balance at the beginning of the year	2,959.72	2,959.72
Changes in Equity Share capital during the year		
<b>Balance at the end of the reporting period</b>	<b>2,959.72</b>	<b>2,959.72</b>
<b>d. Reconciliation of the Number of Shares Outstanding</b>		
Shares outstanding as at the beginning of the year	295.97	295.97
<b>Changes during the year</b>		
Shares outstanding as at the end of the year	295.97	295.97
<b>e. Details of each shareholder holding more than 5% of shares:</b>		
<b>Name of the Shareholder</b>	<b>No. of shares held</b>	<b>No. of shares held</b>
Mukta N. Maheshwari	58,65,300	58,65,300
Vinay P Maheshwari	28,77,242	28,77,242
Varun Kabra	22,52,000	22,52,000
Maya Texurisers Pvt Ltd	20,00,000	20,00,000
Amit K.Maheshwari	19,20,000	19,20,000

### Rights and preferences attached to Equity Shares:

- The Company has one class of equity shares having a par value of ₹ 10/- each. Each shareholder is eligible for one vote per share held.
- In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

### Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date

Particulars	For the period five years ended on March 31, 2022	For the period five years ended on March 31, 2021
Equity Shares allotted as bonus shares	2,37,19,900	2,37,19,900

### Shareholding by Promoters:

Promoters Name	No. of Shares	% of total shares	% change during the year
Varun Krishnavtar Kabra	22,52,000	7.61%	
Mukta Maheshwari	58,65,300	19.82%	
Vinay Premnarayan Maheshwari	28,77,242	9.72%	



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH, 2022

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

## II OTHER EQUITY

Particulars	Reserves and Surplus				
	Securities Premium Reserve	Retained Earnings	Total attributable to owners of the parent	Total attributable to non- controlling interests	Total
<b>Balance at the end of reporting period 31.03.2020</b>	<b>4,134.21</b>	<b>7,329.39</b>	<b>11,463.47</b>	<b>0.13</b>	<b>11,463.60</b>
Profit for the year	-	928.75	928.30	0.45	928.75
Other Appropriations					
<b>Items of OCI , net of Tax</b>					
Remeasurement of Defined Benefit	-	4.75	4.75	-	4.75
Dividends	-	-	-	-	-
Bonus issued	(1,479.86)	-	(1,479.86)	-	(1,479.86)
<b>Balance at the end of reporting period 31.03.2021</b>	<b>2,654.35</b>	<b>8,262.89</b>	<b>10,916.66</b>	<b>0.58</b>	<b>10,917.24</b>
Profit for the year	-	1,715.11	1,714.92	0.20	1,715.11
Other Appropriations					
<b>Items of OCI , net of Tax</b>					
Remeasurement of Defined Benefit	-	15.70	15.70	-	15.70
Dividends	-	-	(147.99)	-	(147.99)
Bonus issued	-	-	-	-	-
<b>Balance at the end of reporting period 31.03.2022</b>	<b>2,654.35</b>	<b>9,993.70</b>	<b>12,499.28</b>	<b>0.78</b>	<b>12,500.07</b>

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHSC2331

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE-1 GROUP OVERVIEW

#### 1.1 The Group Overview

The Group, Maheshwari Logistics Limited (MLL) and its subsidiary, majorly are into the business of carriers/transporters dealing in Papers, Board, M.G.Kraft Paper, Waste Paper, Kraft Paper, Writing Papers and all other Papers and Dealing in coal and Lignite etc.

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

### NOTE-2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 Statement of Compliance

The Group has prepared its consolidated financial statements for the year ended March 31, 2022 in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) together with the comparative period data as at and for the year ended March 31, 2018. Further, the Group has prepared the opening consolidated balance sheet as at April 01, 2018 (the transition date) in accordance with Ind AS.

For all the periods up to the year ended March 31, 2018, the Group had prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended).

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

#### 2.2 Basis of preparation and presentation

These financial statements for the year ended March 31, 2022 are the second financial statements, the Group has prepared in accordance with Ind AS.

The financial statements have been prepared on the historical cost basis, except for:

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

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

#### a) Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent Company, and its subsidiaries. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance

The financial statements of the Group companies are consolidated on a line-by-line basis and intra-Group balances, transactions including unrealised gain / loss from such transactions and cash flows relating to transactions between members of the Group are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group.



# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### b) Current versus non-current classification

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

### c) Fair value measurement

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

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

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

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

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

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

- Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities

- Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

### d) Revenue recognition

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

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

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

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits,

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Expenses reimbursed by customers during the project execution are recorded as reduction to associated costs. Revenue also excludes taxes collected from customers.

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

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

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

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

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

The Group disaggregates revenue from contracts with customers by geography and business verticals.

### Use of significant judgments in revenue recognition

- o The Group's contracts with customers could include promises to transfer multiple

products and services to a customer. The Group assesses the products/ services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgment to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

- o Judgment is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Group allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.
- o The Group uses judgment to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract. Where standalone selling price is not observable, the Group uses the expected cost-plus margin approach to allocate the transaction price to each distinct performance obligation.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

- o The Group exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.
- o Revenue for fixed-price contracts is recognized using percentage-of-completion method. The Group uses judgment to estimate the future cost-to-completion of the contracts which is used to determine the degree of the completion of the performance obligation.

**Royalties:** Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement (provided that it is probable that economic benefits will flow to the Group and the amount of revenue can be measured reliably). Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

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

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

#### e) Income Tax.

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

##### i. Current income tax

Current tax is the expected tax payable on the taxable profit for the year, using tax rates

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

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

##### ii. Deferred tax

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

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

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

Deferred tax assets are recognised for all deductible temporary differences and the carry

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

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

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

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

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

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

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

### f) Property, plant and equipment

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

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

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

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

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



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

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

Particulars	Useful lives
Building equipments	30 years
Plant and equipments	15 years
Other plant and equipments	30 years
Computer softwares	5 years
computers	3 years
Motor cars	8 years
Furniture and fixtures	10 years
Office equipment	5 years

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

#### g) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

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

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

Intangible assets are amortised as follows: Software – 5 years

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

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

#### i) Investment properties

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

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

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

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

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

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

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### j) Impairment of non-financial assets

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

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

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

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

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

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be

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

### l) Borrowing costs:

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

### m) Leases

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

#### The Group as a lessee:

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

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

The group determines the lease term as the noncancellable period of a lease, together with



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

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

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

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

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

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

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The group recognizes the amount of the re-

measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the group recognizes any remaining amount of the re-measurement in statement of profit and loss. Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

#### The Group as a lessor Leases

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

#### n) Inventories

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

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

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

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

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

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

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

Contingent liability is disclosed in the case of:

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

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

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

### q) Employee Benefits

Retirement benefit in the form of provident fund, pension fund and superannuation fund are defined contribution schemes. The group has no obligation, other than the contribution payable to such schemes. The group recognises contribution payable to such schemes as an expense, when an employee renders the related service. If the contribution payable to the schemes for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the schemes is recognised as a liability after deducting the contribution already

paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

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

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

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

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

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

### r) Financial instruments

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

#### i. Financial assets

##### Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

not recorded at fair value through profit or loss transaction costs that are attributable to the acquisition of the financial asset.

#### Subsequent measurement

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

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

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

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

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

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

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

solely payments of principal and interest on the principal amount outstanding.

#### Derecognition

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

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

- The rights to receive cash flows from the asset have expired, or
- Based on above evaluation, either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

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

#### Impairment of financial assets

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

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### a. Trade receivables that result from transactions that are within the scope of Ind AS 18

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

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

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected in the statement of profit and loss in other expenses. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, trade receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

### ii. Financial liabilities

#### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortised cost, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

The Group's financial liabilities include trade payables, lease obligations, and other payables

#### Subsequent Measurement

The measurement of financial liabilities depends on their classification, as described below:

#### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

The group has not designated any financial liability as at fair value through profit and loss



# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss

## Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

### iii. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### s) Segment Accounting

The company comprises of four reporting segments such as, trade division, coal division, paper division and waste division. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the chief operating decision maker.

### t) Cash and cash equivalents

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

cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

### u) Dividend distribution to equity holders

The Group recognises a liability to make cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. A distribution in case of final dividend is authorised when it is approved by the shareholders. A corresponding amount is accordingly recognised directly in equity. In case of interim dividend it is authorised when it is approved by the Board of Directors.

### v) Foreign currencies:

The Group's financial statements are presented in INR, which is also the Group's functional currency. For each entity the group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rates at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate.

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expense in the period in which they arise. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value denominated in a foreign currency, are translated using the exchange rate at the date when such fair value was determined. The gain or loss arising on translation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to translation difference (i.e., translation difference on items whose gain or loss is recognised in other comprehensive income or the statement of profit and loss is also recognised in other comprehensive income or the statement of profit and loss respectively).

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### w) Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti-dilutive.

### x) Significant accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent assets and contingent liabilities. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

#### • Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

#### • Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

### i. Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the Company's domicile.

### ii. Defined benefit plans (gratuity benefits)

The Company's obligation on account of gratuity and compensated absences is determined based on actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

Further details about gratuity obligations are given in Refer Note.36



## **NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH, 2022**

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

**iii. Intangible assets**

Refer Point (f) of Note -2 for estimated useful lives of intangible assets. The carrying value of intangible assets has been disclosed at note 4.

**iv. Property, plant and equipment**

Refer Point (e) of Note -2 for estimated useful lives of property, plant and equipment. The carrying value of property, plant and equipment has been disclosed at note 3.

**v. Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be

measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 37 and 38 for further disclosures.

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE-3 PROPERTY, PLANT AND EQUIPMENT

Particulars	Leasehold Land	Freehold Land	Road	Buildings	Tube Well	Furniture & Fixtures	Commercial Vehicles	Other Vehicles	Office Equipment	Computer & Printer	Plant & Machinery	Total
<b>Cost*</b>												
<b>At March 31, 2021</b>	19.13	464.21	11.76	1,352.73	0.31	175.65	2,157.07	486.69	119.28	62.37	9,998.22	14,847.42
Additions	-	1.00	-	127.85	-	0.49	206.87	66.30	11.19	4.43	722.35	1,140.48
Disposals	-	5.87	-	-	-	-	49.59	-	-	-	-	55.46
<b>At March 31, 2022</b>	19.13	459.35	11.76	1,480.58	0.31	176.13	2,314.35	552.99	130.47	66.80	10,720.58	15,932.44
<b>Depreciation</b>												
<b>At March 31, 2021</b>	3.51	-	5.30	375.82	0.30	110.29	1,127.80	356.26	95.56	55.22	2,193.45	4,323.50
Charge for the year	0.32	-	1.67	66.76	-	17.30	204.72	52.10	10.85	4.50	659.47	1,017.68
Disposals	-	-	-	-	-	-	44.52	-	-	-	-	44.52
<b>At March 31, 2022</b>	3.83	-	6.97	442.58	0.30	127.59	1,288.00	408.36	106.41	59.71	2,852.92	5,296.66
<b>Net book value</b>												
<b>As at March 31, 2021</b>	15.62	464.21	6.46	976.91	0.02	65.36	1,029.27	130.43	23.72	7.15	7,804.77	10,523.92
<b>As at March 31, 2022</b>	15.30	459.35	4.79	1,038.00	0.02	48.55	1,026.36	144.63	24.06	7.08	7,867.66	10,635.78

\* For property, plant and equipment existing as on the date of transition to Ind AS, i.e., April 01, 2018, the Company has used IGAAP carrying value as deemed costs.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE-4 INTANGIBLE ASSETS

Particulars	Computer Software	Goodwill	Total
<b>Cost*</b>			
<b>At March 31, 2021</b>	<b>19.20</b>	<b>62.38</b>	<b>81.58</b>
Additions	178.71	-	178.71
Disposals	-	62.38	62.38
<b>At March 31, 2022</b>	<b>197.91</b>	<b>-</b>	<b>197.91</b>
<b>Depreciation</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>At March 31, 2021</b>	<b>14.00</b>	<b>34.31</b>	<b>48.30</b>
Charge for the year	30.85	28.07	58.92
Disposals	-	62.38	62.38
<b>At March 31, 2022</b>	<b>44.85</b>	<b>-</b>	<b>44.85</b>
<b>Net book value</b>			
<b>As at March 31, 2021</b>	<b>5.21</b>	<b>28.07</b>	<b>33.28</b>
<b>As at March 31, 2022</b>	<b>153.06</b>	<b>-</b>	<b>153.06</b>

### NOTE-5 CAPITAL WORK IN PROGRESS

Particulars	Plant & Machinery	Building	Software Development	Total
<b>Cost*</b>				
<b>At March 31, 2021</b>	<b>281.13</b>	<b>12.07</b>	<b>184.92</b>	<b>478.12</b>
Additions	992.90	17.17	150.42	1,160.49
Disposals	-	-	183.71	183.71
<b>At March 31, 2022</b>	<b>1,274.03</b>	<b>29.25</b>	<b>151.62</b>	<b>1,454.90</b>
<b>Net book value</b>				
<b>As at March 31, 2021</b>	<b>281.13</b>	<b>12.07</b>	<b>184.92</b>	<b>478.12</b>
<b>As at March 31, 2022</b>	<b>1,274.03</b>	<b>29.25</b>	<b>151.62</b>	<b>1,454.90</b>

### CWIP Ageing Schedule

At March 31, 2022

CWIP	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
Project In Progress	1,077.10	249.23	119.10	9.46	1,454.90
Projects temporarily suspended	-	-	-	-	-

At March 31, 2021

CWIP	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
Project In Progress	341.88	126.77	9.47	-	478.12
Projects temporarily suspended	-	-	-	-	-

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE- 6 RIGHT TO USE ASSET

Particulars	Security Deposit	** Buildings	Total
<b>Cost*</b>			
<b>At March 31, 2021</b>	<b>98.67</b>	<b>636.62</b>	<b>735.29</b>
Additions	-	-	-
Disposals	-	-	-
<b>At March 31, 2022</b>	<b>98.67</b>	<b>636.62</b>	<b>735.29</b>
<b>Depreciation</b>			
<b>At March 31, 2021</b>	<b>79.97</b>	<b>317.62</b>	<b>397.58</b>
Charge for the year	8.84	135.28	144.12
Disposals	-	-	-
<b>At March 31, 2022</b>	<b>88.81</b>	<b>452.90</b>	<b>541.71</b>
<b>Net book value</b>			
<b>As at March 31, 2021</b>	<b>18.71</b>	<b>319.00</b>	<b>337.71</b>
<b>As at March 31, 2022</b>	<b>9.86</b>	<b>183.72</b>	<b>193.59</b>

\*\* Also refer note no. 31

## NOTE- 7 OTHER FINANCIAL ASSETS (UNSECURED, CONSIDERED GOOD)

Particulars	Non - Current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Interest Accrued on Deposits	-	-	3.61	4.48
Insurance Claim Receivable	-	-	2.94	53.15
Security Deposits	223.91	223.67	-	-
<b>Total</b>	<b>223.91</b>	<b>223.67</b>	<b>6.55</b>	<b>57.63</b>

## NOTE-8 OTHER ASSETS

Particulars	Non - Current		Current	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Deposits with Sales Tax Department	-	0.25	-	-
Gratuity Fund	33.15	11.48	-	-
Balance with government authorities	-	-	1,341.55	965.11
Prepaid Expenses	-	-	76.90	92.57
Other Current Aseets	-	-	419.57	176.91
Advance to suppliers	-	-	1,866.07	118.92
Advance to suppliers - Capital Assets	2,371.32	890	-	-
<b>Total</b>	<b>2,404.47</b>	<b>901.59</b>	<b>3,704.09</b>	<b>1,353.51</b>

## NOTE-9 INVENTORIES

Particulars	March 31, 2022	March 31, 2021
Raw Material	7,362.20	5,856.72
Finished Goods	458.50	404.85
Traded Goods	1,102.13	1,737.05
<b>Total</b>	<b>8,922.83</b>	<b>7,998.62</b>



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE-10 SHORT TERM LOANS & ADVANCES

Particulars	March 31, 2022	March 31, 2021
<b>Unsecured, considered good</b>		
Loans & Advance to Employees	119.58	159.06
<b>Total</b>	<b>119.58</b>	<b>159.06</b>

### NOTE-11 TRADE RECEIVABLES

Particulars	March 31, 2022	March 31, 2021
<b>Unsecured, considered good</b>		
- Other Trade Receivables	13,422.53	11,962.12
<b>Total</b>	<b>13,422.53</b>	<b>11,962.12</b>

#### Trade Receivables Aging

March 31, 2022

Particulars	Outstanding for following periods from due date of payments					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	12,129.46	567.77	190.35	421.56	113.37	13,422.53
Undisputed trade receivables-considered doubtful	-	-	-	-	-	-
Disputed trade receivables-considered good	-	-	-	-	-	-
Disputed trade receivables-considered doubtful	-	-	-	-	-	-

At March 31, 2021

Particulars	Outstanding for following periods from due date of payments					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed, considered good	9,392.73	689.13	611.61	96.94	1,171.72	11,962.12
Undisputed trade receivables-considered doubtful	-	-	-	-	-	-
Disputed trade receivables-considered good	-	-	-	-	-	-
Disputed trade receivables-considered doubtful	-	-	-	-	-	-

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE-12 CASH & CASH EQUIVALENTS

Particulars	March 31, 2022	March 31, 2021
Cash on hand	115.35	1,834.88
<b>Cash &amp; Cash Equivalents</b>		
Current Account	589.66	122.76
<b>Total of Cash on hand</b>	<b>705.01</b>	<b>1,957.64</b>
<b>Deposits with original Maturity of less than 3 months *</b>		
- Deposits with State Bank of India	548.46	508.47
- Deposits with Axis Bank Ltd	347.73	258.00
- Deposits with ICICI Bank Ltd	5.25	5.00
<b>Deposits with original Maturity of more than 12 months</b>		
- Deposits with State Bank of India	23.25	-
<b>Total of Balances with Bank</b>	<b>924.69</b>	<b>771.46</b>
<b>Grand Total</b>	<b>1,629.70</b>	<b>2,729.10</b>

\*Deposits of ₹ 23.25 Lakhs (31.03.2021 ₹ 21 Lakhs) are under Lien with Banks

## NOTE- 13 FINANCIAL LIABILITIES

### NOTE- 13.1 BORROWINGS

Particulars	March 31, 2022	March 31, 2021
<b>Non-current borrowings</b>		
<b>(a) Secured Loans</b>		
Term Loan from Banks	9,035.63	7,359.42
Term Loan from Non Banking Financial Institutions	-	13.50
<b>(b) Unsecured Loans</b>		
Term Loan from Directors, Relatives & Shareholders	-	-
Term Loan from Banks	-	24.56
Term Loan from Non Banking Financial Institutions	-	73.93
From Others	-	526.59
<b>Total non-current borrowings</b>	<b>9,035.63</b>	<b>7,998.01</b>
<b>Current Borrowings</b>		
<b>Working Capital Loans from bank repayable on demand</b>		
Working capital Loan	4,822.44	4,043.12
(This credit Facility is secured by way of 1st Pari Passu charge by way of hypothecation over Stock , receivables and other chargeable current assets (present and future) of the company with other consortium lender and immovable properties by way of 1st pari passu charge with the consortium lender, of the compsnry & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives)	-	-
ICICI Bank Ltd - CC	-	-
AXIS BANK CCA/C VAPI	973.46	34.33
(This credit Facility is secured by way of hypothecation of company's entire stocks, book debts & receivables (present and future) , ranking pari passu with other participating bank of consortium and first charge, rankng pari passu with other participating banks by way of equitable mortgage of immovable properties of the compsnry & that of Directors and their relatives (as collateral security by way of equatable mortgage) and by the guarantees of director and their relatives)	-	-
Current maturities of Long-term borrowings	2,630.95	1,699.15
<b>Total current borrowings</b>	<b>8,426.85</b>	<b>5,776.60</b>
<b>Grand Total</b>	<b>17,462.48</b>	<b>13,774.61</b>



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 13.2 LEASE LIABILITIES

Particulars	Non - Current	
	March 31, 2022	March 31, 2021
Lease Liabilities( Refer note 31)	212.17	348.81
<b>Total</b>	<b>212.17</b>	<b>348.81</b>

### NOTE - 14 OTHER CURRENT LIABILITIES

Particulars	March 31, 2022	March 31, 2021
	Statutory Liabilities	828.54
Advance received from Customers	68.83	293.49
Other Liabilities	23.92	39.98
<b>Total</b>	<b>921.29</b>	<b>926.84</b>

### NOTE-15 DEFERRED TAX LIABILITIES (NET)

Particulars	March 31, 2022	March 31, 2021
	On Fixed Asset	-
On account of non deductible expenses	736.33	(4.00)
On account of other timing differences	(8.97)	(8.62)
<b>Total</b>	<b>727.36</b>	<b>651.21</b>

### NOTE- 16 OTHER FINANCIAL LIABILITIES

Particulars	Current	
	March 31, 2022	March 31, 2021
Interest accrued and due on borrowings	6.98	100.00
Payable towards purchase of Fixed Assets	308.41	87.94
Other Current Liabilities	1.94	3.61
'Employee Benefits	111.30	153.89
<b>Total</b>	<b>428.63</b>	<b>345.44</b>

### NOTE- 17 TRADE PAYABLES

Particulars	March 31, 2022	March 31, 2021
	Total outstanding dues of micro enterprises and small enterprises; and [Refer note 17.1]	48.57
Total outstanding dues of creditors other than micro enterprises and small enterprises	7,621.43	6,456.72
<b>Total</b>	<b>7,670.00</b>	<b>6,833.45</b>

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH, 2022

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

#### NOTE- 17.1 MICRO, SMALL AND MEDIUM CREDITORS

Particulars	March 31, 2022	March 31, 2021
a) the principal amount remaining unpaid to any supplier at the end of each accounting year;	48.57	376.72
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
d) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	3.16	2.15
The above Disclosure in respect of amount payable to such Enterprises as at 31st March, 2020, has been made in the Financial statement based on information received and available with the Company. Further in view of the management the impact of Interest, if any, that may be payable in accordance with the provision of Act is not expected to be material. The Company has not received any claim for Interest from any MSME Supplier registered under the said MSME Act.	-	-

#### Trade Payables Aging

##### March 31, 2022

Particulars	Outstanding for following periods from due date of payments				Total
	Less than 1 year	1-2 yrs.	2-3 yrs.	More than 3 years	
Undisputed	-	-	-	-	-
MSME	48.57	-	-	-	48.57
Others	7,602.02	17.98	1.25	0.18	7,621.43
Disputed	-	-	-	-	-
MSME	-	-	-	-	-
Others	-	-	-	-	-

##### At March 31, 2021

Particulars	Outstanding for following periods from due date of payments				Total
	Less than 1 year	1-2 yrs.	2-3 yrs.	More than 3 years	
Undisputed	-	-	-	-	-
MSME	376.72	-	-	-	376.72
Others	6,904.78	(448.08)	0.03	-	6,456.72
Disputed	-	-	-	-	-
MSME	-	-	-	-	-
Others	-	-	-	-	-



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 18 REVENUE FROM OPERATIONS

Particulars	March 31, 2022	March 31, 2021
Sale of Finished Goods	49,439.05	28,452.78
Sale of Traded Goods	42,375.66	27,625.95
Revenue from Provision of Services	11,674.26	11,539.79
<b>Total</b>	<b>1,03,488.97</b>	<b>67,618.52</b>

### NOTE- 19 OTHER INCOME

Particulars	March 31, 2022	March 31, 2021
Interest Income	50.78	46.56
Rent Income	32.04	(1.49)
Profit on Sale of Assets	2.77	13.41
Foreign Exchange Gain/Loss	112.14	81.85
Other Income	64.05	1.84
Interest Income on Deposit	7.99	37.28
<b>Total</b>	<b>269.77</b>	<b>179.46</b>

### NOTE- 20 COST OF RAW MATERIALS, COMPONENTS AND STORES CONSUMED

Particulars	March 31, 2022	March 31, 2021
Opening Stock of Raw Material	5,856.72	3,451.92
Add: Purchase of Raw Material	41,576.20	22,507.09
	<b>47,432.92</b>	<b>25,959.02</b>
Less: Closing Stock of Raw Material	7,362.20	5,856.72
<b>Raw Material Consumed</b>	<b>40,070.71</b>	<b>20,102.30</b>
<b>Other Related Cost</b>		
Clearing & Forwarding Charges	168.79	134.24
Custom Duty	32.49	0.50
Freight	780.20	735.18
Other Import Expenses	649.83	624.50
<b>Total</b>	<b>41,702.03</b>	<b>21,596.71</b>

### NOTE- 21 PURCHASE OF TRADED GOODS

Particulars	March 31, 2022	March 31, 2021
Coal	28,387.02	18,150.69
Carbonaceous Shale Purchase	6.73	-
Waste Paper	3,160.23	2,019.29
Petcoke	5,068.53	4,912.08
Diesel	316.02	503.60
LIGNITE PURCHASE	615.37	-
Others	32.82	-
Freight Inwards	2,072.12	959.39
Custom and Port Charges	1,117.58	598.49
<b>Total</b>	<b>40,776.42</b>	<b>27,143.55</b>

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE- 22 OPERATIONAL EXPENSES RELATING TO PROVISION OF SERVICES

Particulars	March 31, 2022	March 31, 2021
Relating to Lorry Hire Business	10,379.48	10,473.59
Port Service Charges	6.16	-
<b>Total</b>	<b>10,385.64</b>	<b>10,473.59</b>

## NOTE-23 CHANGES IN INVENTORIES OF STOCK IN TRADE

Particulars	March 31, 2022	March 31, 2021
<b>Opening Stock</b>		
(a) <b>Stock in Trade</b>		
Traded Goods	1,737.05	2,587.75
Finished Goods	404.85	230.96
<b>Sub- Total</b>	<b>2,141.90</b>	<b>2,818.72</b>
<b>Closing Stock</b>		
(a) <b>Stock in Trade</b>		
Traded Goods	1,102.13	1,737.05
Finished Goods	458.50	404.85
<b>Sub- Total</b>	<b>1,560.63</b>	<b>2,141.90</b>
<b>Total</b>	<b>581.27</b>	<b>676.82</b>

## NOTE- 24 EMPLOYEE BENEFIT EXPENSES

Particulars	March 31, 2022	March 31, 2021
Salaries, Wages and Bonus	1,219.71	1,122.14
Director Remuneration	110.00	115.00
Contribution to ESIC	5.10	5.41
Contribution to Gratuity Fund [Refer note 36]	18.53	22.25
Contribution to Provident Fund	47.02	48.28
Staff Welfare Expense	34.70	16.32
<b>Total</b>	<b>1,435.07</b>	<b>1,329.39</b>

## NOTE- 25 FINANCE COST

Particulars	March 31, 2022	March 31, 2021
Interest Expense	1,237.19	1,463.45
Other Borrowing costs	596.91	427.46
Interest Expense- Lease Rent	29.00	42.05
<b>Total</b>	<b>1,863.11</b>	<b>1,932.96</b>



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE - 26 OTHER EXPENSES

Particulars	March 31, 2022	March 31, 2021
Auditor's Remuneration [ Refer note 27]	4.04	10.85
Boiler Operation Charges	123.25	112.34
Repairs & Maintenance	169.58	210.88
Power & Fuel	130.17	349.43
Commission	276.43	136.52
Donation	6.13	2.31
CSR Expenditure [ Refer note 28]	41.20	40.92
Bad Debts	1,029.97	14.06
Freight on Sale	141.88	29.69
Insurance Exp	105.51	114.00
Premium on Forward Contract	-	1.70
Professional Fees	-	-
Rates & Taxes	26.46	21.41
Repairs and Maintenance	309.60	203.16
Interest on delayed payment of taxes	1.32	39.01
Rent Expense	116.21	8.70
Legal and Professional Fees	168.58	119.18
GST ITC Reversal	34.67	22.46
Selling and Distribution Expenses	162.98	50.35
Discount	188.87	267.39
Power & Fuel	66.12	112.80
Travelling & Conveyance Expenses	70.91	12.91
Travelling & Conveyance Expenses (Foreign)	-	-
Telephone & Internet Expenses	19.28	13.37
Other Expenses	225.12	181.96
<b>Total</b>	<b>3,418.26</b>	<b>2,075.39</b>

### NOTE- 27 AUDITOR'S REMUNERATION

Particulars	March 31, 2022	March 31, 2021
<b>(I) Payment to the auditor's comprises of:</b>		
For Statutory Audit	4.04	10.85
<b>Total</b>	<b>4.04</b>	<b>10.85</b>

### NOTE- 28 EXPENDITURE ON CORPORATE SOCIAL RESPONSIBILITY

The particulars of CSR expenditure are as follows:

- (a) Gross amount required to be spent by the company during the year is ₹ 37.31 Lacs (Previous year: Rs 40.82 Lacs)  
 (b) Amount spent during the year is ₹ 41.20 lacs (Previous year 40.92 lacs )

Particulars	Disclosed under	2021-22			2020-21		
		Paid	Yet to be paid	Total	Paid	Yet to be paid	Total
(i) Construction/acquisition of assets charged to the statement of profit and loss		-	-	-	-	-	-
(ii) For purpose other than (i) above	Note 26	41.20	-	41.20	40.92	-	40.92
<b>Total</b>		<b>41.20</b>	<b>-</b>	<b>41.20</b>	<b>40.92</b>	<b>-</b>	<b>40.92</b>

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## Annexure For FY 2021-2022

Sr. No.	Name of the project	Item from the list of activities in Schedule VII to the Act	Local Area (Y/N)	Location of the Project		Amount Spent in the current financial year	Amount transferred to the Unspent CSR Account for the project as per Section 135(6)	Mode of implementation direct (Y/N)	Mode of implementation through implementing agency	
				State	District				Name	CSR registration number
1	Enhancement of education practices in Brahma kumaris	Promoting Education including special education	Y	Gujarat	Valsad	2	N.A.	N	Rajyoga Education and Research Foundation	CSR00000882
2	Enhancement of health care, Empowering Women and Orphans	Promoting health care	N	Maharashtra	Mumbai	30	N.A.	N	Omkar Andh Apang Samajik Sanstha	CSR00003196
3	Enhancement of rural health through health camps	Promoting health care	Y	Gujarat	Valsad	5	N.A.	N	Shreyas Medicare, Vapi	CSR00008281
4	Empowerment of women through various vocational training courses	Empowering Women	Y	Gujarat	Valsad	0.3	N.A.	N	Maheshwari Seva Samiti	CSR00015915
5	Empowerment of women through various vocational training courses	Empowering Women	Y	Silvassa		3.9	N.A.	N	Maheshwari Mahila Sangathan Trust	CSR00014152
	<b>Total</b>					<b>41.2</b>				

## Annexure For FY 2020-2021

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



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 29 INCOME TAX RECONCILIATION

The major components of income tax expense for the years ended March 31, 2022 and March 31, 2021 are:

(a) Tax Expense recognised in Statement of profit and Loss comprises

Particulars	March 31, 2022	March 31, 2021
<b>Current income tax:</b>		
Current income tax charge	594.05	275.42
<b>Deferred tax:</b>		
Relating to origination and reversal of temporary differences	67.06	80.36
<b>Income tax expense reported in the statement of profit or loss</b>	<b>661.11</b>	<b>355.77</b>

(b) Deferred tax related to items recognised in OCI during in the year:

Particulars	March 31, 2022	March 31, 2021
Net loss/(gain) on remeasurements of defined benefit plans	(5.28)	(1.60)
<b>Income tax charged to OCI</b>	<b>(5.28)</b>	<b>(1.60)</b>

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2022 and March 31, 2021:

Particulars	March 31, 2022	March 31, 2021
Accounting profit before income tax	2,376.22	1,284.53
Tax on accounting profit at statutory income tax rate 25.17% (March 31, 2021: ]	598.10	323.32
Non-deductible expenses for tax purposes:	13.69	118.86
Exempt Income	(5.00)	-
Others	54.32	(86.40)
<b>Tax expense reported in the statement of profit or loss</b>	<b>661.11</b>	<b>355.78</b>

(d) Components of Deferred tax assets/ ( Liabilities ) recognised in Balance sheet and Statement of profit and loss

Particulars	Balance sheet		Statement of Profit and Loss	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Difference between Book depreciation and tax depreciation	-	(663.83)	(663.83)	-
On account of non deductible expenses	(736.33)	4.00	740.33	51.60
On account of other timing differences	(8.34)	-	8.34	(4.00)
On account of ROU and Lease Liability	12.63	-	(12.63)	22.64
On account of Financial Instruments	4.68	2.79	(1.88)	(2.79)
On account of other comprehensive income	-	-	(5.28)	(1.60)
<b>Deferred Tax Income / (Expense )</b>	<b>-</b>	<b>-</b>	<b>65.05</b>	<b>65.85</b>
<b>Net Deferred Tax Asset / ( Liabilities )</b>	<b>(727.36)</b>	<b>(657.04)</b>	<b>-</b>	<b>-</b>

(e) Reconciliation of deferred tax liabilities (net):

Particulars	March 31, 2022	March 31, 2021
<b>Opening balance as at 1st April</b>	<b>651.21</b>	<b>569.25</b>
Tax (Income)/ Expense during the period recognised in		
(i) Statement of Profit and loss in profit and loss	67.06	80.36
(ii) Statement of Other Comprehensive Income	5.28	1.60
<b>Closing balance as at 31st March</b>	<b>723.55</b>	<b>651.21</b>

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE - 30 EARNINGS PER SHARE

Basic earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	March 31, 2022	March 31, 2021
Profit after tax attributable to equity shareholders	1,715.11	928.75
Weighted average number of equity shares for basic EPS (No. in lakhs)	295.97	295.97
<b>Earnings per Share (Basic/ Diluted)</b>	<b>5.79</b>	<b>3.14</b>

### NOTE- 31 LEASES

#### 31.1 Amounts recognised in Balance Sheet

Particulars	As at March 31, 2022	As at March 31, 2021
<b>(i) Right to use Assets</b>		
Buildings	183.72	319.00
<b>Total</b>	<b>183.72</b>	<b>319.00</b>
<b>(ii) Lease Liabilities</b>		
	212.17	348.81
<b>Total</b>	<b>212.17</b>	<b>348.81</b>

#### 31.2 Amounts recognised in the statement of profit and loss

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
<b>(i) Depreciation and amortisation expense</b>		
Buildings	135.28	169.64
<b>(ii) Interest Expenses (included in finance cost)</b>	<b>29.00</b>	<b>42.05</b>
<b>(iii) Expenses relating to lease payments*</b>	<b>213.09</b>	<b>213.09</b>

\* Expenses relating to lease payments has been accounted for applying paragraph 6 of Ind AS 116- Leases and accordingly recognised as expense in the statement of profit and loss.

#### 31.3 The impact on the statement of profit and loss for the year ended 31st March, 2022 is as below:

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Rent is lower by	213.09	213.09
Depreciation is higher by	135.28	169.64
Finance cost is higher by	29.00	42.05

The company has discounted lease payments @ 10% p.a

#### 31.4 Additional information on extension / termination options.

Extension and termination options are included in a number of property lease arrangements of the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable based on mutual consent of the Company and respective lessors.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 32 RELATED PARTY TRANSACTIONS

#### (i) Details of Related Party

Particulars	Name of the Party
<b>Subsidiary Companies</b>	Maheshwari Logistics (India) LLP
<b>Enterprise over which the key managerial personnel or relatives of key managerial personnel has significant influence</b>	Maheshwari Brothers, Mahesh Roadways and Maheshwari Developers (Proprietorship of Neeraj Maheshwari)
	Star Developers (Vinay Maheshwari is Partner)
	Maheshwari Infotech LLP (Vinay Maheshwari is Designated Partner)
	Daman Ganga Eco Industrial Park (Neeraj Maheshwari is Partner)
	Daman Ganga Projects (Neeraj Maheshwari is Partner)
	Palash Enterprise ( Proprietorship of Mukta Maheshwari)
	Shubham Enterprise ( Proprietorship of Mahima Maheshwari)
	Raghav Agency ( Proprietorship of Manju Maheshwari)
<b>Enterprise in which Key Managerial Person are Common:</b>	Maya Texturisers Pvt Ltd
	Disha Resources Limited
	Samarth Finstock Limited
<b>Key Managerial Personnel</b>	Varun Krishnaawtar Kabra (Managing Director)
	Vinay Maheshwari (Chairman)
	Amit Maheshwari (Whole Time Director)
	Mukta Maheshwari (Director)
	Mayadevi Krishnaawtar Kabra (Director)
	Vipul Vashi (Director) Upto 13-11-2021
	Neeraj Maheshwari (Chief Executive Officer)
	Pradeep Kumar Dad (Chief Financial Officer)
	Nandula. Vamsikrishna (Company Secretary)
<b>Relatives of Key Managerial Personnel with whom transactions have been entered</b>	Mahima Maheshwari
	Radhadevi Maheshwari
	Manju Maheshwari
	Maya Maheshwari
	Mamta Rathi
	Kavita Biani
	Gopallalji Kabra
	Ramadevi Kabra
	Krishnaawtar Kabra
	Priya Kabra
	Rachna Maheshwari
	Darshini Vashi
	Krishana Gopal Dad
	Manju Devi Dad
	Shipra Maheshwari
	Darpan Vashi
	Nimish Vashi
	Manish Kabra
	Mahesh Kabra
	Radha Holani
	N V S Sarma
	Nandula. Girja

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

(ii) Table providing total amount of transactions that have been entered into with related parties for the relevant financial year:

Particulars	Year ended	Transactions during the year		Remuneration paid	Service/ Contract Expenses	Advance given	Advance Received Back	Deposit Repaid	Other Income Received	Reimbursement paid	Balances as at the year-end	
		Rent Paid	Salary paid									Balance outstanding
<b>Related parties where control exists</b>												
Neeraj Maheshwari	31-Mar-22	12.00	24.00	-	-	-	-	-	-	-	1.20	
	31-Mar-21	12.00	24.00	-	-	-	-	-	-	-	1.61	
Amit Maheshwari	31-Mar-22	-	-	36.00	-	-	-	-	-	-	1.96	
	31-Mar-21	-	-	36.00	-	-	-	-	-	-	1.95	
Manju Maheshwari	31-Mar-22	-	-	-	30.00	-	-	-	-	-	(0.72)	
	31-Mar-21	-	-	-	30.00	-	-	-	-	-	1.96	
Mayadevi Kabra	31-Mar-22	-	-	-	-	-	-	-	-	-	-	
	31-Mar-21	-	-	-	-	-	-	390.00	-	-	-	
Varun Kabra	31-Mar-22	-	-	36.00	-	5.10	5.10	-	-	-	2.24	
	31-Mar-21	-	-	36.00	-	-	-	-	1.13	-	5.33	
Mahima Maheshwari	31-Mar-22	12.00	6.00	-	-	-	-	-	-	-	-	
	31-Mar-21	12.00	5.50	-	-	-	-	449.00	0.15	-	4.17	
MIL EMPLOYEE WELFARE TRUST	31-Mar-22	-	-	-	-	315.80	-	-	-	-	(361.00)	
	31-Mar-21	-	-	-	-	45.20	-	-	-	-	(45.20)	
Vinay Maheshwari	31-Mar-22	-	-	24.00	-	-	-	-	-	-	-	
	31-Mar-21	-	-	24.00	-	-	-	-	0.15	-	-	
Mukta Maheshwari	31-Mar-22	12.00	-	-	-	-	-	-	-	-	0.90	
	31-Mar-21	12.00	-	-	-	-	-	-	0.15	-	0.93	
Pradeep Kumar Dad	31-Mar-22	-	13.00	-	-	-	-	-	-	-	-	
	31-Mar-21	-	12.00	-	-	-	-	-	-	-	0.60	
Shipra Maheshwari	31-Mar-22	-	8.39	-	-	-	-	-	-	-	0.57	
	31-Mar-21	-	4.68	-	-	2.94	-	-	-	-	0.57	
Vipul R. Vashi	31-Mar-22	-	-	14.00	-	-	-	-	-	-	-	
	31-Mar-21	-	-	19.10	-	-	-	-	-	-	1.24	
Darshini V Vashi	31-Mar-22	-	-	-	10.50	-	-	-	-	-	-	
	31-Mar-21	-	-	-	13.50	-	-	-	-	-	1.14	
Darpan V Vashi	31-Mar-22	-	-	-	7.00	-	-	-	-	-	-	
	31-Mar-21	-	-	-	12.00	-	-	-	-	-	0.99	
Nandula. Vamsikrishna	31-Mar-22	-	6.48	-	-	-	-	-	-	-	0.47	
	31-Mar-21	-	3.00	-	-	-	-	-	-	-	0.47	
Palash Maheshwari	31-Mar-22	-	6.00	-	-	8.24	-	-	-	-	6.35	
	31-Mar-21	-	6.00	-	-	-	-	-	-	-	1.58	



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE-33 CONTINGENT LIABILITY

Particulars	March 31, 2022	March 31, 2021
a) Bank Guarantees	15.00	-
b) Letter of Credit	1,493.46	1,182.60
<b>Total</b>	<b>1,508.46</b>	<b>1,182.60</b>

- c) In Last year the company has received an order from the Commissioner of Customs, Ahmedabad, with reference to Indonesian Steam Non Coking Coal imported in Year 2012-13, alleging that the Company has misclassified imported coal and thereby wrongly availed benefit of exemption Notification 12/2012 and had led to short levy of custom duty amounting to ₹ 63,44,690/-. The Commissioner had raised the demand of ₹ 81,61,071/- including Interest and Penalty.

Against the said order, the Company had filed an appeal with the Customs, Excise & Service Tax Appellant Tribunal, Ahmedabad.

The Company believes that in appeal the disallowances of the benefit will be either deleted or will get substantial relief and hence it believes that no provision is required.

### NOTE- 34 DIVIDENDS

Particulars	March 31, 2022	March 31, 2021
<b>The following dividends were declared and paid by the company</b>		
Interim Dividend	-	-
Final Dividend	147.99	-
Dividend Distribution Tax	-	-
<b>Total</b>	<b>147.99</b>	<b>-</b>

### NOTE- 35 SEGMENT INFORMATION

#### A) Description of Segments.

The Chief Operating Decision Maker (CODM) of the company examines the performance from product perspective and has identified 3 reportable segments: Trading Segment , Transport & Port Service Segment and Manufacturing Kraft Paper. The Company's Managing Director is the CODM.

Corporate (unallocated) represents other income, expenses, assets and liabilities which relate to the company as a whole and are not allocated to segments.

#### B) Segment Revenues and Profit and Loss

Particulars	Revenue		Profit/ (loss)	
	For the year ended 31st March 2022	For the year ended 31st March 2021	For the year ended 31st March 2022	For the year ended 31st March 2021
(a) Trading Segment	49,041.55	29,501.64	2,883.54	1,057.32
(b) Transportation & Port Service	11,809.65	13,231.92	19.55	276.06
(c) Paper	51,817.69	33,059.48	1,545.02	1,950.30
Less: Inter segment Revenue	(9,179.92)	(8,174.52)	-	-
(d) Unallocated expense/ income	-	-	(118.80)	(66.20)
<b>Total</b>	<b>1,03,488.97</b>	<b>67,618.52</b>	<b>4,329.31</b>	<b>3,217.49</b>
Finance Costs	-	-	1,863.11	1,932.96
<b>Profit before taxes</b>	<b>1,03,488.97</b>	<b>67,618.52</b>	<b>2,466.20</b>	<b>1,284.53</b>

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

C) Profit/(Loss) from segments before exceptional items, finance costs and taxes are as below:

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
(a) Trading Segment	2,883.54	1,057.32
(b) Transportation & Port Service	19.55	276.06
(c) Paper	1,545.02	1,950.30
(d) Unallocated expense/ income	(118.80)	(66.20)
<b>Total</b>	<b>4,329.31</b>	<b>3,217.49</b>

D) Segment Assets and Segment Liabilities

Segment	As at 31st March 2022	As at 31st March 2021
<b>Segment Assets</b>		
(a) Trading Segment	11,704.48	10,484.99
(b) Transportation & Port Service	3,602.84	3,947.87
(c) Manufacturing Kraft Paper	25,298.43	19,901.27
(d) Other Un-allocable Assets	2,611.61	2,424.18
<b>Total</b>	<b>43,217.36</b>	<b>36,758.31</b>
<b>Segment Liabilities</b>		
(a) Trading Segment	6,799.91	6,044.51
(b) Transportation & Port Service	1,606.48	2,096.48
(c) Manufacturing Kraft Paper	11,207.41	8,874.20
(d) Other Un-allocable Assets	8,060.74	5,865.15
<b>Total</b>	<b>27,674.53</b>	<b>22,880.35</b>

## NOTE- 36 DISCLOSURE IN PURSUANT TO IND AS 19 DEFINED BENEFIT EMPLOYEE

Assets and Liability (Balance Sheet Position)

Particulars	As on March 31, 2022	As on March 31, 2021
Present Value of Obligation	89.74	88.73
Fair Value of Plan Assets	122.89	100.20
Surplus / (Deficit)	-	-
Effects of Asset Ceiling, if any	-	-
<b>Net (Asset) / Liability</b>	<b>(33.15)</b>	<b>(11.47)</b>

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
In Income Statement	18.53	22.25
In Other Comprehensive Income	(20.98)	(6.34)
<b>Total Expenses Recognized during the period</b>	<b>(2.45)</b>	<b>15.90</b>



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### Graphical Representation of Liability and Expenses

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
<b>Present Value of Obligation as at the beginning</b>	<b>88.73</b>	<b>68.42</b>
Current Service Cost	19.88	23.48
Interest Expense or Cost	6.03	4.65
Re-measurement (or Actuarial) (gain) / loss arising from:	-	-
- change in demographic assumptions	-	-
- change in financial assumptions	-	(7.83)
- experience variance (i.e. Actual experience vs assumptions)	(22.42)	-
- others	-	-
Past Service Cost	-	-
Effect of change in foreign exchange rates	-	-
Benefits Paid	(2.49)	-
Acquisition Adjustment	-	-
Effect of business combinations or disposals	-	-
<b>Present Value of Obligation as at the end</b>	<b>89.74</b>	<b>88.73</b>

### Expenses Recognised in the Income Statement

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
<b>Fair Value of Plan Assets as at the beginning</b>	<b>100.20</b>	<b>77.43</b>
Investment Income	-	-
Employer's Contribution	19.23	18.37
Employee's Contribution	-	-
Benefits Paid	(2.49)	-
Return on plan assets, excluding amount recognised in net interest expense	7.38	5.89
Acquisition Adjustment	-	-
Actuarial (losses) or Gain	(1.43)	(1.48)
<b>Fair Value of Plan Assets as at the end</b>	<b>122.89</b>	<b>100.20</b>

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
<b>Effect of Asset Ceiling at the beginning</b>	-	-
Interest Expense or Cost (to the extent not recognised in net interest expense)	-	-
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
<b>Effect of Asset Ceiling at the end</b>	-	-

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
Current Service Cost	19.88	23.48
Past Service Cost	-	-
Loss / (Gain) on settlement	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	(1.35)	(1.24)
<b>Expenses Recognised in the Income Statement</b>	<b>18.53</b>	<b>22.25</b>

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

Particulars	For the period ending March 31, 2022	For the period ending March 31, 2021
Actuarial (gains) / losses	-	(7.83)
- change in demographic assumptions	-	-
- change in financial assumptions	-	-
- experience variance (i.e. Actual experience vs assumptions)	(22.42)	-
- others	-	-
Return on plan assets, excluding amount recognised in net interest expense	1.43	1.48
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>(20.98)</b>	<b>(6.34)</b>

### Major categories of Plan Assets (as percentage of Total Plan Assets)

Particulars	As on March 31, 2022	As on March 31, 2021
Government of India securities	-	-
State Government securities	-	-
High quality corporate bonds	-	-
Equity shares of listed companies	-	-
Property	-	-
Special Deposit Scheme	-	-
Funds managed by Insurer	100%	100%
Bank balance	-	-
Other Investments	-	-
<b>Total</b>	<b>100%</b>	<b>100%</b>

### Actuarial Assumptions

We have used actuarial assumptions selected by the Company. The Company has been advised that the assumptions selected should be unbiased and mutually compatible and should reflect the Company's best estimate of the variables of the future. The Company has also been advised to consider the requirements of Para 144 of Ind AS19 in this regard.

#### (i) Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

Particulars	As on March 31, 2022	As on March 31, 2021
Discount rate (per annum)	6.80%	6.80%
Salary growth rate (per annum)	7.00%	7.00%

The discount rate indicated above reflects the estimated timing and currency of benefit payments. It is based on the yields/ rates available on applicable bonds as on the current valuation date

The salary growth rate indicated above is the Company's best estimate of an increase in salary of the employees in future years, determined considering the general trend in inflation, seniority, promotions, past experience and other relevant factors such as demand and supply in employment market, etc.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### (ii) Demographic Assumptions

The principal demographic assumptions used in the valuation are shown in the table below:

Particulars	As on March 31, 2022	As on March 31, 2021
Mortality rate (% of IALM 06-08)	100%	100%
Normal retirement age	60 Years	60 Years
Attrition / Withdrawal rates, based on age: (per annum)		
Upto 30 years	5.00%	5.00%
31-44 years	5.00%	5.00%
Above 44 years	1.00%	1.00%

### (iii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	March 31, 2022	March 31, 2021
Defined Benefit Obligation (Base)	89.74	88.73

### NOTE-37 (A) CATEGORY WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

Particulars	Non Current		Current	
	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
<b>Financial Assets measured at Fair value through Other Comprehensive Income</b>				
Investment in quoted instruments	-	-	-	-
<b>Total</b>	-	-	-	-

#### Financial assets measured at Amortized cost

Particulars	Non Current		Current	
	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
Security Deposits, unsecured and considered good	223.91	223.67	-	-
Loans to employees	119.58	159.06	-	-
Trade Receivables	13,422.53	11,962.12	-	-
Cash and Cash Equivalents	-	-	1,629.70	2,729.10
<b>Total</b>	<b>13,766.01</b>	<b>12,344.84</b>	<b>1,629.70</b>	<b>2,729.10</b>

#### Financial Liabilities measured at Amortized cost

Particulars	Non Current		Current	
	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021
Borrowings	17,462.48	13,774.61	-	-
Trade payables	7,670.00	6,833.45	-	-
<b>Total</b>	<b>25,132.49</b>	<b>20,608.06</b>	-	-

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

## NOTE 37(B) FAIR VALUE HIERARCHY

The following table provides the fair value measurement hierarchy of the Company's financial assets and liabilities

As at 31.03.2022	Fair value hierarchy			
	Fair Value as at 31.03.2022	Quoted Prices in active markets (Level 1)	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)
<b>Financial Assets / Financial Liabilities</b>				
<b>Financial Assets measured at Fair value through other comprehensive income</b>				
Investments in quoted equity shares	-	-	-	-
<b>Financial Assets measured at Fair value through Profit and Loss</b>				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
<b>Financial Liability measured at Fair value through Profit and Loss</b>	-	-	-	-
<b>As at 31.03.2021</b>				
<b>Financial Assets / Financial Liabilities</b>				
<b>Financial Assets measured at Fair value through other comprehensive income</b>				
Investments in quoted equity shares	-	-	-	-
<b>Financial Assets measured at Fair value through Profit and Loss</b>				
Investments in Debt based Mutual Funds	-	-	-	-
Investment in equity based Mutual funds	-	-	-	-
<b>Financial Liability measured at Fair value through Profit and Loss</b>	-	-	-	-

The fair value of financial asset and liabilities measured at amortised cost approximate there fair values

## NOTE- 38 FINANCIAL RISK MANAGEMENT

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments.

Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

### (i) Foreign Currency Risk

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas , and purchases from overseas suppliers in various foreign currencies



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### Foreign currency exposure as at 31 March 2022

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	-	-

### Foreign currency exposure as at 31 March 2021

Particulars	USD	Total
Trade receivables	-	-
Bank Balances	-	-
Trade payables	5.03	5.03

### Foreign currency sensitivity

Particulars	2021-22		2020-21	
	1 % Increase	1 % Increase	1 % decrease	1 % decrease
USD	-	-	-	-
Increase \ (Decrease) in profit or loss	-	-	-	-

### (ii) Equity Price Risk

There are no company's investment in publicly traded companies, quoted instruments like mutual funds.

### (iii) Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition.

It considers available reasonable and supportive forwarding-looking information such as :

- (i) Actual or expected significant adverse changes in business,
- (ii) Actual or expected significant changes in the operating results of the counterparty,
- (ii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- (iv) Significant increases in credit risk on other financial instruments of the same borrower
- (v) Significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements

# NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MARCH, 2022

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

### Exposure to credit risk

Particulars	As at March 31, 2022	As at March 31, 2021
Security Deposits , unsecured and considered good	223.91	223.67
Loans to employees	119.58	159.06
Trade Receivables	13,422.53	11,962.12
Cash and Cash Equivalents	1,629.70	2,729.10

### (iv) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management.

In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

#### Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date based on contractual undiscounted payments.

As at 31 March 2022	Less than one year	1 to 5 years	Over 5 years	Total
Vehicle loan (Including Auto Loan)	446.33	588.92	-	1,035.25
Other Loan	2,184.61	6,929.86	1,516.85	10,631.32
Lease Liability	-	212.17	-	212.17
Trade payables	7,650.60	19.41	-	7,670.00
Other financial liabilities	428.63	-	-	428.63
<b>Total</b>	<b>10,710.17</b>	<b>7,750.36</b>	<b>1,516.85</b>	<b>19,977.38</b>
As at 31 March 2021	Less than one year	1 to 5 years	Over 5 years	Total
Vehicle loan (Including Auto Loan)	481.52	711.81	-	1,193.33
Other Loan	1,213.57	4,614.61	1,919.90	7,748.08
Lease Liability	-	348.81	-	348.81
Trade payables	7,281.50	(448.05)	-	6,833.45
Other financial liabilities	345.44	-	-	345.44
<b>Total</b>	<b>9,322.03</b>	<b>5,227.17</b>	<b>1,919.90</b>	<b>16,469.10</b>

### (v) Capital management

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves.

The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants. The company does not have gearing as its cash and reserves are substantial to cover up borrowings.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH, 2022

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

### NOTE- 39 BORROWING ON BASIS OF CURRENT ASSETS

The company has made borrowing from Banks or Financial Institution on the basis of security of current assets, and the quarterly return or statement of current assets filed are in agrrement with the books of accounts

### NOTE- 40 RATIOS

Sr. No.	Ratios	Formulae	Mar-22	Mar-21	% change	Reason
1	Debt equity ratio	Total borrowings/Total equity (In times)	1.14	1.02	12.39%	
2	Debt service coverage ratio (DSCR)	Net Operating Income/ Debt Service (In times)	0.0002938	0.0002553	15.05%	
3	Current Ratio	Current Assets/ Current liabilities (In times)	1.59	1.75	-8.80%	
4	Trade Receivables Turnover Ratio	Net Credit Sales / Average Accounts Receivable (In times)	8.15	5.73	42.33%	Revenue Growth after recovery from Covid 19 resulted in an improvement in ratio
5	Tarde Payables Turnover Ratio	Net Credit Purchase / Average Accounts Payable (In times)	5.49	4.05	35.46%	In line to Revenue Growth purchase also increased so it resulted in an changes in ratio
6	Net profit margin (%)	Revenue - Cost / Revenue ( In percentage)	1.66%	1.37%	20.66%	
7	Inventory turnover ratio	Cost Of Goods Sold / ((Beginning Inventory + Ending Inventory) / 2) (In times)	11.05	8.42	31.24%	Revenue Growth after recovery from Covid 19 resulted in an improvement in ratio
8	Net Capital Turnover Ratio	Net annual sales / Working capital (In times)	9.99	6.52	53.33%	Revenue growth along with higher efficiency on working capital improvement has resulted in an improvement in the ratio
9	Return on Equity	Net income / Average shareholder's equity ( In percentage)	11.69%	6.93%	68.88%	Revenue growth along with higher Margin in Coal Business improvement has resulted in an improvement in the ratio
10	Return on Capital Employed	EBIT/CAPITAL EMPLOYED	16.94%	14.49%	16.89%	
11	Return on Investment	Net Return on Investments/ Cost of Investments (In percentage)				Not Applicable

For **NPV And Associates**  
Chartered Accountants  
Firm Regn No. - 129408W

**Milan Chitalia**  
Partner  
Membership no.: 112275

Place: Vapi  
Date: 28.05.2022  
UDIN:-22112275ANPHSC2331

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

**(Vinay Maheshwari)**  
Chairman  
DIN : 01680099

**(Neeraj Maheshwari)**  
CEO

**(Pradeep Kumar Dad)**  
Chief Financial Officer

**(Nandula Vamsikrishna)**  
Company Secretary  
M. NO. A60425

Place : Vapi  
Date : 28.05.2022











**MAHESHWARI LOGISTIC LIMITED**

*Moving Every Mile with a Smile*

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

Ph : (+91) 260-2431024 ; (+91) 8155000688  
Email : [info@mlpl.biz](mailto:info@mlpl.biz) | Web : [www.mlpl.biz](http://www.mlpl.biz)