

MANOMAY TEX INDIA LIMITED  
REGD. OFF. :- 32, HEERA PANNA MARKET  
PUR ROAD, BHILWARA - 311001 (RAJ)

CIN : L18101RJ2009PLC028647  
Mail Id : ykladdha@hotmail.com  
Contact No. : 01482-246983  
Website: www.manomaytexindia.com

=====

Date: 02.09.2021

MTIL/BSE/2021-22

To,  
The Secretary, Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001  
Maharashtra, India

Scrip Code: 540396

Symbol: MTIL

**Sub: Submission of Annual Report for FY 2020-21 as per regulation 34(1) of SEBI (LODR) Regulation, 2015.**

**Dear Sir/Madam,**

This is in Continuation of our communication of Board Meeting Outcome dated 31.08.2021 and with reference to captioned subject, we wish to inform you that the 12<sup>th</sup> Annual General Meeting(AGM) of the Company Will be held on 25.09.2021.

The Annual Report in Pursuant to Regulation 34(1) of SEBI (Listing obligation and Disclosure Requirement) Regulations 2015 and as sent to all Shareholders for approval with AGM Notice in 12<sup>th</sup> Annual General Meeting of the Members of Company to be held on 25.09.2021 is submitted and attached here with.

Kindly take the same on Record.

Thanking you  
Yours faithfully

For: Manomay Tex India Limited  
**For MANOMAY TEX INDIA LTD**

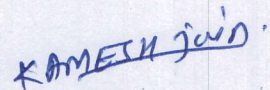


**MANAGING DIRECTOR**

Yogesh Laddha  
Managing Director  
DIN: - 02398508



For: Manomay Tex India Limited



**KAMESH SHRI SHRI MAL**  
Company Secretary and  
Compliance Officer





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**REGISTERED OFFICE**

📍 32 Heera Panna Market, Pur Road Bhilwara Rajasthan 311001 📞 +91 1482 - 246983 📧 [yogesh@manomaytexindia.com](mailto:yogesh@manomaytexindia.com)

**BRANCH OFFICE**

📍 11/296, Industrial Estate Near Arvind Process, Ichalkaranji, Maharastra 416115 📧 [mahesh@manomaytexindia.com](mailto:mahesh@manomaytexindia.com)

**FACTORY ADDRESS**

📍 Aaraji No. 5,6,7 Near Toll Plaza Jojro Ka Kheda, Bhilwara Chittor Road, Gangrar Rajasthan 312901



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# 12TH ANNUAL REPORT 2020-2021



MAOMAY TEX INDIA LIMITED  
CIN L18101RJ2009PLC028647  
REGD. OFFICE: 32, HEERA PANNA MARKET  
PUR ROAD, BHILWARA - 311001 (RAJASTHAN)  
PH: - 01482-246983 EMAIL: YKLADDHA@HOTMAIL.COM WEBSITE: WWW.MANOMAYTEXINDIA.COM

**COMPANY INFORMATION**  
**BOARD OF DIRECTORS & KMP ARE AS FOLLOWS:-**

| S. NO. | NAME                                    | DIRECTORS & KMP         |
|--------|---|-------------------------|
| 1.     | SHRI KAILASHCHANDRA HIRALAL LADDHA      | CHAIRMAN                |
| 2.     | SHRI YOGESH LADDHA                      | MANAGING DIRECTOR       |
| 3.     | SHRI MAHESHCHANDRA KAILASHCHANDRA LADHA | WHOLE TIME DIRECTOR     |
| 4.     | SHRI KAMLESH KAILASHCHAND LADHA         | WHOLE TIME DIRECTOR     |
| 5.     | SMT. PALLAVI LADDHA                     | WHOLE TIME DIRECTOR     |
| 6.     | SHRI BASANT KISHANGOPAL PORWAL          | INDEPENDENT DIRECTOR    |
| 7.     | SHRI DILIP BALKISHAN PORWAL             | INDEPENDENT DIRECTOR    |
| 8.     | SHRI SHRINIWAS SHIVRAJ BHATTAD          | INDEPENDENT DIRECTOR    |
| 9.     | SHRI RAJ KUMAR CHECHANI                 | CHIEF FINANCIAL OFFICER |
| 10.    | SHRI KAMESH SHRI SHRI MAL               | COMPANY SECRETARY       |

**AUDITORS**

M/S B. MAHESHWARI & COMPANY, BHILWARA

**BRANCH AUDITORS**

M/S S.N.RANDAR & ASSOCIATES, ICHALKARANJI



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## CHAIRMAN'S MESSAGE



It has been a long and exciting journey since we started as Dhanlaxmi Group in 1978. We saw our major breakthrough when we changed our name to Manomay Tex India in 2009 and launched ourselves as one of the leading producer and manufacturers of Denim products. Laden with an experience of more than 35 years, our aim was to strike gold when I founded this project.

We, as a team of highly professional and qualified experts are always on the lookout to better ourselves in every possible way. The high-end technology used in our factories is constantly upgraded to ensure that our name in the Denim textile industries leave a mark on our customers.

We know that the market demands change every day. Hence, we always make sure that our team of expert managers are always on their toes to meet end-to-end technology to serve our clients better. Our mission is to constantly improve ourselves on the front of interacting with our clients and customers.

**Warm Regards**

**Kailashchandra Laddha**

Chairman





## MANAGING DIRECTOR' MESSAGE

**MANOMAY**

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### 'LEARN FROM PAST LIVE FOR PRESENT & HOPES FOR FUTURE'

We live in a globalised world where gadgets reduce our distances. customers are transforming faster than us. hence, with latest innovations and quality developments we assure them about current trends.

We at MTIL always believe in stay focus & keep moving towards our goals. Our strength is efficient working. Our passion is focus on targets and achieve them in lesser time .and with whole hearted dedication towards work motivates us all the time.

We always focused on customer's requirements. Quality planning consists the developing the products . and try to meet with our customer's requirements.

We always look forward a long lasting relations customers.

**Warm Regards,**

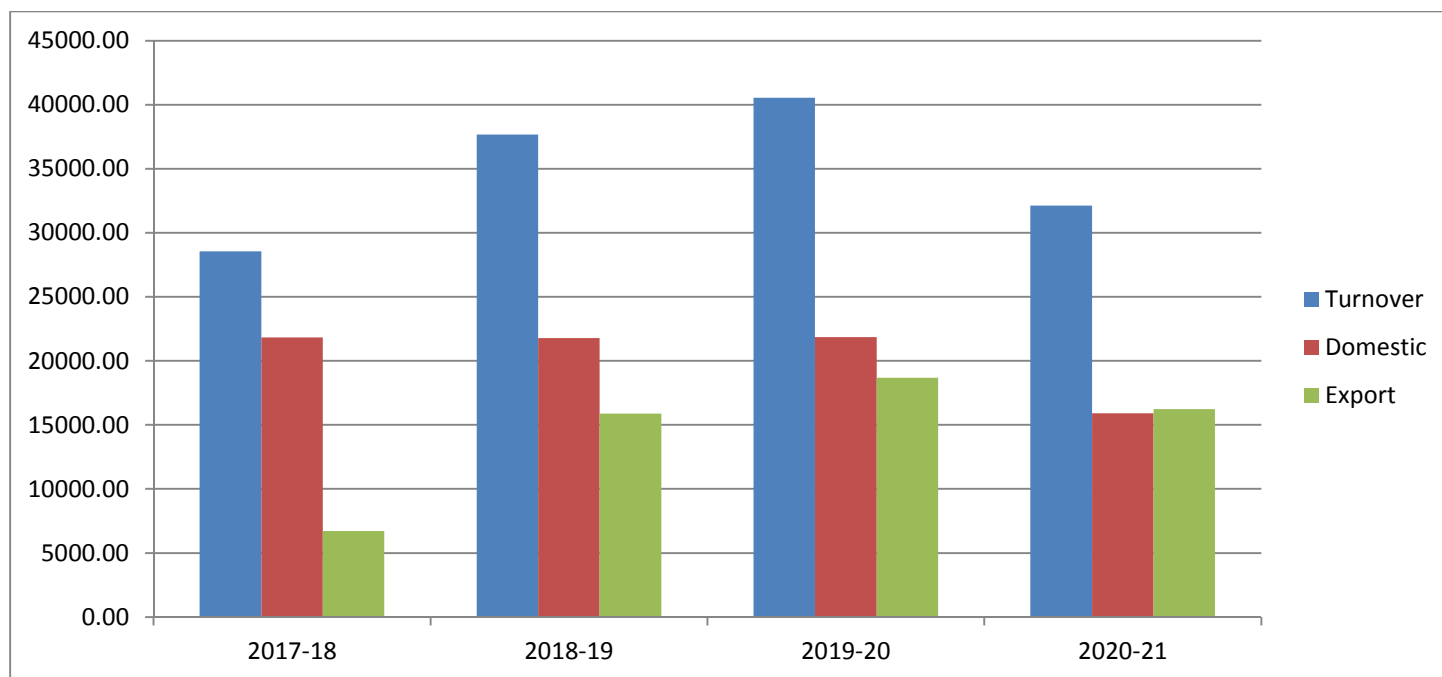
**Yogesh Laddha**

Managing Director

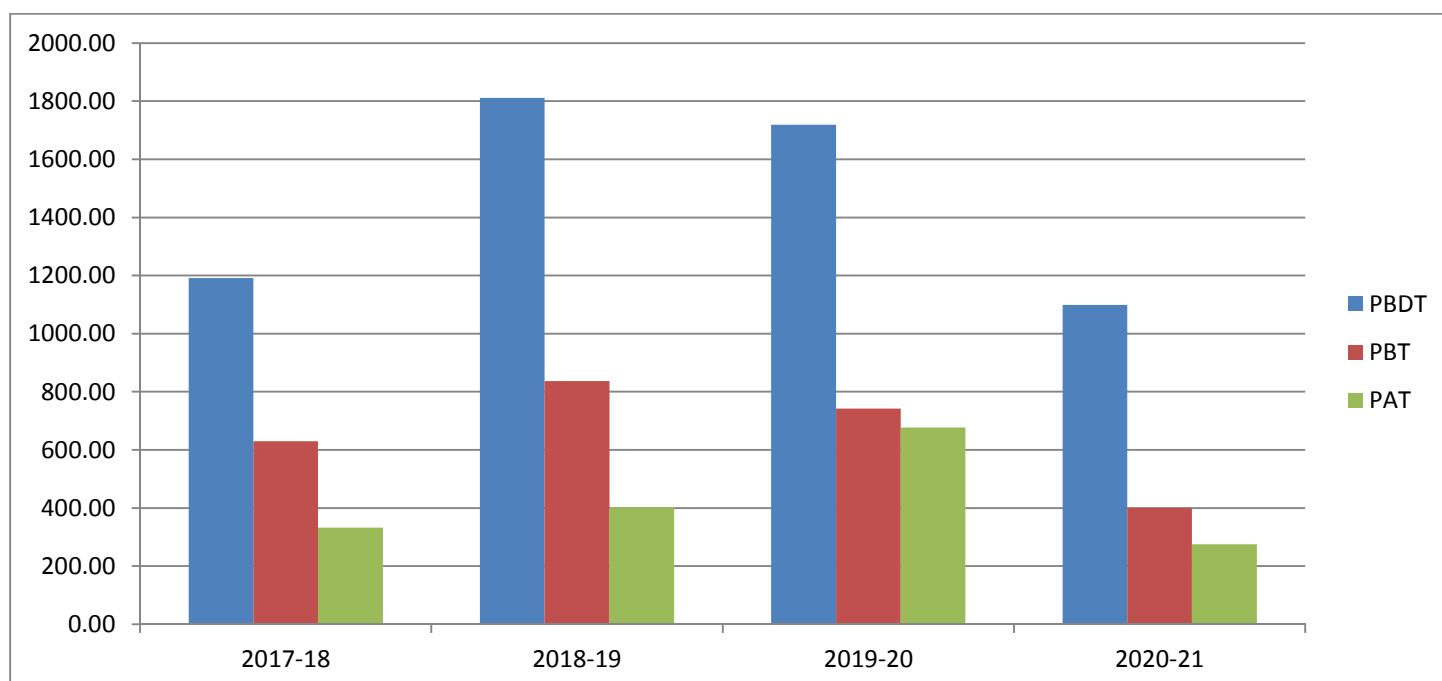


## FINANCIAL HIGHLIGHTS

### TURNOVER (RS. IN LACS)



### PBDT, PBT & PAT (RS. IN LACS)





## NOTICE

Notice is hereby given that the 12<sup>th</sup> Annual General Meeting of the Shareholders of the M/s **Manomay Tex India Limited** will be held on Saturday 25.09.2021 at 12:00 NOON (IST) through Video Conferencing (VC)/ Other Audio Visual Means ("OAVM"), to consider and transact the following business:-

### ORDINARY BUSINESS:-

1. To receive consider and adopt the Director's Report and the Audited Statement of Accounts together with Auditor's Report thereon for the financial year ended 31<sup>st</sup> March 2021.
2. To Appoint Directors in place of Mr. Kamlesh Kailashchand Ladha [DIN: 03520135] who is liable to retire by rotation and is being eligible, offer himself for re- appointment.

### SPECIAL BUSINESS:-

#### **Item No. 3:- Ratification of Remuneration of Cost Auditors for the Financial Year 2021-22:**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:-

**"RESOLVED THAT** pursuant to Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory, modification or re-enactment thereof for the time being in force) and the Rules made there under, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 15,000/- (Rupees Fifteen Thousand) plus GST and re-imbursement of out-of-pocket expenses payable to M/s Avnesh Jain & Co., Cost Accountants (Firm Reg.No.101048) who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2021-22, be and is hereby ratified and approved.

#### **Item No. 4:- Approval for Re-appointment of Maheshchandra Kailashchandra Ladha as Whole Time Director:-**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 & 203 read with Schedule V of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force) or any other law and subject to such consent, approval and permission as may be necessary in this regard, the company hereby approve the Re-appointment and terms of remuneration of Mr. Maheshchandra Kailashchandra Ladha [DIN : 02333125] S/o Sh. Kailashchandra Hiralal Laddha, as an Executive Director, designated as Whole Time Director of the Company whose Re-appointment was made by the board in their meeting held on 31.05.2021 for the period from 09.08.2021 to 08.08.2024, upon such terms & conditions set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to Directors to alter and vary such terms of Re-appointment and remuneration so as to not exceed the limits specified in Schedule V of the Companies Act, 2013, as may be agreed by the Board of Directors and Mr. Maheshchandra Kailashchandra Ladha.

**"RESOLVED FURTHER THAT** the said remuneration by way of salary and perquisites shall also be paid to Mr. Maheshchandra Kailashchandra Ladha, in the event of loss or inadequacy of profit in any financial year.

Dated : 31/08/2021  
Place : Bhilwara

**FOR & ON BEHALF OF THE BOARD**

**SD/-**  
**YOGESH LADDHA**  
**[DIN : 02398508]**  
**MANAGING DIRECTOR**

**Note:-**

1. The Company is listed with BSE on SME platform.
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and Annual general meeting(AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing Annual General Meeting (AGM) through VC/OAVM.
3. 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 themembers is not available for this Annual General Meeting (AGM). However, the Body Corporates are entitled to appoint authorised representatives to attend the Annual General Meeting (AGM) through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the Annual General Meeting (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 Annual General Meeting (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 Annual General Meeting (AGM) without restriction on account of first come first served basis.
5. The attendance of the Members attending the Annual General Meeting (AGM) through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule20 of the Companies (Management and Administration) Rules, 2014 (as amended)and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the Annual General Meeting (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 e-voting on the date of the Annual General Meeting (AGM) will be provided by NSDL.
7. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [somanics@gmail.com](mailto:somanics@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
8. The register of the Members and share Transfer book of the company shall remain closed from **18.09.2021** to **25.09.2021** (both days inclusive)
9. 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 <http://manomaytexindia.com/notice.html> (Report Link) The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. AGM has been convened through VC in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.



11. During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, shall be available for inspection upon login at NSDL e-voting system at <https://www.evoting.nsdl.com/cs@manomaytexindia.com>.
12. Members seeking any information or clarification on Accounts are requested to send written queries to the Company, at least one week before the date of the meeting from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [cs@manomaytexindia.com](mailto:cs@manomaytexindia.com). Replies will be provided in respect of such written queries received only at the meeting.
13. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Regd. office of the Company on all working days, during business hours up to the date of the Meeting.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Share registrars and Transfer Agents.
15. Members holding shares in physical form and who have not registered their email IDs are requested to register their email IDs with the Company's Share Registrars and Transfer Agents.
16. Members are requested to notify the change in their address to the company and always quote their folio number in all correspondence with the company.
17. Members who are holding shares in identical names in more than one folio are requested to send to the Registrar and Share Transfer Agent ('RTA'), the details of such folios together with the share certificates for consolidating their holdings into one folio. The share certificates will be returned to the Members after making requisite changes thereon.
18. Securities and Exchange Board of India has mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities / Registrars and Share Transfer Agents with effect from 1st April 2019. Therefore, members holding share(s) in physical form are requested to immediately dematerialize their shareholding in the Company. Necessary prior intimation in this regard was provided to the shareholders.
19. Electronic copy of the Annual Report for 2020-21 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, a physical copy of the Annual Report for 2020-21 is being sent in the permitted mode and members are requested to bring their copy of the Annual Report with them at the meeting.
20. A statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto.

## **E-voting**

### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-**

**The remote e-voting period begins on September 22, 2021 at 09:00 A.M. (IST) and ends on September 24, 2021 at 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18.09.2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 18, 2021.**

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

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

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

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

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

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

| Type of shareholders  | Login Method  |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a>. Select “<b>Register Online for IDeAS</b>” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |



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

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at [abovementioned website](https://web.cdslindia.com).

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

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

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



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

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

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

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

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [somanics@gmail.com](mailto:somanics@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “**Forgot User Details/Password?**” or “**Physical User Reset Password?**” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

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

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

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at ([cs@manomaytexindia.com](mailto:cs@manomaytexindia.com)). The same will be replied by the company suitably.

**BRIEF RESUME OF MR. KAMLESH KAILASHCHAND LADHA, SEEKING RE-APPOINTMENT AT THE 12<sup>TH</sup> ANNUAL GENERAL MEETING TO BE HELD AT 25<sup>TH</sup> SEPTEMBER, 2021**

|  |   |
|--|---|
| Name   | Mr. Kamlesh Kailashchand Ladha  |
| DIN  | 03520135  |
| Date of Birth  | 11.12.1976  |
| Qualifications   | B.Com & Diploma in Textile Technology   |
| Expertise in specific functional areas   | He is a Commerce graduate and young entrepreneur, with specialization in production and has 15 years of experience behind him. He is specialized in production planning. He is looking after day to day activities of production of the company and is associated with the company from Last 15 years and having vast experience in handling and controlling of various activities like production and Administration. He is enthusiastically involved with the manufacturing unit of the company at Ichalkaranji and is always focusing to ensure quality products at competitive prices and at cost effective ways. Being a next generation Director he keeps close watch to the latest innovation in textile and other sectors and R & D around the Globe. He has very good reputation in industry line. |
| Directorships held in other public companies (excluding foreign companies and Section 8 companies)   | NIL   |
| Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.) | NIL   |
| Number of shares held in the Company   | 4,28,750/-  |
| Relationships with other Directors, Manager and other Key Managerial personnel   | Son of Kailashchandra Hiralal Laddha (Chairman), Brother of Yogesh Laddha (MD) & Maheshchandra Kailashchandra Ladha (WTD)   |
| Details of remuneration paid / sought to be paid   | Rs.1,00,000/- Per Month in the scale of Rs.100000-125000-150000   |
| Number of meetings of the Board attend during the year   | 7   |



**Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013**

**Item No. 3**

The board of Directors at their meeting held on 31<sup>st</sup> May 2021 upon the recommendation of the audit committee, approve the appointment of M/s Avnesh Jain & Co, Cost Accountants (FRN: 101048), to conduct the audit of the cost records of the company for the financial year ending 31<sup>st</sup> March 2022 at a remuneration of Rs. 15,000/- (Rupees Fifteen Thousand) plus GST & re-imbursement of out-of- pocket expenses.

In term of the provisions of Section 148 of the Companies Act 2013, read with the Rule 14 of the Companies (Audit & Auditors) Rules, 2014 (as amended or re-enacted from time to time) the remuneration as mentioned above, payable to the cost Auditors, has to be approved and confirmed by the members.

Accordingly, consent of the members is sought for passing an ordinary resolution as set out at item No. 3 of the Notice for approval of the remuneration payable to the cost auditors for the financial year ending 31<sup>st</sup> March 2022.

The Board recommends the Resolution at Item No.3 of the accompanying Notice for ratification of the Cost Auditors' remuneration by the Members of the Company by way of passing of Ordinary Resolutions.

None of the Directors or KMP of the Company or their immediate relatives are concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution.

**Item No. 4**

**RATIFICATION OF RE-APPOINTMENT OF WHOLE TIME DIRECTOR**

It is informed that the board of director has Re-appointed Mr. **Maheshchandra Kailashchandra Ladha** as a Whole Time Director of the Company in their meeting held on 31.05.2021 for the period of 3 year w.e.f. 09.08.2021. The Directors are of the view that the Re-appointment of Mr. **Maheshchandra Kailashchandra Ladha**, as Whole Time Director will be beneficial to the operations of the company and the remuneration payable to him is commensurate with his abilities and experience and accordingly commend the resolutions at Item 4 of the accompanying notice for approval by members of the company.

In compliance with provisions of Section 196, 197, 198 & 203 and other applicable provisions of the Act, read with Schedule V of the Act, the terms of remuneration specified below are being placed before the Members for their approval.

**Remuneration (Salary & perquisite):-**

- (i) (Salary : Rs.1,00,000/- Per Month in the scale of (Rs.1,00,000-1,20,000-1,40,000)
- (ii) Perquisites: In addition of the aforesaid salary, Mr. Maheshchandra Kailashchandra Ladha [DIN: 02333125] shall also be entitled to such perquisites as described below:

**PART-A**

Perquisites as per the Section IV of the Schedule V of the Companies Act, 2013 as provided below:

- a) Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961 (43 of 1961);

(b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and

(c) Encashment of leave at the end of the tenure.

(Above these benefits shall not be included in the computation of ceiling on remuneration above.)

**PART-B**

Other perquisites as provided below:

- (i) Reimbursement of medical expenses incurred in India or abroad including hospitalization, nursing home and surgical charges for himself and family subject to ceiling of one month salary in a year.
- (ii) Reimbursement of membership fees for a maximum of two clubs.
- (iii) Personal accidents and Mediclaim Insurance Policy.
- (iv) Car with driver: The Whole Time Director will be provided with a car and driver for use on Company's business. Use of car for private purpose will be billed by the Company.
- (v) The Company shall reimburse actual entertainment and travelling expenses incurred by the Whole Time Director in connection with the Company's business.

Salary may revise periodically by the Board of Directors on the recommendation Nomination and Remuneration Committee.

Therefore the Board proposes to seek approval of the Shareholders of the Company, approving the appointment & remuneration payable to Mr. Maheshchandra Kailashchandra Ladha.

Details of directors who are interested or concerned in the proposed resolution are as follows:-

| Name of Director                                  | Relation |
|---|----------|
| Mr. Kailashchandra Hiralal Laddha [DIN: 01880516] | Relative |
| Mr. Kamlesh Kailashchand Ladha [DIN: 03520135]    | Relative |
| Mr. Yogesh Laddha [DIN: 02398508]                 | Relative |

Dated : 31/08/2021  
Place : Bhilwara

**FOR & ON BEHALF OF THE BOARD**

**SD/-  
YOGESH LADDHA  
[DIN: 02398508]  
MANAGING DIRECTOR**

**BRIEF RESUME OF MR. MAHESHCHANDRA KAILASHCHANDRA LADHA, WHOLE TIME DIRECTOR OF THE COMPANY**

|   |  |
|---|--|
| <b>Name</b>   | Mr. Maheshchandra Kailashchandra Ladha   |
| <b>DIN</b>  | 02333125   |
| <b>Date of Birth</b>  | 01/07/1972   |
| <b>Qualifications</b>   | Graduate   |
| <b>Expertise in specific functional areas</b>   | <p>He is a Commerce graduate and young entrepreneur, with specialization in finance &amp; Marketing and has 20 years of experience behind him. He is specialized in marketing planning, portfolio management and looking after day to day activities of the company and is associated with the company from Last 20 years and having vast experience in handling and controlling of various activities like Administration and Marketing and production.</p> <p>He is enthusiastically involved with the manufacturing unit of the company at Ichalkaranji as well as Bhilwara unit and is always focusing to ensure quality products at competitive prices and at cost effective ways.</p> <p>Being a next generation Director he keeps close watch to the latest innovation in textile and other sectors and R &amp; D around the Globe. He has very good reputation in industry line.</p> |
| <b>Directorships held in other public companies (excluding foreign companies and Section 8 companies)</b>   | -  |
| <b>Memberships/ Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders' Relationship Committee.)</b> | -  |
| <b>Number of equity shares held in the Company</b>  | 9,83,750/-   |
| <b>Relationships with other Directors, Manager and other Key Managerial personnel</b>   | <p>Son of Kailashchandra Hiralal Laddha (WTD)</p> <p>Brother of Mr. Yogesh Laddha (MD)</p> <p>Brother of Mr. Kamlesh Kailashchand Ladha (WTD)</p>  |
| <b>Details of remuneration paid / sought to be paid</b>   | Rs. 1,00,000/- Per month in the scale of (Rs. 100000-120000-140000)  |
| <b>Number of meetings of the Board attend during the year</b>   | 7  |



## BOARD REPORT

To,  
The Members,

Your Directors have pleasure to present the 12<sup>th</sup> Annual Report on the business and operations of your Company along with the Audited Financial Statement for the Year ended 31<sup>st</sup> March, 2021.

### 1. FINANCIAL RESULTS:-

The Financial Results of the Company's performance for the year under review and those of the previous year are as follows:-

| Particulars   | (Rs. In Lacs)           |                          |
|---|-------------------------|--------------------------|
|   | Current Year<br>2020-21 | Previous Year<br>2019-20 |
| Revenue from operation  | 32125.30                | 40544.57                 |
| Other Income (including Job Income)                                       | 0.72                    | 17.44                    |
| Total Income  | 32126.02                | 40562.01                 |
| Profit before Financial Expenses, Depreciation, amortization and Taxation | 1763.31                 | 2570.87                  |
| Less: Financial expenses  | 664.58                  | 851.73                   |
| Operating profit before Depreciation, amortization & Taxation             | 1098.73                 | 1719.14                  |
| Less: Depreciation & amortization written off                             | 697.97                  | 976.98                   |
| Profit before Extraordinary Items and Taxation                            | 400.76                  | 742.16                   |
| Less: Extraordinary Items   | 0.00                    | 0.00                     |
| Profit before Taxation  | 400.76                  | 742.16                   |
| Less : Provision for Taxation   |                         |                          |
| Current Tax   | 124.47                  | 123.88                   |
| Deferred Tax  | 0.82                    | -59.47                   |
| Profit after Taxation   | 275.47                  | 677.75                   |
| Add: Balance brought forward  | 1896.50                 | 1218.75                  |
| Profit available for appropriation  | 2171.97                 | 1896.50                  |

### 2. STATE OF COMPANY'S AFFAIRS / FINANCIAL PERFORMANCE:-

The outbreak of corona virus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. The nationwide lock down was ordered by the Govt. of India on 22<sup>nd</sup> March 2020 and which continue till 20<sup>th</sup> May 2020. During this period plant was completely shutdown, which impacted on the performance of the company in the financial year 2020-21.

During the year under review, your company reported Revenue from operation of Rs. 32125.30 Lacs only as compared to Rs. 40544.57 Lacs in the previous year which showed a decrease by 20.76 %. Profit after tax of the company has also been decrease from Rs. 677.75 Lacs to Rs. 275.47 Lacs which showed an decrease by 59.35%. Your board is always focuses on improved quality of Product and good service to the customers.

Although there are uncertainties due to Covid-19 pandemic, Management will endeavor to make all efforts to optimizing the cost of production and productivity level in order to have survival and prosper during the current Financial Year 2021-22. Financial Results of the Company was adopted at Factory office, Dist. Chittorgarh-312901.

### **3. TRANSFER TO RESERVES:-**

The Company proposes not to transfer any amount to the reserves and an amount of Rs. **275.47 Lacs** proposed to be retained in the Profit & Loss A/c.

### **4. DIVIDEND:-**

In view of the planned business growth, your directors deem it proper to conserve the resources of the Company for its activities/ expansion and therefore, do not propose any dividend for the F.Y. ended 31.03.2021 and carried forward the net profit balance to the next year.

### **5. CAPITAL STRUCTURE:-**

The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lacs only) equity shares of Rs.10/- each.

The Paid up share capital of the Company is Rs.14,68,33,500/- (Rupees Fourteen Crore Sixty Eight Lacs Thirty Three Thousand Five Hundred only) divided into 1,46,83,350 (One Crore Forty Six Lacs Eighty Three Thousand Three Hundred Fifty only) equity shares of Rs.10/- each.

### **6. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR:-**

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

### **7. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS & COMPANY'S OPERATIONS IN FUTURE:-**

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

### **8. SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANY:-**

As on March 31, 2021, the Company does not have any subsidiary or joint venture or any associates Company.

### **9. MAINTENANCE OF COST RECORD:-**

Our Company is required to maintain the cost record as specified by the Central Government under sub-section(1) of section 148 of the Companies Act, 2013 and the company has made and maintained the cost record as prescribed.

### **10. STATUTORY AUDITOR & AUDIT REPORT:-**

B. Maheshwari & Co. (FRN : 105839W), Chartered accountants is a statutory auditors of the Company to hold office from the conclusion of Annual General Meeting (AGM) held on 07.09.2018 till the conclusion of the AGM of the Company to be held in the year 2023.

***There are no qualifications or observations or remarks made by the Auditors in their Report.***

**11. SECRETARIAL AUDIT:-**

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, the board has appointed M/s. Avinash Nolkha & Associates (M. No. F10586), Practicing Company Secretary as the Secretarial Auditor of the company. The report of the Secretarial Auditors in MR-3 is enclosed as **Annexure IV** to this report. The report is self-explanatory and do not call for any further comments.

**12. COST AUDITORS:-**

As per Section 148 of the Act, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. On the recommendation of the Audit Committee, the Board has appointed M/s Avnesh Jain & Co., Cost Accountants, Jaipur as cost auditors for conducting the audit of cost records of the Company for the financial year 2021-22.

**13. CHANGE IN THE NATURE OF BUSINESS:-**

There is no change in the nature of the business of the company.

**14. DIRECTORS AND KEY MANAGERIAL PERSONNEL:-**

Mr. Maheshchandra Kailashchandra Laddha [DIN: 02333125] reappointed as Whole Time Director for the period of three years w.e.f. 09.08.2021. The terms of their Re-appointment & remuneration to be ratified by the members in the ensuing Annual general meeting.

In accordance with the provisions of Section 152 of the Companies Act and Articles of Association, Mr. Kamlesh Kailashchand Ladha [DIN: 03520135] shall retire by rotation and being eligible offers himself for reappointment at the ensuing Annual General Meeting of the Company.

**Details of Directors & KMP are as follows:-**

| S.N. | Name of Directors/KMP                  | Designation                         |
|------|--|-------------------------------------|
| 01   | Mr. Kailashchandra Hiralal Laddha      | Whole Time Director cum Chairman    |
| 02   | Mr. Yogesh Laddha                      | Managing Director                   |
| 03   | Mr. Maheshchandra Kailashchandra Ladha | Whole Time Director                 |
| 04   | Mr. Kamlesh Kailashchand Ladha         | Whole Time Director                 |
| 05   | Ms. Pallavi Laddha                     | Whole Time Director                 |
| 06   | Mr. Shriniwas Shivraj Bhattad          | Independent Non-Executive Directors |
| 07   | Mr. Basant Kishangopal Porwal          | Independent Non-Executive Directors |
| 08   | Mr. Dilip Balkishan Porwal             | Independent Non-Executive Directors |
| 09   | Mr. Raj Kumar Chechani                 | Chief Finance Officer               |
| 10   | Mr. Kamesh Shrishri Mal                | Company Secretary                   |

**15. DEPOSITS:-**

The Company has not invited / accepted any deposits from the public during the year ended March 31, 2021. There were no unclaimed or unpaid deposits as on March 31, 2021.



## **16. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:-**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014 - As Per **Annexure I**

## **17. CORPORATE SOCIAL RESPONSIBILITY:-**

The company has approved the CSR policy and the Company has contributed Rs.14,06,529/- (Rupees fourteen Lac Six Thousand Five Hundred Twenty Nine Only) as per statutory requirement under the law. The main thrust of the company has been to contribute towards Tree Plantation, Eradicating hunger and Malnutrition, Promote Education, Ensuring Environmental Sustainability, Promoting Health Care Including Preventive Health Care, Promote Rural Sports, Nationally Recognized Sports, Paralympics Sports and Olympic Sports, Sanitation, Animal welfare and Empowering Women, Making Available Safe Drinking Water Facilities. Which are in accordance with CSR Policy of the Company and Schedule VII of The Companies Act, 2013. The Annual CSR Report of the Company is provided in **Annexure II** forming part of this report.

The CSR Committee is duly constituted with the following members:-

| <b>S. N.</b> | <b>Name of Director</b>            | <b>Designation</b> |
|--------------|------------------------------------|--------------------|
| 1.           | Yogesh Laddha                      | Chairman           |
| 2.           | Maheshchandra Kailashchandra Ladha | Member             |
| 3.           | Dilip Balkishan Porwal             | Member             |

## **18. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:-**

In pursuant to the section 177 (9) & (10) of the Companies Act, 2013, a vigil Mechanism for director and employees to report genuine concerns has been established. The Vigil Mechanism/ Whistle Blower Policy has been uploaded on the Website of the Company at <http://www.manomaytexindia.com/whistle-blower-policy.pdf> under Investor>>Policy>> Whistle Blower Policy link. None of the personnel of the Company have been denied to access the Audit Committee. During the year, the Company has not received any Whistle Blower Complaints.

## **19. RISK MANAGEMENT POLICY:-**

### **FRAMEWORK**

Risk Management is a key aspect of the “Corporate Governance Principles and Code of Conduct” which aims to improve the governance practices across the Company’s activities. Risk management policy and processes will enable the Company to proactively manage uncertainty and changes in the internal and external environment to limit negative impacts and capitalization of opportunities.

### **BACKGROUND AND IMPLEMENTATION**

The Company is prone to inherent business risks. This document is intended to formalize a risk management policy, the objective of which shall be identification, evaluation, monitoring and minimization of identifiable risks.

This policy is in compliance with the Listing Agreement which requires the Company to lay down procedure for

risk assessment and procedure for risk minimization.

The Board of Directors of the Company and the Audit Committee shall periodically review and evaluate the risk management system of the Company so that the management controls the risks through properly defined network. Head of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Board and Audit Committee.

#### **COMMITTEE**

The Company has not made Risk Management Committee but the Board of Directors and Audit Committee is looking after the Risk Management of the Company.

#### **20. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:-**

The Policy of the Company on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under section 178(3), uploaded on company's website (Link <http://www.manomaytexindia.com/Revised-Nomination-Remuneration-Policy.pdf>)

#### **21. MEETINGS OF THE BOARD OF DIRECTORS AND COMMITTEE THEREOF:-**

##### **Board Meeting:-**

The Board of Directors of the Company met 8 (Eight) during the year, in respect of which proper notices were given and the proceedings were properly recorded, signed and maintained in the Minutes Book kept by Company for the purpose. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The names of the Directors their attendance at the Board Meeting and last Annual General Meeting of Company are given as below:

| <b>Name of the Director</b>            | <b>Board Meeting held during Tenure of Director</b> | <b>Board Meeting attended</b> | <b>Attendance at the Last Annual General Meeting</b> |
|--|---|-------------------------------|--|
| Mr. Kailashchandra Hiralal Laddha      | 8   | 8                             | Yes  |
| Mr. Yogesh Laddha                      | 8   | 8                             | Yes  |
| Mr. Maheshchandra Kailashchandra Ladha | 8   | 7                             | Yes  |
| Mr. Kamlesh Kailashchand Ladha         | 8   | 7                             | Yes  |
| Ms. Pallavi Laddha                     | 8   | 8                             | Yes  |
| Mr. Shriniwas Shivraj Bhattad          | 8   | 5                             | Yes  |
| Mr. Basant Kishangopal Porwal          | 8   | 6                             | Yes  |
| Mr. Dilip Balkishan Porwal             | 8   | 5                             | Yes  |

#### **EXTRA ORDINARY GENERAL MEETING**

During the year under review, The Company Does not held any extra ordinary general meeting of members.

#### **SEPARATE MEETING OF INDEPENDENT DIRECTORS:**

As stipulated by the Code of Independent Directors under the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on 14.06.2020 to review the performance of Non-Independent Directors (including the Chairman) and the entire Board. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

## COMMITTEES OF BOARD

Currently, the Board has Five committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee and Internal Complaint Committee. All committees are constituted with the proper composition of Independent Directors and Non Executive Directors as specified in relevant provisions of Companies Act, 2013.

### 1. Nomination and Remuneration Committee Meetings:-

| Name of the Committee Member          | NRC Meeting held during Tenure of Director | NRC Meeting attended |
|---------------------------------------|--|----------------------|
| Mr. Dilip Balkishan Porwal (Chairman) | 1  | 1                    |
| Mr. Shriniwas Shivraj Bhattad         | 1  | 1                    |
| Mr. Basant Kishangopal Porwal         | 1  | 1                    |

### 2. Audit Committee Meetings:-

| Name of the Committee Member             | Audit Committee Meeting held during Tenure of Director | Audit Committee Meeting attended |
|--|--|----------------------------------|
| Mr. Basant Kishangopal Porwal (Chairman) | 4  | 4                                |
| Mr. Dilip Balkishan Porwal               | 4  | 4                                |
| Mr. Yogesh Laddha                        | 4  | 4                                |

### 3. Stakeholder Relationship Committee Meetings:-

| Name of the Committee Member          | SRC Meeting held during Tenure of Director | SRC Meeting attended |
|---------------------------------------|--|----------------------|
| Mr. Dilip Balkishan Porwal (Chairman) | 5  | 5                    |
| Mr. Yogesh Laddha                     | 5  | 5                    |
| Mr. Kamlesh Kailashchand Ladha        | 5  | 3                    |

### 4. Corporate Social Responsibility Committee Meetings:-

| Name of the Committee Member           | CSR Meeting held during Tenure of Director | CSR Meeting attended |
|--|--|----------------------|
| Mr. Yogesh Laddha (Chairman)           | 2  | 2                    |
| Mr. Maheshchandra Kailashchandra Ladha | 2  | 1                    |
| Mr. Dilip Balkishan Porwal             | 2  | 2                    |

### 5. Internal Complaint Committee Meetings:-

| Name of the Committee Member | Internal Complaint Committee Meeting held | Internal Complaint Committee Meeting |
|------------------------------|---|--------------------------------------|
|------------------------------|---|--------------------------------------|



|                                    | during Tenure of Director | attended |
|------------------------------------|---------------------------|----------|
| Mrs. Pallavi Laddha ( Chairperson) | Nil                       | Nil      |
| Mrs. Munna Devi Khatik             | Nil                       | Nil      |
| Mr. Rishabh Kothari                | Nil                       | Nil      |
| Mrs.Vandana Nuwal                  | Nil                       | Nil      |

**22. DIRECTORS' RESPONSIBILITY STATEMENT:-**

Pursuant to the requirement under section 134(3)(C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (i). In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2021, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii). The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2021 and of the profit and loss of the company for that period;
- (iii). The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv).The directors had prepared the annual accounts on a going concern basis;
- (v). The directors had laid down Internal Financial Controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (vi). The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**23. DECLARATION BY INDEPENDENT DIRECTORS:-**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules. The Independent Directors have submitted their Independent Director Databank Registration number and certificates to the Board which was issued by Indian Institute of Corporate Affairs (IICA). The Independent Directors was Exempt for self-assessment tests of Indian Institute of Corporate Affairs (IICA).

**24. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:-**

There are no loans, guarantees or investments in excess of the limits prescribed u/s 186 of the Act.

**25. INTERNAL CONTROL SYSTEMS:-**

The Company's internal control systems are adequate and commensurate with the nature and size of the Company and it ensures:

- Timely and accurate financial reporting in accordance with applicable accounting standards.
- Optimum utilization, efficient monitoring, timely maintenance and safety of its assets.
- Compliance with applicable laws, regulations and management policies.

**26. HUMAN RESOURCES AND INDUSTRIAL RELATIONS:-**

Your Company treats its human resources as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your company's trust is on the promotion of talent internally through job rotation and job enlargement.

**27. PARTICULARS OF EMPLOYEE:-**

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**28. PERFORMANCE EVALUATION:-**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee has laid down the criteria for evaluation of the performance of individual Directors and the Board as a whole. Based on the criteria the exercise of evaluation was carried out through a structured process covering various aspects of the Board functioning such as composition of the Board and committees, experience & expertise, performance of specific duties & obligations, attendance, contribution at meetings & Strategic perspectives or inputs regarding future growth of company, etc. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Director. The performance of the Independent Directors was carried out by the entire Board (excluding the Director being evaluated). The Directors expressed their satisfaction with the evaluation process.

**29. RELATED PARTY TRANSACTIONS:-**

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. All transactions entered with the Related Parties as defined under the Companies Act, 2013 and regulation 23 of the SEBI (listing Obligation & Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of Business and on arm's length basis and do not attract the provisions of section 188 of the Companies Act, 2013. Thus disclosure in form AOC- 2 is not required. The related party disclosure has been uploaded on the Website of the Company at [www.manomaytexindia.com](http://www.manomaytexindia.com) under Investor>>Policy>> policy for determination of materiality of events.

Your Directors draw attention of the members to notes to the financial statement which sets out related party disclosures as per Accounting Standard - 18.

A statement in summary form of transactions with related parties is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

**30. INVESTOR EDUCATION AND PROTECTION FUND**

There were no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.

**31. LISTING OF EQUITY SHARE OF THE COMPANY:-**

The equity shares of the company are listed on the SME platform of Bombay Stock Exchange Limited (BSE). The Company has paid the Annual Listing Fees to BSE for the financial year 2021-22.

**32. COMMITTEES:-**

The Board of Directors of the Company constituted the following Committees:

➤ **AUDIT COMMITTEE**

The Audit Committee comprises Mr. Basant Kishangopal Porwal as Chairman, Mr. Yogesh Laddha and Mr. Dilip Balkishan Porwal as the Members. The Committee is assigned role, powers and responsibilities as provide under clause 52 of the Equity Listing Agreement and Section 177 of the Companies Act, 2013.

➤ **NOMINATION AND REMUNERATION COMMITTEE:-**

The Nomination and Remuneration Committee comprises with Mr. Dilip Balkishan Porwal as Chairman, Mr. Shriniwas Shivraj Bhattad and Basant Kishangopal Porwal as members. The purpose of NRC is to recommend the nomination and remuneration of Director, KMP and to evaluate the performance of Directors and board.

➤ **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:-**

The Corporate Social Responsibility Committee comprises with Mr. Yogesh Laddha as Chairman, Mr. Dilip Balkishan Porwal Independent Director and Mr. Maheshchandra Kailashchandra Ladha as members. The role of committee is to formulate, design, Implement, review and monitoring of CSR activities in compliance of CSR objective and policy of the company.

➤ **INTERNAL COMPLAINT COMMITTEE**

The Internal Complaint Committee comprises with Mrs. Pallavi Laddha as Chairperson, Mrs. Munna Devi Khatik as Senior Lady Member, Mr. Rishabh Kothari Member and Smt. Vandana Nuwal as NGO Member. The purpose of Internal Complaint Committee is to provide safe environment for the female employees of the Company and employees are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological.

**33. BOARD EVALUATION:-**

In compliance with the provision of Companies Act, 2013 and Listing Compliances, the Board carried out at an annual evaluation of its own performance and Independent directors. It also evaluated the performance of its committees. The evaluation inter-alia covered different aspects viz. composition of board and its committees, qualification, performance, inter-personal skills, submission done by the director in varied disciplines related to the company's business etc.

**34. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE IBC 2016:-**

During the year under review no application was made, further no any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) against the company.

**35. DIFFERENCE IN VALUATION**

During the year under review there was no case of one time settlement with financial institution so the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions are not applicable to the company.

**36. MANAGEMENT DISCUSSION AND ANALYSIS:-**

The Management Discussion and analysis forms part of this annual Report as **Annexure III** for the year ended 31st March 2021.

**37. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:-**

In order to prevent sexual harassment of women at work place, a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9<sup>th</sup> December, 2013. The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on Prevention, Prohibition and Redressal of sexual harassment at workplace in line with the provision of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules there under for prevention and redressal of complaints of sexual harassment at workplace. The company is committed to providing equal opportunities without regard to their race, caste, sex, religion, color, nationality, disability, etc. All women associates (permanent, temporary, contractual and trainees) as well as any women visiting the company's office premises or women service providers are covered under this policy. All

employees are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal or psychological.

During the year under review, no complaints were received by the Company relating to sexual harassment at workplace. The Management of the Company endeavors to provide safe environment for the female employees of the Company.

### **38. ANNUAL RETURN**

A copy of Annual Return as provided under Section 92(3) of the Act, in the prescribed form, which will be filed with the Registrar of Companies/MCA, is hosted on the Company's website and can be accessed at [http://manomaytexindia.com/annual\\_report/return.html](http://manomaytexindia.com/annual_report/return.html)

### **39. CORPORATE GOVERNANCE:-**

Your company is being SME Company and listed on SME exchange of BSE Limited. Therefore, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the compliance with corporate governance as specified in regulation 17 to 27 and clauses (b) to (i) of sub regulation 2 of regulation 46 and Para C, D and E of Schedule V shall not apply.

### **40. COMPLIANCES OF SECRETARIAL STANDARDS: -**

The company has complied with the requirements prescribed under the secretarial standards on the meetings of the Board of Directors (SS-1) and General Meeting (SS-2) read with the MCA Circulars granting exemptions in view of Covid19 Pandemic.

### **41. ACKNOWLEDGEMENT:-**

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, Local Bodies, Customers, Suppliers, Executives, Financial Institution and Central and State Governments for their continuous co-operation and assistance.

Place : Bhilwara  
Date : 31/08/2021

**FOR: MANOMAY TEX INDIA LIMITED**

**SD/-**  
**KAILASHCHANDRA HIRALAL LADDHA**  
[DIN: 01880516]  
**CHARIMAN**

**FOR: MANOMAY TEX INDIA LIMITED**

**SD/-**  
**YOGESH LADDHA**  
[DIN: 02398508]  
**MANAGING DIRECTOR**

**FOR: MANOMAY TEX INDIA LIMITED**

**SD/-**  
**PALLAVI LADDHA**  
[DIN: 06856220]  
**WHOLE TIME DIRECTOR**



**ANNEXURE I**

**ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE  
EARNING AND OUTGO**

Information pursuant to Section 134 (3) (m) of the Companies Act, 2013 and under Rule 8 (3) of Companies (Accounts) Rules 2014 and forming part of the Directors' Report for the year ended 31<sup>st</sup> March, 2021.

**(A) CONSERVATION OF ENERGY :**

**(i) The steps taken or impact on conservation of energy;**

1. The Company has taken adequate steps for energy conservation. However, the same have been impaired by quality of power available from the Ajmer Vidhut Vitran Nigam Limited and Maharashtra State Electricity Distribution Company Limited causing frequent interruption in the manufacturing process.
2. The adequate steps are taken for conserving energy while designing the plant itself.
3. Availability of un-interrupted power supply would help in reducing the cost of production.
4. Creating awareness among all the staff members to conserve energy.
5. Use of energy efficient CFL and LED lights and changing of Electronics Ballast in place of Copper Ballast.

**(ii) Total energy consumption per unit of production:**

| Particulars   | 2020-21             | 2019-20             |
|---|---------------------|---------------------|
| <b>1. Electricity :</b>   |                     |                     |
| (a) Purchased Units (KWH in lacs) from AVVNL & MSEDCL & Open Excess | 115.81              | 153.81              |
| Total Amount ( Rs. in lacs)   | 827.56              | 1166.71             |
| <b>Cost of per unit purchased from AVVNL &amp; MSEDCL (Rs./KWH)</b> | <b>RS 7.15/UNIT</b> | <b>Rs.7.59/UNIT</b> |
| <b>(b) Solar</b>  |                     |                     |
| Unit (Kwh In Lacs)  | 8.43                | 2.49                |
| Total Amount  | 35.40               | 10.45               |
| Cost Per Unit   | <b>4.20/UNIT</b>    | <b>4.20/UNIT</b>    |
| <b>(b) Own Generation</b>   |                     |                     |
| Diesel consumed ( Liters in lacs)                                   | 0.13                | 0.15                |
| Cost of diesel consumed (Rs. in lacs)                               | 10.76               | 10.73               |
| Units of Electricity generated by own DG Set in lacs                | 0.40                | 0.41                |
| Cost of per unit generated by own DG Set                            | 26.83               | 26.17               |
| <b>Total Units of Electricity Consumed(KWH in lacs)</b>             | <b>124.64</b>       | <b>156.71</b>       |
| <b>2. Coal &amp; Lignite :</b>                                      |                     |                     |
| Quantity (in MT)  | NIL                 | NIL                 |
| Total Cost (Rs. In Lakh)  | NIL                 | NIL                 |
| Cost of per MT (Rs./MT)   | NIL                 | NIL                 |

(iii) Consumption per unit of production:

| Particulars                              | 2020-21          | 2019-20          |
|--|------------------|------------------|
| Electricity (KWH)                        | 124.64           | 156.71           |
| Total Production (OWN + JOB) (In Meters) | 299.94           | 325.89           |
| <b>Electricity Consumed Per Meter</b>    | <b>0.41/UNIT</b> | <b>0.48/UNIT</b> |

**(B) TECHNOLOGY ABSORPTION:**

(i) The efforts made towards technology absorption;

Efforts towards technology absorption included continued efforts for process improvements and improved formulation types / strengths to improve the efficacy, productivity and profitability of the Company.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Product development, value addition and sustainable.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

- (a) The details of technology imported: The Company has not imported any technology during the last three financial years.
- (b) The year of import: Not Applicable
- (c) Whether the technology been fully absorbed: Not Applicable
- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

**(C) FOREIGN EXCHANGE EARNING & OUTGO :**

(Rs. In lacs)

| Particulars                                | 2020-21         | 2019-20         |
|--|-----------------|-----------------|
| <b>Foreign Exchange Earning</b>            | <b>13133.04</b> | <b>18863.25</b> |
| <b><u>Foreign Exchange Outgo</u></b>       |                 |                 |
| In Capital Goods                           | -               | -               |
| <b>In Store and Spares &amp; chemicals</b> | <b>1014.23</b>  | <b>1738.98</b>  |
| <b>In Other</b>                            |                 |                 |
| - Commission                               | 415.61          | 319.61          |
| - AMC charges & other sales exp.           | -               | 01.27           |
| <b>Total</b>                               | <b>1429.84</b>  | <b>2059.86</b>  |

Place : Bhilwara  
Date : 31.08.2021

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-  
KAILASHCHANDRA HIRALAL LADDHA  
[DIN: 01880516]  
CHAIRMAN

SD/-  
YOGESH LADDHA  
[DIN: 02398508]  
MD

SD/-  
PALLAVI LADDHA  
[DIN: 06856220]  
WTD

**“ANNEXURE –II”  
THE ANNUAL REPORT ON CSR ACTIVITIES**

**1. A Brief outline on CSR Policy of the Company:-**

- A. The CSR Policy of the Company reflects the Company's philosophy on its social commitment and mission which is designed to portray its obligation to be a responsible corporate citizen and presents the strategies and methods for undertaking social programs for well-being and sustainable development of the local community in which it operates.
- B. The Policy applies to all CSR initiatives and activities taken up at the various work centers and locations of the Company, for the benefit of various segments of the society, with the emphasis on the under privileged.
- C. In accordance with the primary CSR philosophy of the Company and the specified activities under Schedule VII to the Companies Act, 2013, the CSR activities of the Company cover certain thrust areas such as Making Available Safe Drinking Water, Tree Plantation, Ensuring Environmental Sustainability, Promoting Education, Eradicating Hunger, Poverty and Malnutrition, Promoting Health care including Preventive Health Care, Sanitation, Empowering Women, livelihood Enhancement Projects, Training to Promote Rural Sports and Promoting Religious Activities & Social Welfare & Social Evils etc.
- D. The Corporate Social Responsibility Policy of the Company is available on the website of the Company <http://www.manomaytexindia.com/CSR-Policy.pdf> in the 'Policies' under 'Investor Relation'.

**2. Composition of CSR Committee:**

| Sl. No. | Name of Director                      | Designation/<br>nature of<br>Directorship | Number of<br>meetings of CSR<br>Committee held<br>during the year | Number of meetings of CSR<br>Committee attended during<br>the year |
|---------|---------------------------------------|---|---|--|
| 1.      | Dilip Balkishan Porwal                | Independent<br>Director                   | 2   | 2  |
| 2.      | Yogesh Laddha                         | Managing<br>Director                      | 2   | 2  |
| 3.      | Maheshchandra<br>kailashchandra Ladha | Whole time<br>Director                    | 2   | 1  |

3. Web-link of Composition of CSR committee,  
:- <http://manomaytexindia.com/investorrelations.html>  
CSR Policy And CSR projects approved by the board are  
:- <http://www.manomaytexindia.com/CSR-Policy.pdf>  
disclosed on the website of the company.
4. Provide the details of Impact assessment of CSR projects :- **Not applicable**  
carried out in pursuance of sub-rule (3) of rule 8 of the  
Companies (Corporate Social responsibility Policy)  
Rules, 2014, if applicable (attach the report).
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

| Sl. No. | Financial<br>Year | Amount available for<br>set-off from preceding<br>financial years (Rs. in<br>Lacs) | Amount required to be set- off for<br>the financial year, if any (Rs.in<br>Lacs) |
|---------|-------------------|--|--|
|         | <b>TOTAL</b>      | Nil  | Nil  |

6. Average net profit of the company as per section 135(5) :- **703 .25 (Rs. in Lacs)**

7. (a) Two percent of average net profit of the company as per section 135(5) : - **14.065 (Rs. in Lacs)**

(b) Surplus arising out of the CSR projects or (programmes or activities of the previous financial years. :Nil

(c) Amount required to be set off for the financial year if any: - Nil

(d) Total CSR obligation for the financial year (7a+7b-7c). : - **14.065 (Rs. in Lacs)**

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

| Total Amount Spent for Financial Year. (Rs. in Lacs) | Amount Unspent (Rs. in Lacs)   |                   |  |                 |                   |
|--|--|-------------------|--|-----------------|-------------------|
|  | Total Amount transferred to Unspent CSR Account as per section 135(6). |                   | Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5). |                 |                   |
|  | Amount in Lacs.  | Date of transfer. | Name of the Fund   | Amount in Lacs. | Date of transfer. |
| 14.065   | Nil  | Nil               | Nil  | Nil             | Nil               |

(b) Details of CSR amount spent against **ongoing projects** for the Financial Year:

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

(C). Details of CSR amount spent against **other than ongoing projects** for the financial year

(RS. in lacs)



| (1)     | (2)   | (3)  | (4)                  | (S)                      |             | (6)  | (7)  | (8)   |                          |
|---------|---|--|----------------------|--------------------------|-------------|--|--|---|--------------------------|
| Sl. No. | Name of The Project                           | Item from the list of activities in Schedule VII to the Act.                             | Local area (Yes/No). | Location of the project. |             | Amount spent for the Project (Rs in Lacs). | Mode of implementation on - Direct (Yes/No). | Mode of implementation - Through implementing Agency.                                 |                          |
|         |   |  |                      | State.                   | District.   |  |  | Name.   | CSR registration Number. |
| 1.      | Water Facility in Hospital                    | Making Available Safe Drinking Water   | Yes                  | Rajasthan                | Chittorgarh | 1.620                                      | Yes  | -   | Not Applicable           |
| 2.      | Supply of Food & Education to Poor Child      | Eradicating Hunger, Malnutrition and Promoting Education                                 | Yes                  | Rajasthan                | Bhilwara    | 2.606                                      | No   | Sneh Samarpan Foundation  | Not Applicable           |
| 3.      | Plantation                                    | Ensuring Environmental Sustainability  | Yes                  | Rajasthan                | Chittorgarh | 2.793                                      | Yes  | -   | Not Applicable           |
| 4.      | Supply of Food to Poor Child                  | Eradicating hunger and Malnutrition  | Yes                  | Rajasthan                | Bhilwara    | 0.315                                      | Yes  | -   | Not Applicable           |
| 5.      | Contribution of Promoting Education           | Promoting Education  | Yes                  | Rajasthan                | Chittorgarh | 0.210                                      | No   | Shri Vidya Bharti Sansthan (School Vidya Niketan , Uchch Prathmik Vidyalaya ,Gangrar) | Not Applicable           |
| 6.      | Contribution of Promoting Health Care         | Promoting Health Care  | Yes                  | Rajasthan                | Bhilwara    | 0.300                                      | No   | Bhilwara Textile Trade Federation   | Not Applicable           |
| 7.      | Bio Toilet                                    | Ensuring Environmental Sustainability & Sanitation                                       | Yes                  | Rajasthan                | Chittorgarh | 1.750                                      | No   | Lalkar Universal Business Services  | Not Applicable           |
| 8.      | Contribution of Promote Sports                | Promote Rural Sports, Nationally Recognised Sports, Paralympic Sports and Olympic Sports | Yes                  | Rajasthan                | Bhilwara    | 0.200                                      | No   | Universal Sports Club   | Not Applicable           |
| 9.      | Blanket Distribution to Poor People in Winter | Promoting Health Care Including Preventive Health Care                                   | Yes                  | Rajasthan                | Bhilwara    | 0.061                                      | Yes  | -   | Not Applicable           |
| 10.     | Payment to Widows                             | Empowering Women   | Yes                  | Rajasthan                | Bhilwara    | 0.240                                      | No   | Rajasthan Mahesh Sewa Nidhi   | Not Applicable           |

|     |  |   |     |             |              |       |    |                                    |                |
|-----|--|---|-----|-------------|--------------|-------|----|------------------------------------|----------------|
| 11. | Contribution of Eradicating Hunger and Malnutrition, Promoting Health Care   | Eradicating Hunger and Malnutrition, Promoting Health Care            | Yes | Maharashtra | Ichalkaranji | 0.250 | No | Mahesh Manav Seva Sanstha          | Not Applicable |
| 12. | Contribution of Promoting Health Care  | Promoting Health Care   | Yes | Maharashtra | Ichalkaranji | 0.113 | No | Seva Bharati                       | Not Applicable |
| 13. | Contribution of Promoting Health Care  | Promoting Health Care   | Yes | Maharashtra | Ichalkaranji | 0.417 | No | Rto Maitri Foundation              | Not Applicable |
| 14. | Contribution of Promoting Education Sanitation, Making Available Safe Drinking Water at Rajkiya Uchch Prathamik Vidyalaya, Mataji Ka Khara Tehsil – Gangrar      | Promoting Education, Sanitation, Making Available Safe Drinking Water | Yes | Rajasthan   | Chittorgarh  | 1.170 | No | Lalkar Universal Business Services | Not Applicable |
| 15. | Contribution of Promoting Education Sanitation, Making Available Safe Drinking Water at Rajkiya Uchch Prathamik Vidyalaya, Gula bpura Tehsil – Gangrar           | Promoting Education, Sanitation, Making Available Safe Drinking Water | Yes | Rajasthan   | Chittorgarh  | 0.600 | No | Lalkar Universal Business Services | Not Applicable |
| 16. | Contribution of Promoting Education Sanitation, Making Available Safe Drinking Water at Rajkiya Uchch Prathamik Vidyalaya, Amara Gadri ka kheda Tehsil – Gangrar | Promoting Education, Sanitation, Making Available Safe Drinking Water | Yes | Rajasthan   | Chittorgarh  | 0.250 | No | Lalkar Universal Business Services | Not Applicable |
| 17. | Contribution of Promoting Education Sanitation, Making Available Safe Drinking Water at Rajkiya Uchch Parthmik vidyalaya, Bhaat Kheda                            | Promoting Education, Sanitation, Making Available Safe Drinking Water | Yes | Rajasthan   | Chittorgarh  | 1.170 | NO | Lalkar Universal Business Services | Not Applicable |

|  |                             |  |  |  |  |               |  |  |  |
|--|-----------------------------|--|--|--|--|---------------|--|--|--|
|  | <b>Tehsil -<br/>Gangrar</b> |  |  |  |  |               |  |  |  |
|  | <b>Total</b>                |  |  |  |  | <b>14.065</b> |  |  |  |

(D) Amount Spent in Administrative Overheads :- Nil

(E) Amount Spent on Impact Assessment, :- Not applicable

(F) Total amount spent for the Financial Year: - **14.065 (Rs. in Lacs)**

(8b+8c+8d+8e)

(G) Excess amount for set off, if any

| SI. No. | Particular  | Amount (Rs.in lacs) |
|---------|---|---------------------|
| (i)     | Two percent of average net profit of the company as per section 135(5)                                      | 14.065              |
| (ii)    | Total amount spent for the Financial Year   | <b>14.065</b>       |
| (iii)   | Excess amount spent for the Financial year [(ii)-(i)]   | Nil                 |
| (iv)    | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | Nil                 |
| (v)     | Amount available for set off in succeeding financial years [(iii)-(iv)]                                     | Nil                 |

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

| SI. No. | Preceding Financial Year. | Transferred to Unspent CSR Account under section 135 (6) (Rs. in Lacs) | Amount spent in the reporting Financial Year (Rs. in Lacs) | 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. (Rs. in Lacs) |
|---------|---------------------------|--|--|---|----------------------|-----|---|
|         |                           |  |  | Name of the Fund  | Amount (Rs.in Lacs). |     |   |
| 1.      | NIL                       | NIL  | NIL  | NIL   | NIL                  | NIL | NIL   |
|         | <b>TOTAL</b>              | NIL  | NIL  | NIL   | NIL                  | NIL | NIL   |

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

(RS. in lacs)

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

|  |       |     |     |     |     |     |     |     |
|--|-------|-----|-----|-----|-----|-----|-----|-----|
|  |       |     |     |     |     |     |     |     |
|  | NIL   | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
|  | TOTAL | NIL | NIL | NIL | NIL | NIL | NIL | NIL |

In case of creation or acquisition of capital asset. furnish the details relating to :- **Not applicable**

the asset so created or acquired through CSR spent in the financial year

**(Asset—wise details).**

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

(b). Amount of CSR Spent for creation or Acquisition of capital asset.

(c). Details of the entity or public authority or beneficiary under close name such

Capital asset is registered. Their address etc.

(d). Provided details of the capital assets(s) created or acquired (including complete address and location of the capital asset).

9. Specify the reasons(s), if the company has failed to spend two percent of the average net profit as per section 135(5).



**Corporate Social Responsibility:** - Manomay Tex India Limited was Distribution of Food Facility to Students of Muskan Shikshan Kendra School, Bhilwara under CSR Activity of **Eradicating Hunger**.

Place : Bhilwara  
Date : 31.08.2021

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

SD/-  
KAILASHCHANDRA HIRALAL LADDHA  
[DIN: 01880516]  
Chairman of The Co.

SD/-  
YOGESH LADDHA  
[DIN : 02398508]  
MD & Chairman of  
CSR Committee



ANNEXURE III

MANAGEMENT DISCUSSION AND ANALYSIS



**DIRECTORS & OFFICERS**



| S.N. | Name of Executive / Non- Executive Directors | Designation                      |
|------|--|----------------------------------|
| 1.   | Mr. Kailashchandra Hiralal Laddha            | Whole Time Director cum Chairman |
| 2.   | Mr. Yogesh Laddha                            | Managing Director                |
| 3.   | Mr. Maheshchandra Kailashchandra Ladha       | Whole Time Director              |
| 4.   | Mr. Kamlesh Kailashchand Ladha               | Whole Time Director              |
| 5.   | Ms. Pallavi Laddha                           | Whole Time Director              |
| 6.   | Mr. Basant Kishangopal Porwal                | Independent Director             |
| 7.   | Mr. Dilip Balkishan Porwal                   | Independent Director             |
| 8.   | Mr. Shriniwas Shivraj Bhattad                | Independent Director             |

**History of denim fabric**

Word “denim” comes from fabric “serge de Nimes” made in France city of Nimes from where it originates. It has been used in America since the late 18th century, colored blue with indigo dye to make blue “jeans”, a type of cotton pants. Jeans come from “Genes” - a name given by French to Genoa and the people from Genoa where the cotton trousers were made. In the 1800s, in the time of the Gold Rush, American gold miners needed clothes that were strong, lasted longer and did not tear easily. Levi Strauss, a businessman, and Jacob Davis, a tailor, supplied miners with denim pants that were made from durable material and reinforced with rivets at the places where pants tended to tear which prolonged life of pants.

Denim was first used for clothes worn by workers because of its high durability. Then it became widely popular in the 1930s when Hollywood started making cowboy movies in which actors wore jeans. With the beginning of the World War 2, production of the jeans drops but world meet denim when American soldiers started wearing them when they were on the leave.

**INDUSTRY REVIEW**

The Indian denim industry has been thriving in domestic market since the last few years, and the market covers a good-sized global marketplace. India has the second-largest denim marketplace after china. Still, the industry has a variety of untapped potentials.

All Indian generations are embracing denim higher than ever, especially Indian youths. For a majority of the Indian children, denim isn't just informal put on, but it's more of a fashion statement. The Indian denim market is segmented into three categories: Men, Women, and Children. 85 percent of the denim market is dominated with the aid of men, while women contribute best 10 percentage, and the kids' contribute around 5 percent of the overall Indian denim market.

- A. **Men's Denim Segment:** Denim was popular with men in the urban cities only, however, it has now gradually become popular in the semi-urban and rural markets also. Growing awareness and an increasing affinity for global fashion have led to this development. Denim is considered the most versatile fabric for men with multiple applications over casual wear, work wear and everyday wear.
- B. **Women's Denim Segment:** Among Indian women, jeans or denim trousers are the most popular articles. Women across different age brackets and spanning all shapes and sizes like to wear denim as it is comfortable, functional and durable. Denim is also gaining popularity in athleisure form among women owing to the comfort provided by stretch denims. Women who are not at ease with western wear have taken up wearing jeans by pairing them with Indian ethnic wear like kurtis. This mix and match style is gradually picking up, particularly among women in small towns and those who come from a traditional background and is likely to further fuel the growth of the segment.
- C. **Child's Denim Segment:** As per industry reports, the kids' denim wear comprise only 5 percent of the total segment. This is the smallest segment in the domestic market at the moment but is expected to grow at a high rate in the years to come. Market potential for kids wear has attracted many global brands into India.

Denim has become a huge part of our everyday life. Started as merely as a jeans fabric, Denim is now ruling the textile industry dealing in all of the major clothing segments. Needless to say, it has almost become synonymous to the lifestyle. Men, women, and children of all ages have grown a liking towards wearing these stylish threads.

The Indian Denim industry holds the total installed capacity of 1.5 billion meters. This makes India the second largest textile industry in the world, only behind China. This has set extremely high standards for us to keep our edge in the market and to gain an upper hand.

#### **SUCCESS HISTORY**

The year 1978 witnessed the launch of Dhanlaxmi Group aiming to make a mark in the Indian and International textile industry with quality production of Denim. In the span of next 30 years, we came up with a varied set of high-end technology which included installing Auto Looms, and achieved a specialization in Cotton Dhoties. These 42 years we spent on establishing ourselves, resulted in strengthening a strong foundation for marketing our products and eventually reaching to a wider audience.

With all the raw material in hand, we ventured ourselves into the marketing area of Denim Textile with our newest weaving plant. The installation of this plant gave our company the head start we wanted to keep the momentum going with a production capacity of 36 Million Meter Per Annum, our company got incorporated in 2009 under the name of M/s Manomay Tex India Private Limited. The year 2012 was our gateway into the Denim textile world when we launched our first Denim plant at Chittorgarh(Rajasthan). As the commercial production took an upward turn, it resulted in the introduction of new Denim machineries. As the production capacity grew larger, we converted ourselves from a Private Limited to Public Limited to serve our customers, better.

Equity share of company listed on BSE on SME Platform in 2017 and company was conquered by installing new auto airjet looms alongside Indigo dyeing machineries. Since then, we have been working towards commercializing our production, and focusing on the expansion. This has been hugely contributed by installing new and advanced technological machineries to constantly upgrade our quality standards.

#### **A. DOMESTIC MARKET**

Company trade our product all over India mainly in Metro Cities like:-

- |                  |                |
|------------------|----------------|
| (i). New Delhi   | (vi). Chennai  |
| (ii). Mumbai     | (vii). Kolkata |
| (iii). Ahmadabad | (viii). Indore |
| (iv). Bangalore  | (ix). Ludhiana |
| (v). Kanpur      | (x). Bellary   |

#### **B. INTERNATIONAL MARKET**

Company supply our Denim Product in 14+ Countries like:-

- |                   |                |
|-------------------|----------------|
| (i). Colombia     | (viii). Mexico |
| (ii). Egypt       | (ix). Chile    |
| (iii). Venezuela, | (x). Paraguay, |
| (iv). Guatemala,  | (xi). Peru,    |

(v).Ecuador,  
(vi).Sri Lanka,  
(vii). Argentina

(xii)Lebanon,  
(xiii).Bangladesh,  
(xiv).Bolivia.

#### TWO STAR EXPORT HOUSE

We would like to inform you that our company got status of Two Star Export House from Government of India, Ministry of Commerce & Industry, and Directorate General Foreign Trade Authority. This Certificate valid for a period of Five Years Effective from 30.01.2019 to 29.01.2024.

#### TEXPROCIL EXPORT AWARD 2019-20



we would like to inform you that company has won TEXPROCIL Export Award 2019-2020 in the Gold Trophy for the Highest Exports of (Cotton) 'Denim Fabrics'. under Category II (Export performance above Rs.75 Cr. And upto Rs. 250 Cr.) for exports of Rs. 180.89 Cr. during the year 2019-20 from The Cotton Textiles Export Promotion Council (TEXPROCIL). The company has taken this export award from the Honorable Union Cabinet Minister of Textiles and Women & Child Development, Government of India, Smt. Smriti Zubin Irani, in the virtual function organizes by TEXPROCIL on Friday 18.06.2021. This Export Award has taken by Smt. Pallavi Laddha, Executive Director of the Company.

#### SWOT ANALYSIS

##### **STRENGTHS**

- Managements with professional and business background
- Existence of qualified technical personnel.
- Large Domestic market.
- Abundant availability of excellent quality cotton suitable for denim.
- Competitors are not competing on exactly the same product, as different styles, prices and materials are available.
- The denim market is segmented into smaller and niche sections, making it easier to target different consumers.

#### **WEAKNESSES**

- Non availability of cost efficient skilled labour.
- Cost based market set up.
- Highly competitive environment with lots of unorganized and organized players, which may lead to price cutting from existing players and new entrants.
- The denim market is already dominated by several big brands.
- Increase in mid market/value retailers as a results- negative for the higher and retailers, an opportunity for the lower market brands.
- Most retailers now offer denim as a product line.

#### **OPPORTUNITIES**

- Growing domestic and international demands.
- Indian market is most reliable and efficient market for US, Europe & UK Buyers.
- Product mix and product diversification.
- Slow fashion, people are willing to buy quality and long lasting investment pieces.
- Better consumer knowledge and power driving the demand for more ethical and sustainable denim.
- Innovative ways of manufacturing denim and more ways to differentiate form competitors.

#### **THREATS**

- Entry of multinational in domestic markets.
- Demand supply mismatch, resulting into oversupply position in Domestic Market.
- Stiff competition from Asian countries.
- Fast changing fashion and fabric demands.
- Unstable economy results in reduced consumer confidence and spending.

#### **FINANCIAL PERFORMANCE AND ANALYSIS**

(Rs in Lacs)

| Particulars             | Year ended 31.03.2021 | Year ended 31.03.2020 |
|-------------------------|-----------------------|-----------------------|
| Sales and other Income  | 32126.02              | 40562.01              |
| PBT                     | 400.76                | 742.16                |
| Net Profit for the year | 275.47                | 677.75                |

\*\* For detailed explanation, please refer Director's Report.

#### **SEGMENTWISE PERFORMANCE**

The Management reviewed the disclosure requirement of segment wise reporting and is of the view that since the Company's products are covered under Textile Industry which is single business segment in terms of AS-17 and therefore separate disclosure on reporting by business segment (product wise) is not required.

#### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company has made adequate investment for an effective internal control and risk-mitigation system, and they are constantly assessed and strengthened from time to time with new standard operating procedures.

The Audit Committee in consultation with the Statutory Auditors and the Business Heads reviews the recommendations placed by the Internal Auditors, suggests improvements, take corrective actions, wherever needed, to strengthen the internal control system and place it before the Board. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.



The Company has trained the staff in order to upgrade with the recent changes in the taxation like GST. Audit Committee constantly tries to add value by evaluating existing systems.

### **RISK MANAGEMENT**

**Business Operational Risk:** The business operational risk is defined as the risk of loss resulting from inadequate or failed internal processes, people and systems, or from external events like economic and market conditions, cut throat competitions at local as well as at international level, introduction of new players in textile markets, even events which are not directly connected with the organization like natural disasters, political and military turmoil etc. It can be minimized by decreasing labour turnover, power cost, logistics, balancing demand & supply risks, implementing latest technologies to create new and innovative designs of textile products, techniques required to upgrade plants, boiler house, machines, equipment, Un-interrupted availability of raw material at competitive prices so as to avoid production loss, maintenance of quality and harmonizing production for completing the orders in time as well. Fluctuations in yarn prices in international market which can impact the price / cost of a particular product(s) and its blend(s) is also a part of business operational risk.

**Environmental Risk:** The safety of environment is important because of its ecological, economic or social significance to an ecosystem. If environment get impact/suffer more due to highly polluting nature or due to violation of any environmental law/norms by the industry/business then it may get adverse remarks from the Regulator/Statutory Authority or may have to face penal provisions as well as implications. An effort should be made to recycle the waste, make reusable products, use natural resources instead of hazardous chemicals to protect the environment.

**Raw Material Risk:** There is always a risk of inadequate or non-availability of raw materials in the market due to volatility in the prices of cotton, transportation cost etc which could impede business profits and prospects.

**Quality Risk:** Easy entry of various competitors in the market could affect the quality of products in order to match the competitive prices. Also inability to match the stringent quality standards of leading retails brands consistently could impact product off take.

**Working Capital Risk:** To expand the business operations requires increased working capital and its proper management.

**Purchasing Power Risk:** It means loss of purchasing power due to the effect of inflation. This risk is also known as inflation risk. When there is inflation in the economy, the currency loses its value due to the rising price level in the economy. The higher the inflation rate, the faster the money loses its value.

**Financial Risk:** It is the uncertainty associated with how firms finance its business like by issue of shares, taking loans from government / financial institutions etc.

**Liquidity Risk:** Liquidity Risk reflects the possibility/position that a party may have insufficient funds to settle an obligation for full value when due because of insufficient capital or difficulty in selling an asset or an investment to generate capital, but will have funds to cover settlement obligations on some unspecified date thereafter.

**Global Risk:** Global risk refers to an uncertain event or condition that can cause significant negative impact to several countries or industries for a long period of time. India is still emerging in the market of textile industries.

**Political Risk:** Political risk may be defined as the probability that a political event will impact adversely on a firm's profit. It represents the financial risk that a country's government will suddenly change its policies.

**Technological Risk:** Technology can reshape corporate culture and facilitate innovative procedures. In a garment manufacturing industry, the Company is constantly required to make changes and transformations in the production process over time, upgrade their machinery besides creating new facilities and additional capacities in order to survive in the highly competitive market.

### **Foreign Exchange Risk**

The Company has considerable exposure in foreign currency as the export constitutes about 50.27% of the total turnover. In the market determined exchange rate regime and volatility in the forex market affects realization of the Company. The Company has well documented foreign exchange risk policy and currency risks are hedged accordingly through forward contracts.

The risk management framework of the Company ensures compliance with the requirements SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Framework establishes risk management across all service areas and

functions of the Company, and has in place procedure to inform the top Management about the risk assessment and minimization process. The Company is exposed to risks form market fluctuations of foreign exchange, finance etc.

Overall negative impact is expected across the industry due to current COVID 19 pandemic. A shift towards online business is expected to happen due to the fear & the restrictions to maintain the social distancing. Also, there could be short time recessionary pressure due to job losses and money crunch in the market and there are visible logistic constraints i.e. availability of containers & vessels, increased transit time & costs and refusal of acceptance of orders by suppliers.

#### **HEALTH, SAFETY AND SECURITY MEASURES**

Health and Safety measures play an important role in any industry. It is essential that the workers be aware of the various occupational hazards in the industry. At the same time, it is necessary that the management take the necessary steps to protect workers from potential hazardous situations.

The Company continues to accord the highest priority to health and safety of its employees and communities it operates in. The Company has been fully committed to comply with all applicable laws and regulations and maintains the highest standard of Occupational Health and Safety and ensures safer plants by conducting safety audits, risk assessments and periodic safety awareness campaigns and training to employees. We believe in good health of our employees. Modern occupational health and medical services are accessible to all employees through well-equipped occupational health centers at manufacturing unit. Further, to prevent the spread of pandemic Covid 19, the Company has taken all precautionary measures required, such as social distancing, use of masks and sanitizers etc., at all its plant as well as at Register Office & Branch office locations. Your Company is in full compliance of all Government directives issued in this behalf. The Company has always considered safety as one of its key focus areas and strives to make continuous improvement on this front.

The company believes Health & Safety as an indispensable province. Company has placed suitable facilities for all workers and employees like proper lighting, ventilation, no congestion, medical kits, stretchers, fire extinguishers etc. at prominent places. Personnel at supervisory level have been trained in basic life support techniques.

#### **SOCIAL RESPONSIBILITY ISSUES FOR THE COMPANY (CSR)**

As a part of society, the company covers certain thrust areas such as Tree Plantation, Eradicating hunger and Malnutrition, Promoting Education, Environmental Sustainability, Making Available Safe Drinking Water, Promoting Health Care Including Preventive Health Care, livelihood enhancement Projects, Animal welfare and empowering women. For this our company developed a CSR scheme and spends at least 2% of its average profit last three years, every year. This year Rs. 14.06 lacs were spent on Tree Plantation, Eradicating hunger and Malnutrition, Promote Education, Ensuring Environmental Sustainability, Promoting Health Care Including Preventive Health Care, Promote Rural Sports, Nationally Recognised Sports, Paralympic Sports and Olympic Sports, Sanitation, Animal welfare and Empowering Women, Making Available Safe Drinking Water Facilities.

#### **HUMAN RESOURCE AND INDUSTRIAL RELATIONS**

Human resources strategies play a key role in the development of textile enterprises, both in day-to-day activities and long-term objectives. HR is responsible for enhancing the capacity of the sales department in negotiation and contract management, motivating staff through benefits programs and creating conditions that facilitate technological advancement.

Human capital has always been the most important and valuable asset for the Company. Company continued its activities during the year in a cordial atmosphere with utmost co-operation amongst employees and the management. The management is committed to promote safety, occupational health and proper environment in designing, planning, training and completion of all tasks. Trainings are imparted to workmen in various new techniques and systems.

#### **CAUTIONARY STATEMENT**

Statements in this report on Management Discussion and Analysis, describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking, considering the applicable laws and regulations. These statements are based on certain assumptions and expectation of future events. Actual results could, however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include finished goods prices, raw materials costs and availability, global and domestic demand supply conditions, fluctuations in exchange rates, changes in Government regulations and tax structure, economic developments within

India and the countries with which the Company has business contacts. The Company assumes no responsibility in respect of the forward looking statements herein, which may undergo changes in future based on subsequent developments, information or events.

**IMPACT OF COVID-19 PANDEMIC ON TEXTILE & APPAREL INDUSTRY:**

The textile and apparel sector has become the most severely affected among manufacturing sectors due to the novel coronavirus pandemic, which has challenged the world on every front be it economy, health care, politics, planning or social values at large. slow its spread, and on the other, busy in efforts to make it less deadly in terms of its social and economic impact.

When the pandemic struck, the world was totally unprepared to deal with a contingency of such magnitude and was caught napping. To slow the spread of the virus, lockdown seemed to be the only viable option. India also announced a nationwide lockdown in late March.

The Indian textile and apparel industry has been adversely impacted in the short to mid-term due to lockdown and lower consumer spends. The sector is reeling under liquidity and cost pressure as well due to the unprecedented damage caused by COVID-19.

The drop in sales is also expected to impact the profitability in the near term. The exact impact of this pandemic can't be estimated at this point of time but the company expect a substantiate increase in purchase price, material handling, transportation and the same will significantly increase the inventory cost.

The month of March saw the world being impacted by the COVID-19 pandemic and the nation going into a lockdown. The lockdown disrupted the normal business activities and created pressure on absorption and collections. We are closely monitoring the situation as the events unfold to ensure that the Company responds in a timely manner in the interest of the business. However, the pandemic will bring about many long-term changes to how we do business. This will also open a lot of new opportunities for growth of the business.

Place : Bhilwara  
Date : 31.08.2021

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-  
KAILASHCHANDRA HIRALAL LADDHA  
[DIN: 01880516]  
CHAIRMAN

SD/-  
YOGESH LADDHA  
[DIN: 02398508]  
MD

SD/-  
PALLAVI LADDHA  
[DIN: 06856220]  
WTD

**ANNEXURE IV TO THE BOARDS REPORT  
FORM NO. MR-3  
SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED ON 31<sup>st</sup> MARCH, 2021  
[PURSUANT TO SECTION 204(1) OF THE COMPANIES ACT, 2013 AND RULE NO. 9 OF  
THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES,  
2014]**

To,  
The Members,  
Manomay Tex India Limited,  
32, Heera Panna Market  
Pur Road  
Bhilwara-311001 (Rajasthan)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MANOMAY TEX INDIA LIMITED** (hereinafter called 'the Company')(CIN-L18101RJ2009PLC028647). 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 my verification of the company's books, papers, minute books, forms, returns filed and other records maintained by the company and also information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by **Manomay Tex India Limited** for the financial year ended on 31<sup>st</sup> March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
- (iii) The Depositors Act, 1996 and the regulations and Bye laws framed there under;
- (iv) Foreign exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulation and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011;
  - (b) The securities and Exchange Board of India (Prohibition of insider Trading) regulations, 1992;

- (c) The Securities and Exchange Board of India ( Issue of capital and Disclosure Requirements ) Regulations ,2009 ;
- (d) The securities and Exchange Board of India ( Issue and listing of Debt Securities) Regulations , 2008 ;
- (e) The securities and exchange Board of India (Employee Stock option scheme and Employee Stock Purchase Scheme ) Guidelines , 1999 ; **(Not applicable to the Company during the Audit Period )**
- (f) The Securities and exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations , 1993 regarding the Companies Act and dealing with client ; **(Not applicable to the Company during the Audit Period )**
- (g) The Securities and Exchange Board of India (Delisting of Equity Share) Regulations 2009 ; **(Not applicable to the Company during the Audit Period)**
- (h) The securities and Exchange Board of India (Buy back of securities) Regulations, 1998 ; **( Not applicable to the Company during the Audit Period)**

- (vi) I had relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The List of major head/groups of the Acts, Laws and Regulations as applicable to the Company are:-

**OTHER APPLICABLE ACTS,**

- The Minimum Wages Act, 1948, and rules made there under,
- The Employees' State Insurance Act, 1948, and rules made there under,
- The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made there under,
- The Payment of Bonus Act, 1965, and rules made there under,
- The Payment of Gratuity Act, 1972, and rules made there under,
- The Factories Act, 1948 and allied State Laws.
- The Payment of wages Act, 1936.
- The Air (Prevention and Control of Pollution) Act, 1981
- The Environment (Protection) Act, 1986
- Equal Remuneration Act, 1976
- Legal Metrology Act, 2009
- The Water (Prevention and Control of Pollution) Act, 1974
- The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

- (i) Secretarial Standards with respect to Board and general meetings of The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



**I further report that,** during the year under review:

1. The Board of Directors of company is duly constituted i.e. with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are no changes in the composition of the Board of Directors.

2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days 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.

3. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**I further report that** during the audit period the company had following events which had bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. as may be applicable.

A) The Company proposes not to transfer any amount to the reserves and an amount of Rs. 275.47 Lacs proposed to be retained in the Profit & Loss A/c.

B) To conserve the resources of the company for its activities/expansion the board, do not proposes any dividend for the F.Y. ended 31.03.2021 and carried forward the net profit balance to the next year.

C) Company reported revenue from operation of Rs. 32125.30 Lacs as compared to 40544.57 Lac in the previous year and recorded 20.76 % decrease, inspite off suffering from pandemic effect of Covid-19, which has greatly impacted the performance of the company in the last month of the financial year 2020-21. Profit after tax of the company has been decreased from Rs. 677.75 Lacs to Rs 275.47 Lacs which showed a decrease by 59.35%.

D) The capital structure of the company as on 31.03.2021 are as follows:-

The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crore only) divided into 150,00,000 (One Crore Fifty Lacs only) equity shares of Rs.10/- each.

The Paid up share capital of the Company is Rs.14,68,33,500/- (Rupees Fourteen Crore Sixty Eight Lacs Thirty Three Thousand Five Hundred only) divided into 1,46,83,350 (One Crore Forty Six Lacs Eighty Three Thousand Three Hundred Fifty only) equity shares of Rs.10/- each.

E) There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

F) During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

G) As on March 31, 2021, the Company does not have any subsidiary or joint venture or any associates Company.

H) Company is required to maintain the cost record as specified by the Central Government under subsection(1) of section 148 of the Companies Act, 2013 and the company has made and maintained the cost record as prescribed. On the recommendation of the Audit Committee, the Board has appointed M/s Avnesh Jain & Co., Cost Accountants, Jaipur as cost auditors for conducting the audit of cost records of the Company for the financial year 2021-22.

I) The Company has not invited / accepted any deposits from the public during the year ended March 31, 2021. There were no unclaimed or unpaid deposits as on March 31, 2021.

J) The company has approved the CSR policy and the Company has contributed Rs. 14,06,529/- (Rupees fourteen Lac Six Thousand Five Hundred Twenty Nine Only) which is more than the statutory requirement under the law. The main thrust of the company has been to contribute towards Safe Drinking Water, Tree Plantation, Environmental Sustainability, Promoting Education, Eradicating Hunger Poverty & Social evils and promoting religious activities & Social welfare etc, which are in accordance with CSR Policy of the Company and Schedule VII of The Companies Act, 2013. The Annual CSR Report of the Company is provided in **Annexure II** forming part of this report.

The CSR Committee is duly constituted with the following members:-

| S. N. | Name of Director                   | Designation |
|-------|------------------------------------|-------------|
| 1     | Yogesh Laddha                      | Chairman    |
| 2     | Maheshchandra Kailashchandra Ladha | Member      |
| 3     | Dilip Balkishan Porwal             | Member      |

K) The equity shares of the company are listed on the SME platform of Bombay Stock Exchange Limited (BSE). The Company has paid the Annual Listing Fees to BSE for the financial year 2021-22.

L) Mr. Maheshchandra Kailashchandra Laddha [DIN: 02333125] reappointed as Whole Time Director for the period of three years w.e.f. 09.08.2021. The terms of their Re-appointment & remuneration to be ratified by the members in the ensuing Annual general meeting.

In accordance with the provisions of Section 152 of the Companies Act and Articles of Association, Mr. Kamlesh Kailashchand Ladha [DIN: 03520135] shall retire by rotation and being eligible offers himself for reappointment at the ensuing Annual General Meeting of the Company.

M) As informed, the Company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

**I further report that** during the audit period there were no following specific events/actions having a major bearing on Company's affairs in pursuant of the above referred laws, rules, regulations, guidelines, standards, etc.

**FOR AVINASH NOLKHA & ASSOCIATES**

Practicing Company Secretary

SD/-

**AVINASH NOLKHA**

(Proprietor)

**Date: August 31, 2021**

**Place: Bhilwara**

COP No.: 13885

Membership No. : F10586

**UDIN: F010586C000861920**

(This report is to be read with my letter of even date which is annexed as Annexure-A which forms an integral part of this report.)

**‘ANNEXURE A’  
ANNEXURE TO SECRETARIAL REPORT**

To,  
The Members,  
Manomay Tex India Limited,  
32, Heera Panna Market  
Pur Road  
Bhilwara-311001 (Rajasthan)

My Secretarial Audit Report of even date, for the financial year 2020-2021 is to be read along with this letter-

**Management Responsibility**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper system to ensure compliance with provisions of all applicable laws and regulations and to ensure that systems are adequate and operate effectively.

**Auditor’s Responsibility**

2. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. I believe that audit evidence and information obtained from the Company’s management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management’s representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer**

5. 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. Our examination was limited to the verification of procedures on test basis.
6. I have not verified the correctness and appropriateness of financial records and Books of accounts of the Company.

**FOR AVINASH NOLKHA & ASSOCIATES**

Practicing Company Secretary

**SD/-**

**AVINASH NOLKHA**

(Proprietor)

**Date: August 31, 2021**

**Place: Bhilwara**

COP No.: 13885

Membership No. : F10586

**UDIN: F010586C000861920**

**“ANNEXURE V”**

**RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION AND PARTICULARS OF EMPLOYEES: -**

Pursuant to provision of section 197 of Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the details of employees given in the “Annexure V”.

During the year, none of the employees received remuneration in excess of Rs. One Crore Two Lakhs or more per annum, or Rs. Eight Lakhs Fifty Thousand per month for the part of the year, in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Therefore, there is no information to disclose in terms of the provisions of the Companies Act, 2013.

**Particulars of Employees**

[As per section 197(12) read with the Rule 5 of the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**A. Ratio and remuneration of Directors & KMPs**

| S.N. | Name                               | Designation                    | Remuneration For the year 2020-21 | Remuneration For the year 2019-20 | % Increase/ Decrease in Remuneration | Ratio Between Director or KMP and Median Employee |
|------|------------------------------------|--------------------------------|-----------------------------------|-----------------------------------|--------------------------------------|---|
| 1    | Kailashchandra Hiralal Laddha      | Chairman & Whole Time Director | 1200000                           | 1236000                           | (2.91%)                              | 10.27:1   |
| 2    | Maheshchandra Kailashchandra Ladha | Whole Time Director            | 1200000                           | 1355000                           | (11.44%)                             | 10.27:1   |
| 3    | Yogesh Laddha                      | Managing Director              | 3600000                           | 2650000                           | 35.85%                               | 30.80:1   |
| 4    | Kamlesh Kailashchand Ladha         | Whole Time Director            | 1200000                           | 1355000                           | (11.44%)                             | 10.27:1   |
| 5    | Pallavi Laddha                     | Whole Time Director            | 2400000                           | 1640000                           | 46.34%                               | 20.53:1   |
| 6    | Basant Kishangopal Porwal          | Independent Director           | -                                 | -                                 | -                                    | N.A.  |
| 7    | Shriniwas Shivraj Bhattad          | Independent Director           | -                                 | -                                 | -                                    | N.A.  |
| 8    | Dilip Balkishan Porwal             | Independent Director           | -                                 | -                                 | -                                    | N.A.  |
| 9    | Raj Kumar Chechani                 | Chief Financial Officer        | 407700<br>(For 12 Months)         | 192000*<br>(For 5 Months)         | (16.25%)                             | 3.49:1  |
| 10   | Kamesh Shrishri Mal                | Company Secretary              | 170030<br>(For 12 Months)         | 117000*<br>(For 7 Months)         | (20.00%)                             | 1.45:1  |

\*Mr. Raj Kumar Chechani (CFO) and Mr. Kamesh Shrishri Mal (CS) appointed w.e.f. 01.11.2019 & 30.08.2019 respectively

**B. Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year –**

As stated above in item no. (A).

**C. Percentage Decrease in the median remuneration of employees in the financial year –:**

The remuneration of Median employee was Rs. 1,16,881/- during the year 2020-21 as compared to Rs. 1,44,874/- in the previous year. The on-roll employee was 604 in the financial year 2019-2020 and 568 in the Financial Year 2020-2021. The Decrease in the remuneration of Median Employee was 19.32 % during financial year under review.

**D. Number of permanent employees on the rolls of company –**

As on 31<sup>st</sup> March, 2021 the total number of employees on the roll was 568.

**E. Average percentile Decrease already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile Decrease in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for Decrease in the managerial remuneration:**

Based on Remuneration Policy of the Company, salary of the employees was decrease around 19.32 % on an average and managerial remuneration was decrease / Increase as stated in point No. A of above stated Table. This is based on Remuneration Policy of the Company that rewards people based on their contribution to the success of the company and also ensures that external market competitiveness and internal relativities are taken care of.

**F. Affirmation that the remuneration is as per the Remuneration Policy of the Company:**

The Company affirms that remuneration is as per the remuneration policy of the Company

Place : Bhilwara  
Date : 31.08.2021

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

SD/-  
KAILASHCHANDRA HIRALAL LADDHA  
[DIN: 01880516]  
CHAIRMAN

SD/-  
YOGESH LADDHA  
[DIN: 02398508]  
MD

SD/-  
PALLAVI LADDHA  
[DIN: 06856220]  
WTD



**INDEPENDENT AUDITOR'S REPORT**

To the Members of **MANOMAY TEX INDIA LIMITED**

**Report on the Financial Statements**

We have audited the accompanying financial statements of **MANOMAY TEX INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at **March 31, 2021**, the Statement of Profit and Loss & the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2021;
- b) In the case of the Statement of Profit & Loss, of the profit for the year ended on that Date; and
- c) In the case of the cash flows Statement, of the Cash flow for the year ended on that date

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

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, 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, and the Statement of Profit and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting
- f) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- 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, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

**Place: Bhilwara**

**Dated: 31.05.2021**

**FOR:- B.MAHESHWARI & CO.  
(Chartered Accountants)**

**SD/-**

**Vikas Darak**

**M. No.- 400732**

**F.R.No.:105839W**

**The Annexure referred to in paragraph 1 of Our Report on “Other Legal and Regulatory Requirements”.**

**We report that:**

1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

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

(c) The title deeds of immovable properties are held in the name of the company.

2) (a) The management has conducted the physical verification of inventory at reasonable intervals.

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

3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 2(76) of the Act 2013. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

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

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

6) As informed to us, the maintenance of Cost Records has been specified by the Central Government under sub-section (1) of Section 148 of the Act has been maintained as per rules, in respect of the activity carried on by the company.

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

b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, Goods & Service Tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

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

9) Based upon the audit procedures performed and the information and explanations given by the management, the money raised by way of public issue & term loan were applied for the purposes for which those are raised.

10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

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

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

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

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

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

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

**Place: Bhilwara**

**Dated: 31.05.2021**

**FOR:- B.MAHESHWARI & CO.**  
**(Chartered Accountants)**

**SD/-**  
**Vikas Darak**  
**M. No.- 400732**  
**F.R.No.:105839W**



## **ANNEXURE TO THE AUDITORS REPORT**

### **Report on Internal Financial Controls Over Financial Reporting**

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

We have audited the internal financial controls over financial reporting of **M/S MANOMAY TEX INDIA LIMITED. ("the Company") as of March 31, 2021** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

### **Auditors' Responsibility**

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

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

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

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

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

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

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

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

**Opinion**

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

**Place: Bhilwara**

**Dated: 31.05.2021**

**FOR:- B.MAHESHWARI & CO.  
(Chartered Accountants)**

**SD/-  
Vikas Darak  
M. No.- 400732  
F.R.No.:105839W**

**BALANCE SHEET AS AT 31ST MARCH 2021**

**RS. IN LACS**

| <u>Particulars</u>  | <u>Note No.</u> | <u>As at 31 March<br/>2021 AUDITED</u> | <u>As at 31 March<br/>2020 AUDITED</u> |
|---|-----------------|--|--|
| <b>I. EQUITY AND LIABILITIES</b>  |                 |  |  |
| <b>1.SHAREHOLDER'S FUNDS</b>  |                 |  |  |
| (a) Share Capital   | 1               | 1468.34                                | 1468.34                                |
| (b) Reserve & Surplus   | 2               | 4674.01                                | 4398.54                                |
| (c) Money Received against share warrant  |                 | 0.00                                   | 0.00                                   |
|   |                 | <b>6142.34</b>                         | <b>5866.88</b>                         |
| <b>2.Share Application Money Pending Allotment</b>  | 3               | 0.00                                   | 0.00                                   |
|   |                 | <b>0.00</b>                            | <b>0.00</b>                            |
| <b>3.Non-Current Liabilities</b>  |                 |  |  |
| (a) Long-Term Borrowings  | 4               | 4672.75                                | 3767.24                                |
| (b) Deferred Tax Liability (Net)  | 5               | 423.02                                 | 422.20                                 |
| (c) Other Long Term Liabilities   |                 | 0.00                                   | 0.00                                   |
| (d) Long-Term Provisions  | 6               | 112.55                                 | 86.07                                  |
|   |                 | <b>5208.32</b>                         | <b>4275.51</b>                         |
| <b>4.Current Liabilities</b>  |                 |  |  |
| (a) Short-Term Borrowings   | 7               | 4708.16                                | 4963.69                                |
| (b) Trade Payable -   | 8               |  |  |
| (A) total outstanding dues of micro enterprises and small enterprises; and                  |                 | 953.81                                 | 350.66                                 |
| (B) Total outstanding dues of creditors other than micro enterprises and small enterprises. |                 | 4095.26                                | 4188.15                                |
| (c) Other Current Liabilities   | 9               | 230.08                                 | 207.65                                 |
| (d) Short-Term Provisions   | 10              | 130.12                                 | 125.50                                 |
|   |                 | <b>10117.43</b>                        | <b>9835.65</b>                         |
| <b>TOTAL</b>  |                 | <b>21468.09</b>                        | <b>19978.04</b>                        |
| <b>II. ASSETS</b>   |                 |  |  |
| <b>(1) Non-Current Assets</b>   |                 |  |  |
| (a) Fixed Assets  |                 |  |  |
| (i)Tangible Assets  |                 |  |  |
| Gross Fixed Assets  | 11              | 9961.40                                | 9837.73                                |
| Less: Depreciation  |                 | 4333.14                                | 3635.17                                |
| Net Fixed Assets  |                 | <b>5628.26</b>                         | <b>6202.56</b>                         |
| (ii)Intangible Assets   |                 | 0.00                                   | 0.00                                   |

|  |    |                 |                 |
|--|----|-----------------|-----------------|
| (iii) Capital work in Progress           |    | 0.00            | 0.00            |
| (iv) Intangible Assets Under development |    | 0.00            | 0.00            |
| Capital work in Progress                 |    | <b>5628.26</b>  | <b>6202.56</b>  |
| (b) Non Current Investments              | 12 | 0.00            | 0.00            |
| (c) Deferred Tax Assets (Net)            |    | 0.00            | 0.00            |
| (d) Long-Term Loans and Advances         | 13 | 53.27           | 98.65           |
| (e) Other Non - Current Assets           | 14 | 73.15           | 0.11            |
|  |    | <b>126.42</b>   | <b>98.76</b>    |
| <b>2. Current Assets</b>                 |    |                 |                 |
| (a) Current Investments                  | 15 | 0.00            | 0.00            |
| (b) Inventories                          | 16 | 5601.51         | 5617.12         |
| (c) Trade Receivables                    | 17 | 7880.35         | 5594.16         |
| (d) Cash and Cash Equivalents            | 18 | 487.08          | 477.50          |
| (e) Short Term Loans and Advances        | 19 | 1541.54         | 1653.37         |
| (f) Other Current Assets                 | 20 | 202.93          | 334.57          |
|  |    | <b>15713.41</b> | <b>13676.72</b> |
|  |    |                 |                 |
| <b>TOTAL</b>                             |    | <b>21468.09</b> | <b>19978.04</b> |

The accompanying notes are an Integral part of the Financial Statements

As per our Report of even date annexed

For B.MAHESHWARI & CO.  
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-  
(VIKAS DARAK)  
Partner

M.No. :- 400732

FRN:- 105839W

Date: 31.05.2021

Place : Bhilwara

UDIN 21400732AAAAFP5758

SD/-  
Mr. YOGESH LADDHA  
MD

SD/-  
Mrs. PALLAVI LADDHA  
WTD

SD/-  
Mr. KAMESH SHRI SHRI MAL  
CS

SD/-  
Mr. RAJ KUMAR CHECHANI  
CFO

**STATEMENT OF PROFIT AND LOSS FOR YEAR ENDED 31.03.2021**

**RS. IN LACS**

| <u>Particulars</u>   | Note No. | Current Year ended<br>on 31.03.2021<br>(AUDITED) | Current Year ended<br>on 31.03.2020<br>(AUDITED) |
|--|----------|--|--|
|  |          | 01.04.2020 TO<br>31.03.2021                      | 01.04.2019 to<br>31.03.2020                      |
| I. Revenue from Operations   | 21       | 32125.30   | 40544.57   |
| II. Other Income   | 22       | 0.72   | 17.44  |
| III. TOTAL REVENUE (I+II)  |          | <b>32126.02</b>                                  | <b>40562.01</b>                                  |
| IV. Operating Expenditure  |          |  |  |
| (a) Cost of Materials Consumed   | 23       | 20376.13   | 25471.90   |
| (b) Purchase of Trade Goods Changes in Inventories of<br>Finished Goods, Work-in-progress and stock-in-trade | 24       | -413.45  | -578.49  |
| (c) Employee Benefits Expenses   | 25       | 1205.56  | 1550.27  |
| (d) Finance Cost   | 26       | 664.58   | 851.73   |
| (e) Depreciation & Amortisation Expenses   |          | 697.97   | 976.98   |
| (f) Other Expenses   | 27       | 9194.47  | 11547.46   |
| TOTAL EXPENSES   |          | <b>31725.26</b>                                  | <b>39819.85</b>                                  |
| V. Profit before Exceptional Items & Tax   |          | 400.76   | 742.16   |
| VI. Exceptional Items  |          | 0.00   | 0.00   |
| VII. Profit/(Loss) Before extraordinary items & Tax (V-VI)   |          | 400.76   | 742.16   |
| VIII. Extraordinary Items( Income)   | 28       | 0.00   | 0.00   |
| IX. Profit/(Loss) Before Tax (VII-VIII)  |          | <b>400.76</b>                                    | <b>742.16</b>                                    |
| X. Tax Expenses  |          |  |  |
| 1. CURRENT TAX (MAT Tax)   |          | 124.47   | 123.88   |
| 2. Deferred Tax Liability  |          | 0.82   | -59.47   |
| XI. Profit/(Loss) for the period from continuing operation (IX-X)  |          | <b>275.47</b>                                    | <b>677.75</b>                                    |
| XII. Profit/(Loss) for the period from Discontinuing operation   |          | 0.00   | 0.00   |
| XIII. Tax expenses of Discontinuing operation  |          | 0.00   | 0.00   |
| XIV. Profit/(Loss) from Discontinuing operation after tax (XII-XIII)   |          | <b>0.00</b>                                      | <b>0.00</b>                                      |



|   |    |         |         |
|---|----|---------|---------|
| XV. Profit/(Loss) for the period (XI-XIV)                         |    | 275.47  | 677.75  |
| XVI. Basic & Diluted Earning Per Share (Rupees)                   | 29 | 1.88    | 5.12    |
| XVII. Paid-up Equity share capital ( face value of Rs. 10/- each) |    | 1468.34 | 1468.34 |

As per our Report of even date annexed

For B.MAHESHWARI & CO.  
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-  
(VIKAS DARAK)  
Partner  
M.No. :- 400732  
FRN:- 105839W  
Date: 31.05.2021  
Place : Bhilwara

SD/-  
Mr. YOGESH LADDHA  
MD

SD/-  
Mrs. PALLAVI LADDHA  
WTD

SD/-  
Mr. KAMESH SHRI SHRI MAL  
CS

SD/-  
Mr. RAJ KUMAR CHECHANI  
CFO

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2021**

**RS. IN LACS**

|           | <b><u>PARTICULARS</u></b>   | <b>As at 31 March<br/>2021(AUDITED)</b> | <b>As at 31 March<br/>2020(AUDITED)</b> |
|-----------|---|---|---|
| <b>I</b>  | <b>CASH INFLOW/CASH OUTFLOW</b>   |   |   |
| <b>A.</b> | <b>CASH FLOW FROM OPERATING ACTIVITIES</b>  |   |   |
|           | Profit Before extraordinary items & Tax   | 400.76                                  | 742.16                                  |
|           | Adjustments For   |   |   |
|           | Depreciation & Amortization Exp   | 697.97                                  | 976.98                                  |
|           | Exceptional Items   | 0.00                                    | 0.00                                    |
|           | <b>OPERATING PROFIT BEFORE WORKING CAPITAL, Provision For Tax &amp; Extraordinary Items</b> | <b>1098.73</b>                          | <b>1719.14</b>                          |
|           | Adjustments For   |   |   |
|           | Working capital changes:  |   |   |
|           | Changes in current Investment   | 0.00                                    | 0.00                                    |
|           | Changes in inventories  | 15.61                                   | -1001.20                                |
|           | Changes in trade receivables  | -2286.19                                | 969.95                                  |
|           | Changes in short-term loans and advances  | 111.83                                  | 19.35                                   |
|           | Changes in other current assets   | 131.64                                  | 14.54                                   |
|           | Changes in Short Term Borrowings  | -255.53                                 | 767.07                                  |
|           | Changes in trade payables   | 510.26                                  | -1411.82                                |
|           | Changes in other current liabilities  | 22.43                                   | 53.03                                   |
|           | Changes in Short Term Provision   | 4.62                                    | -27.12                                  |
|           | Interest and other finance costs  | 664.58                                  | 851.73                                  |
|           | Extraordinary item (Gain)/Loss on sale of fixed assets                                      | 0.00                                    | 0.00                                    |
|           | Current year provisions for taxes (Net of MAT Credit)                                       | -124.47                                 | -123.88                                 |
|           | Provision for Deferred tax  | -0.82                                   | 59.47                                   |
|           | <b>NET CASH GENERATED FROM OPERATING ACTIVITIES (A)</b>                                     | <b>-107.31</b>                          | <b>1890.26</b>                          |
| <b>B.</b> | <b>CASH FLOW FROM INVESTING ACTIVITIES</b>  |   |   |
|           | (a)Purchase of fixed assets   | -123.68                                 | -246.37                                 |
|           | (b)Proceeds from sale of fixed assets   | 0.00                                    | 0.00                                    |
|           | (c)Decrease in other long-term loans and advances   | 45.38                                   | -0.43                                   |
|           | (d)Changes in capital WIP   | 0.00                                    | 60.61                                   |
|           | (e)Changes in Long Term Provision   | 26.48                                   | 46.00                                   |
|           | (f) Changes in Non Current Assets   | -73.04                                  | 0.53                                    |
|           | (g)Tuf Subsidy Received   | 0.00                                    | 0.00                                    |
|           | <b>NET CASH GENERATED FROM INVESTING ACTIVITIES (B)</b>                                     | <b>-124.86</b>                          | <b>-139.66</b>                          |
| <b>C.</b> | <b>CASH FLOW FROM FINANCING ACTIVITIES</b>  |   |   |
|           | (a)Proceeds from issue of share capital/premium   | 0.00                                    | 700.00                                  |

|           |   |               |                 |
|-----------|---|---------------|-----------------|
|           | (b)Share application money                                    | 0.00          | 0.00            |
|           | (c)Changes in long-term borrowings                            | 905.51        | -1436.07        |
|           | (d)Interest and other finance costs                           | -664.58       | -851.73         |
|           | (e) Changes in Deferred Tax Liabilities                       | 0.82          | -59.47          |
|           | (f) Amortisation Exp.   | 0.00          | 0.00            |
|           |   |               |                 |
|           | <b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>              | <b>241.75</b> | <b>-1647.27</b> |
|           |   |               |                 |
|           | <b>D) NET INCREASE/ DECREASE IN CASH ( A+ B + C )</b>         | <b>9.58</b>   | <b>103.33</b>   |
|           | Add: Cash and cash equivalents at the beginning of the period | 477.50        | 374.17          |
| <b>IV</b> | <b>Cash and cash equivalents at the end of the period</b>     | <b>487.08</b> | <b>477.50</b>   |

As per our Report of even date annexed

For B.MAHESHWARI & CO.  
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-  
(VIKAS DARAK)  
Partner  
M.No. :- 400732  
FRN:- 105839W  
Date: 31.05.2021  
Place : Bhilwara

SD/-  
Mr. YOGESH LADDHA  
MD

SD/-  
Mrs. PALLAVI LADDHA  
WTD

SD/-  
Mr. KAMESH SHRI SHRI MAL  
CS

SD/-  
Mr. RAJ KUMAR CHECHANI  
CFO

**MANOMAY TEX INDIA LIMITED**

**Notes on Financial Statements for the year ended 31.03.2021**

The previous year figures have been regrouped, rearranged and reclassified wherever necessary. Accordingly, amounts and other disclosure for the preceding year are included as an integral part of the current financial statements and are to be read in relation to amounts and other disclosures relating to the current year.

**Notes to Accounts**

**Note: 1 SHARE CAPITAL**

| 1.1 Authorised Share Capital                                 | NUMBER IN LACS      |                | RS. IN LACS         |                |
|--|---------------------|----------------|---------------------|----------------|
|  | As at 31 March 2021 |                | As at 31 March 2020 |                |
|  | Number              | Amount         | Number              | Amount         |
| Authorised Share Capital                                     | 150.00              | 1500.00        | 150.00              | 1500.00        |
| Equity Shares of Rs. 10 each Issued, Subscribed and Paid Up: | <b>146.83</b>       | <b>1468.34</b> | <b>146.83</b>       | <b>1468.34</b> |

**1.2 The reconciliations of the number of shares outstanding are set out as below:**

Issued, Subscribed & Paid up

| Particulars  | As at 31 March 2021 |                | As at 31 March 2020 |                |
|--|---------------------|----------------|---------------------|----------------|
|  | Number              | Amount         | Number              | Amount         |
| Equity Shares outstanding at the beginning of the year | 146.83              | 1468.34        | 126.83              | 1268.34        |
| Add: Bonus Shares issued during the year               | 0.00                | 0.00           | 0.00                | 0.00           |
| Add: Shares issued during the year                     | 0.00                | 0.00           | 20.00               | 200.00         |
| Less: Shares bought back during the year               | 0.00                | 0.00           | 0.00                | 0.00           |
| Shares outstanding at the end of the year              | <b>146.83</b>       | <b>1468.34</b> | <b>146.83</b>       | <b>1468.34</b> |

**1.3 The details of shareholders holding more than 5% shares are as below**

| S. No. | Name of Share holder                  | PAN No.    | As at 31 March 2021 |        |        | As at 31 March 2020 |        |        |
|--------|---------------------------------------|------------|---------------------|--------|--------|---------------------|--------|--------|
|        |                                       |            | Number              | Amount | %      | Number              | Amount | %      |
| 1      | M/s Everstrong Marketing (P) Ltd      | AACCE6258P | 23.10               | 231.00 | 15.73% | 23.10               | 231.00 | 15.73% |
| 2      | Kailashchandra Hiralal Laddha         | AAIPL1341D | 10.71               | 107.12 | 7.30%  | 10.43               | 104.30 | 7.10%  |
| 3      | Mahesh Chandra Kailash chandra Laddha | AAJPL6171G | 9.84                | 98.38  | 6.70%  | 9.84                | 98.40  | 6.70%  |
| 4      | Seema Kamlesh Laddha                  | ABDPL2205L | 8.09                | 80.93  | 5.51%  | 7.85                | 78.50  | 5.35%  |

| Note 2:                                     |  | As At 31.03.2021 | As At 31.03.2020 |
|---|--|------------------|------------------|
| <b>Reserve and Surplus</b>                  |  |                  |                  |
| <b>a. Securities Premium Reserve</b>        |  |                  |                  |
| Opening Balance                             |  | 2139.73          | 1639.73          |
| Additions during the year                   |  | 0.00             | 500.00           |
| Deductions during the year                  |  | 0.00             | 0.00             |
| <b>Net Balance</b>                          |  | <b>2193.73</b>   | <b>2139.73</b>   |
| <b>b. Surplus/Profit &amp; Loss Account</b> |  |                  |                  |
| Opening Balance*                            |  | 1896.50          | 1218.75          |
| Additions/during the year                   |  | 275.47           | 677.75           |
| <b>Net Balance</b>                          |  | <b>2171.97</b>   | <b>1896.50</b>   |

|                            |                |                |
|----------------------------|----------------|----------------|
| <b>c. Capital Reserve</b>  |                |                |
| Opening Balance            | 362.31         | 362.31         |
| Add : Subsidy              | 0.00           | 0.00           |
| <b>Net Balance</b>         | <b>362.31</b>  | <b>362.31</b>  |
|                            |                |                |
| <b>Total ( a + b + c )</b> | <b>4674.01</b> | <b>4398.54</b> |

|                                |                         |                         |
|--------------------------------|-------------------------|-------------------------|
| <b>Note 3:</b>                 | <b>As At 31.03.2021</b> | <b>As At 31.03.2020</b> |
| <b>SHARE APPLICATION MONEY</b> |                         |                         |
| Share Application Money        | 0.00                    | 0.00                    |
| <b>Total</b>                   | <b>0.00</b>             | <b>0.00</b>             |

|                                       |                         |                         |
|---------------------------------------|-------------------------|-------------------------|
| <b>Note 4:</b>                        | <b>As At 31.03.2021</b> | <b>As At 31.03.2020</b> |
| <b>LONG TERM BORROWING</b>            |                         |                         |
| <b>(I) Secured Loan</b>               |                         |                         |
| <b>(a) Term Loan</b>                  |                         |                         |
| State Bank of India Term Loan a/c 915 | 0.00                    | 0.00                    |
| State Bank of India Term Loan a/c 917 | 199.32                  | 357.62                  |
| State Bank of India Term Loan a/c 604 | 349.77                  | 653.52                  |
| State Bank of India GECL              | 694.78                  | 0.00                    |
| PNB Term Loan a/c 2314                | 149.51                  | 315.70                  |
| PNB Term Loan a/c 16                  | 490.43                  | 667.90                  |
| PNB Term loan a/c 222                 | 151.27                  | 38.53                   |
| PNB Term GECL                         | <b>574.75</b>           | <b>0.00</b>             |
| <b>Total (a)</b>                      | <b>2609.83</b>          | <b>2033.27</b>          |

**SECURITY: Securities for CC limit**

**a. Primary:**

Hypothecation First pari-passu charge on company's stock's & receivable lying in factory premises or elsewhere in the name of the company and entire other current assets (present and future).

**SECURITY: Securities for Term Loans**

**a. Primary:**

Hypothecation First pari-passu charge on entire fixed assets of the company including factory land & building situated at khasra no. 5, 6 & 7 Gram Jojro ka Khera, Panchayat Soniyana Gangrar, Gangrar, 312901 (present and future).

**SECURITY: Securities for CC limit**

**b. Collateral Security & Equitable Mortgage :**

Second pari-passu charge on entire fixed assets of the company (present and future) for working capital limits.

Second pari-passu charge on entire current assets of the company (present and future) for working capital limits.



Equitable mortgage of Industrial land situated at Khasra No 9, 10, 11 & 12, Zojaro ka Khera Gram Panchayat Tehsil Gangrar Dist Chittorgarh, Gangrar, 312901, standing in the name of m/s arav export proprietor shri kailash chandra laddha.

**SECURITY: Securities for Term Loan**

**b. Collateral Security & Equitable Mortgage :**

Equitable mortgage of Residential , situated at Plot No. A-133 Kamla Vihar Vistar Yojana, Bhilwara, 311001, standing in the name of pallavi laddha.

Equitable mortgage of Industrial Land situated at Araj No 13/2, 14/2, 16/2, Village Jorjo ka Khera, Tehsil Gangrar Distt Chittorgarh Rajasthan, Gangrar, 312901, standing in the name of Yogesh laddha.

Equitable mortgage of industrial land & building Araj Khasra no 18 Means, 19, Village Jojro ka Khera, Tehsil Gangrar, District Chittorgarh, raj. Standing in the name of m/s manomay tex india limited.

Equitable mortgage of Commercial Building bearing Survey Number : Plot No. 11, situated at Ichalkarnaji Industrial Co. Op. Estate Ltd. Ichalkarnaji & C.S. No. T.P. Scheme No. 2 Final Plot No. 119 (Part) & Estate Plot No. 11 it's old C.S. No. 12277, Ichalkarnaji, 416115, maharashtra standing in the name of Shri Kamlesh Laddha.

Lien over Fixed deposit of Rs. 2.45 crore under bank lien with pari-passu basis Standing in the name of m/s manomay tex india limited.

Lien over Fixed deposit of Rs. 0.10 crore under bank lien with pari-passu basis Standing in the name of m/s manomay tex india limited.

Equitable mortgage of shop at 32, heera panna market pur road, Bhilwara raj, 311001, standing in the name of kailash chandra laddha.

**C. Personal Guarantees`**

1. Shri Kailash Chandra Laddha s/o Shri Hiralal Laddha
2. Shri Mahesh Chandra Kailash Chandra Laddha s/o Shri Kailash Chandra Laddha
3. Shri Kamlesh Kailash Chandra Laddha s/o Shri Kailash Chandra Laddha
4. Shri Yogesh Laddha s/o Shri Kailash Chandra Laddha
5. Smt. Pallavi Laddha W/o Shri Yogesh Laddha
6. Arav Exports Prop. Shri Kailash Chandra Laddha s/o Shri Hiralal Laddha

| <b>(b) Vehicle Loan</b>      | <b>As At 31.03.2021</b> | <b>As At 31.03.2020</b> |
|------------------------------|-------------------------|-------------------------|
| State Bank of India Car Loan | 5.78                    | 7.48                    |
| <b>Total (b)</b>             | <b>5.78</b>             | <b>7.48</b>             |
| <b>Total (I)= (a+b)</b>      | <b>2615.61</b>          | <b>2040.75</b>          |

Secured by way of hypothecation of Car. The above loan is guaranteed by Directors Shri Kailash ji Ladha. The tenure of above term loan is up to August 2019 repayable by 36 monthly instalment of Rs. 19213 .

| <b>(II) Unsecured Loan from Directors/Shareholders</b> |         |         |
|--|---------|---------|
| Shareholder, Associates & Related Parties:             |         |         |
| Loan From Director & Promoter Relative                 | 1446.05 | 1306.01 |

|  |                |                |
|--|----------------|----------------|
| Loan From Shareholders UPTO 31.03.2014 | 0.00           | 0.00           |
| Loan From Shareholders                 | 0.00           | 0.00           |
| Loan From Corporate                    | 611.09         | 420.48         |
| <b>Total (II)</b>                      | <b>2057.14</b> | <b>1726.49</b> |
|  |                |                |
| <b>Total (I+II)</b>                    | <b>4672.75</b> | <b>3767.24</b> |

**Note : 5 Deferred Tax Liability/Assets**

The Company has recognized deferred tax arising on account of timing differences, being the difference between the taxable income and accounting income, that originates in one period and is capable of reversal in one or more subsequent period(s) in compliance with Accounting Standard (AS • 22). Accounting of Taxes on Income issued by Institute of chartered Accountants of India.

The major components of deferred tax Assets/(Liabilities) arising on account of timing differences as at 31st March 2021 are as follows:

| <b>Particulars</b>   | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
|--|----------------------------|----------------------------|
| Difference Between The Written Down Value Of The Assets as Per Books Of Accounts and Income Tax Act, 1961. | -423.02                    | -422.20                    |
| <b>Net Deferred Tax assets/Liabilities</b>   | <b>-423.02</b>             | <b>-422.20</b>             |
| <b>Deferred Tax benefit (expenses) For The Year</b>  | <b>-0.82</b>               | <b>59.47</b>               |

| <b>Note :6 Long Term Provisions</b> | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
|-------------------------------------|----------------------------|----------------------------|
| Provision for Gratuity              | 112.55                     | 86.07                      |
| <b>Total</b>                        | <b>112.55</b>              | <b>86.07</b>               |

| <b>Note : 7 Short Term Borrowings</b>     | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
|---|----------------------------|----------------------------|
| <b>SECURED</b>                            |                            |                            |
| <b>a. Working Capital Loan from Banks</b> |                            |                            |
| PNB CC Bhilwara                           | 44.88                      | 114.24                     |
| PNB EPC Bhilwara                          | 1673.18                    | 1634.47                    |
| PNB Covid Loan                            | 177.76                     | 0.00                       |
| State Bank of India CC Bhilwara           | -4.96                      | 66.80                      |
| State Bank of India EPC Bhilwara          | 1810.62                    | 1780.55                    |
| State Bank of India PCFC Bhilwara         | 0.00                       | 277.50                     |
| State Bank of India ADHOC CC Bhilwara     | 0.00                       | 89.83                      |
| State Bank of India Covid Loan            | 209.62                     | 0.00                       |
| State Bank of India CC Ichalkaran ji      | 3.15                       | 136.34                     |
| <b>Total (a)</b>                          | <b>3914.25</b>             | <b>4099.73</b>             |
|   |                            |                            |
| <b>b. Current Maturity of Term Loan</b>   |                            |                            |
| State Bank of India Term Loan a/c 915     | 45.70                      | 214.00                     |

|                                       |                |                |
|---------------------------------------|----------------|----------------|
| State Bank of India Term Loan a/c 917 | 157.14         | 157.14         |
| State Bank of India Term Loan a/c 604 | 157.20         | 157.20         |
| State Bank of India GECL              | 46.00          | 0.00           |
| PNB Term Loan a/c 2314                | 150.00         | 150.00         |
| PNB Term Loan a/c 16                  | 157.14         | 157.14         |
| PNB Term Loan a/c 222                 | 26.79          | 26.79          |
| PNB Term GECL                         | 52.25          | 0.00           |
| State Bank of India Car Loan          | 1.69           | 1.69           |
| <b>Total (b)</b>                      | <b>793.91</b>  | <b>863.96</b>  |
| <b>Total (a) + (b)</b>                | <b>4708.16</b> | <b>4963.69</b> |

|  |                            |                            |
|--|----------------------------|----------------------------|
| <b>Note : 8 Trade Payable</b>              | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| Trade Payable to Micro & Small enterprises | 953.81                     | 350.66                     |
| Trade Payable to related parties           | 33.84                      | 90.27                      |
| Others                                     | 4061.42                    | 4097.88                    |
| <b>Total</b>                               | <b>5049.07</b>             | <b>4538.81</b>             |

|   |                            |                            |
|---|----------------------------|----------------------------|
| <b>Note : 9 Other Current Liabilities</b> | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| Statutory Dues                            | 21.18                      | 32.81                      |
| Salary Wages Payable                      | 101.35                     | 101.61                     |
| Provident Fund Payable                    | 11.68                      | 6.30                       |
| Bonus Payable                             | 28.61                      | 17.68                      |
| Esic Payable                              | 2.09                       | 1.75                       |
| Electricity Exp Payables                  | 57.03                      | 18.94                      |
| Audit Fees Payable                        | 5.53                       | 5.40                       |
| Interest Payable                          | 0.16                       | 22.07                      |
| GST RCM payable                           | 2.45                       | 1.09                       |
| <b>Total</b>                              | <b>230.08</b>              | <b>207.65</b>              |

|   |                            |                            |
|---|----------------------------|----------------------------|
| <b>Note : 10 Short Term Provisions ok</b> | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| Provision for Tax                         | 124.48                     | 123.89                     |
| Gratuity Provisions                       | 5.64                       | 1.61                       |
| <b>Total</b>                              | <b>130.12</b>              | <b>125.50</b>              |

**Note 11 (a): FIXED ASSETS**

**MANOMAY TEX INDIA LIMITED (HEAD OFFICE)**

(Rs. In lacs)

| S. No. | Fixed Assets               | Opening Balance<br>01.04.2020 | Addition      |              |                | Deduction   | Total as on<br>31.03.2021 | Dep. Upto<br>31.03.2020 | Current Year Dep. | Deduction   | Total Dep.     | Net Block as on<br>31.03.2021 | Net Block as on<br>31.03.2020 | Useful Life as per Co. Act 2013 |
|--------|----------------------------|-------------------------------|---------------|--------------|----------------|-------------|---------------------------|-------------------------|-------------------|-------------|----------------|-------------------------------|-------------------------------|---------------------------------|
|        |                            |                               | Before Sept.  | After Sept.  | Total Addition |             |                           |                         |                   |             |                |                               |                               |                                 |
| 1      | LAND                       | 68.17                         | 0.00          | 0.00         | 0.00           | 0           | 68.17                     | 0                       | 0                 | 0           | 0              | 68.17                         | 68.17                         | NA                              |
| 2      | BUILDING                   | 946.91                        | 0.00          | 0.00         | 0.00           | 0           | 946.91                    | 107.82                  | 29.92             | 0           | 137.74         | 809.17                        | 839.09                        | 30 Yr                           |
| 3      | PLANT & MACHINERY          | 4845.01                       | 41.30         | 0.00         | 41.30          | 0           | 4886.31                   | 1889.76                 | 363.29            | 0           | 2253.05        | 2633.26                       | 2955.25                       | 15 Yr                           |
| 4      | GENERAL MACHINERY          | 695.50                        | 0.00          | 5.74         | 5.74           | 0           | 701.24                    | 225.67                  | 54.17             | 0           | 279.84         | 421.40                        | 469.83                        | 15 Yr                           |
| 5      | FURNITURE & FIXTURES       | 38.46                         | 0.10          | 0.00         | 0.10           | 0           | 38.56                     | 10.16                   | 3.65              | 0           | 13.81          | 24.75                         | 28.30                         | 10 Yr                           |
| 6      | OFFICE EQUIPMENTS          | 14.24                         | 0.00          | 0.67         | 0.67           | 0           | 14.91                     | 6.99                    | 1.86              | 0           | 8.85           | 6.06                          | 7.25                          | 05 Yr                           |
| 7      | VEHICLE                    | 62.72                         | 0.00          | 3.14         | 3.14           | 0           | 65.86                     | 29.28                   | 7.48              | 0           | 36.76          | 29.10                         | 33.44                         | 08 Yr                           |
| 8      | COMPUTER & SOFTWARE        | 46.06                         | 0.00          | 2.51         | 2.51           | 0           | 48.57                     | 33.40                   | 5.68              | 0           | 39.08          | 9.49                          | 12.66                         | 03 Yr                           |
| 9      | AIRJET LOOMS & ACCESSORIES | 3038.81                       | 69.60         | 0.00         | 69.60          | 0           | 3108.41                   | 1272.75                 | 225.19            | 0           | 1497.94        | 1610.47                       | 1766.06                       | 15 Yr                           |
|        | <b>TOTAL</b>               | <b>9755.88</b>                | <b>111.00</b> | <b>12.06</b> | <b>123.06</b>  | <b>0.00</b> | <b>9878.94</b>            | <b>3575.83</b>          | <b>691.24</b>     | <b>0.00</b> | <b>4267.07</b> | <b>5611.87</b>                | <b>6180.05</b>                |                                 |

**CAPITAL WORK IN PROGRESS OF CAPITAL GOODS**

|   |                       |                |               |              |               |             |                |                |               |             |                |                |                |     |
|---|-----------------------|----------------|---------------|--------------|---------------|-------------|----------------|----------------|---------------|-------------|----------------|----------------|----------------|-----|
| 1 | BUILDING WIP          | 0.00           | 0.00          | 0.00         | 0.00          | 0.00        | 0.00           | 0.00           | 0.00          | 0.00        | 0.00           | 0.00           | 0.00           | N A |
| 2 | PLANT & MACHINERY WIP | 0.00           | 0.00          | 0.00         | 0.00          | 0.00        | 0.00           | 0.00           | 0.00          | 0.00        | 0.00           | 0.00           | 0.00           | N A |
|   | <b>TOTAL</b>          | <b>0.00</b>    | <b>0.00</b>   | <b>0.00</b>  | <b>0.00</b>   | <b>0.00</b> | <b>0.00</b>    | <b>0.00</b>    | <b>0.00</b>   | <b>0.00</b> | <b>0.00</b>    | <b>0.00</b>    | <b>0.00</b>    |     |
|   | <b>GRAND TOTAL</b>    | <b>9755.88</b> | <b>111.00</b> | <b>12.06</b> | <b>123.06</b> | <b>0.00</b> | <b>9878.94</b> | <b>3575.83</b> | <b>691.24</b> | <b>0.00</b> | <b>4267.07</b> | <b>5611.87</b> | <b>6180.05</b> |     |

**Note 11 (b): FIXED ASSETS**

**MANOMAY TEX INDIA LIMITED (BRANCH OFFICE)**

(Rs. In lacs)

| S. No | Fixed Assets             | Opening Balance<br>01.04.2020 | Addition        |                |                   | Deduction   | Total as on<br>31.03.2021 | Dep. Upto<br>31.03.2020 | Current<br>Year<br>Dep. | Deduction   | Total<br>Dep. | Net Block<br>as on<br>31.03.2021 | Net<br>Block<br>as on<br>31.03.20<br>20 | Useful<br>Life as<br>per Co.<br>Act<br>2013 |
|-------|--------------------------|-------------------------------|-----------------|----------------|-------------------|-------------|---------------------------|-------------------------|-------------------------|-------------|---------------|----------------------------------|---|---|
|       |                          |                               | Before<br>Sept. | After<br>Sept. | Total<br>Addition |             |                           |                         |                         |             |               |                                  |   |   |
| 1     | PLANT & MACHINERY        | 31.04                         | 0.00            | 0.00           | 0.00              | 0.00        | 31.04                     | 24.12                   | 0.89                    | 0.00        | 25.01         | 6.03                             | 6.92                                    | 15 Yr                                       |
| 2     | INVENTORE & BATTERIES    | 1.02                          | 0.00            | 0.00           | 0.00              | 0.00        | 1.02                      | 0.70                    | 0.14                    | 0.00        | 0.84          | 0.18                             | 0.32                                    | 5 Yr  |
| 3     | ELECTRIC<br>INSTALLATION | 12.18                         | 0.00            | 0.00           | 0.00              | 0.00        | 12.18                     | 9.53                    | 1.01                    | 0.00        | 10.54         | 1.64                             | 2.65                                    | 10 Yr                                       |
| 4     | COMPUTER                 | 5.49                          | 0.44            | 0.00           | 0.44              | 0.00        | 5.93                      | 2.64                    | 1.67                    | 0.00        | 4.31          | 1.62                             | 2.85                                    | 03 Yr                                       |
| 5     | VEHICLE & CAR            | 19.99                         | 0.00            | 0.00           | 0.00              | 0.00        | 19.99                     | 15.30                   | 1.48                    | 0.00        | 16.78         | 3.21                             | 4.69                                    | 06 Yr                                       |
| 6     | AIR CONDITIONERS         | 3.65                          | 0.00            | 0.00           | 0.00              | 0.00        | 3.65                      | 2.26                    | 0.63                    | 0.00        | 2.89          | 0.76                             | 1.39                                    | 5 Yr  |
| 7     | CAMERA                   | 2.04                          | 0.00            | 0.00           | 0.00              | 0.00        | 2.04                      | 1.84                    | 0.08                    | 0.00        | 1.92          | 0.12                             | 0.20                                    | 5 Yr  |
| 8     | OFFICE EQUIPMENT         | 0.73                          | 0.00            | 0.00           | 0.00              | 0.00        | 0.73                      | 0.44                    | 0.13                    | 0.00        | 0.57          | 0.16                             | 0.29                                    | 5 Yr  |
| 9     | INTERCOM                 | 0.11                          | 0.00            | 0.00           | 0.00              | 0.00        | 0.11                      | 0.09                    | 0.02                    | 0.00        | 0.11          | 0.00                             | 0.02                                    | 5 Yr  |
| 10    | MOBILE &<br>INSTRUMENTS  | 1.32                          | 0.17            | 0.00           | 0.17              | 0.00        | 1.49                      | 0.69                    | 0.28                    | 0.00        | 0.97          | 0.52                             | 0.63                                    | 5 Yr  |
| 11    | FURNITURE                | 4.28                          | 0.00            | 0.00           | 0.00              | 0.00        | 4.28                      | 1.73                    | 0.40                    | 0.00        | 2.13          | 2.15                             | 2.55                                    | 10 Yr                                       |
|       | <b>TOTAL</b>             | <b>81.85</b>                  | <b>0.61</b>     | <b>0.00</b>    | <b>0.61</b>       | <b>0.00</b> | <b>82.46</b>              | <b>59.34</b>            | <b>6.73</b>             | <b>0.00</b> | <b>66.07</b>  | <b>16.39</b>                     | <b>22.51</b>                            |   |



| Note : 12 Non Current Investment | AS at 31 March 2021 | AS at 31 March 2020 |
|----------------------------------|---------------------|---------------------|
| NIL                              | 0.00                | 0.00                |
| <b>Total</b>                     | <b>0.00</b>         | <b>0.00</b>         |

| Note : 13 Long Term Loans And Advances        | AS at 31 March 2021 | AS at 31 March 2020 |
|---|---------------------|---------------------|
| (Unsecured, considered Good)                  |                     |                     |
| Security Deposit AVVNAL and MSEDCL,Kolhapur   | 47.84               | 94.68               |
| Security Deposit –GAS From vimal distributors | 0.14                | 0.14                |
| Vat Refund Receivable                         | 1.83                | 1.83                |
| Security Deposit -RAMKY                       | 2.00                | 2.00                |
| Security Deposit –Shree cement                | 1.46                | 0.00                |
| <b>Total</b>                                  | <b>53.27</b>        | <b>98.65</b>        |

| Note : 14 Other Non Current Assets  | AS at 31 March 2021 | AS at 31 March 2020 |
|-------------------------------------|---------------------|---------------------|
| Trade Receivable More Than One Year | 73.15               | 0.11                |
| <b>Total</b>                        | <b>73.15</b>        | <b>0.64</b>         |

| Note : 15 Current Investment | AS at 31 March 2021 | AS at 31 March 2020 |
|------------------------------|---------------------|---------------------|
| NIL                          | 0.00                | 0.00                |
| <b>Total</b>                 | <b>0.00</b>         | <b>0.00</b>         |

| Note : 16 Inventories                             | AS at 31 March 2021 | AS at 31 March 2020 |
|---|---------------------|---------------------|
| (At cost of realizable value, whichever is lower) |                     |                     |
| Raw Material                                      | 844.23              | 1266.62             |
| Finished Goods                                    | 3140.24             | 2918.20             |
| WIP   | 1182.66             | 991.25              |
| Coal & Chemical and packing Material              | 434.38              | 441.05              |
| <b>Total</b>                                      | <b>5601.51</b>      | <b>5617.12</b>      |

| Note : 17 Trade Receivables      | AS at 31 March 2021 | AS at 31 March 2020 |
|----------------------------------|---------------------|---------------------|
| (Unsecured, considered Good)     |                     |                     |
| <b>From Related Parties</b>      |                     |                     |
| Outstanding exceeding Six months | 0.00                | 0.00                |
| Other Debts                      | 53.13               | 9.31                |
| <b>Other</b>                     |                     |                     |
| Outstanding exceeding Six months | 25.10               | 303.13              |
| Export Debts                     | 3886.56             | 1173.00             |
| Other                            | 3915.56             | 4108.72             |
| <b>Total</b>                     | <b>7880.35</b>      | <b>5594.16</b>      |

| Note : 18 Cash and Cash Equivalents | AS at 31 March 2021 | AS at 31 March 2020 |
|-------------------------------------|---------------------|---------------------|
| Cash in Hand                        | 17.45               | 21.87               |
| <b>Balance with Banks in :</b>      |                     |                     |
| Current Accounts                    | 10.51               | 16.06               |
|                                     |                     |                     |
| Fixed Deposit With Bank             | 459.12              | 439.57              |
| <b>Total</b>                        | <b>487.08</b>       | <b>477.50</b>       |

| Note : 19 Short Term Loans and Advances       | AS at 31 March 2021 | AS at 31 March 2020 |
|---|---------------------|---------------------|
| (Unsecured, considered Good)                  |                     |                     |
| Advance Salary                                | 14.95               | 15.88               |
| Advance Tax                                   | 80.00               | 145.00              |
| Loans & Advances to related parties           | 0.00                | 2.70                |
| Advance to Supplier & Service Provider        | 1.93                | 0.67                |
| Duties and taxes for GST                      | 530.58              | 1302.29             |
| Duty Drawback Receivable                      | 50.08               | 43.16               |
| Gst Receivable On Export & Inverted structure | 746.98              | 108.61              |
| Income tax refund FY 19-20                    | 23.99               | 0.00                |
| Advance pyt of Custom Duty                    | 40.11               | 0.00                |
| Interest Receivable                           | 4.18                | 5.84                |
| Keyman insurance                              | 36.55               | 26.18               |
| TCS Receivable                                | 10.19               | 0.00                |
| TDS Receivable                                | 2.00                | 3.04                |
| <b>Total</b>                                  | <b>1541.54</b>      | <b>1653.37</b>      |

| Note : 20 Other Current Assets | AS at 31 March 2021 | AS at 31 March 2020 |
|--------------------------------|---------------------|---------------------|
| Prepaid Insurance              | 24.45               | 19.21               |
| Subsidy Receivable             | 178.48              | 315.36              |
| <b>Total</b>                   | <b>202.93</b>       | <b>334.57</b>       |

| Note : 21 Revenue from Operation | AS at 31 March 2021 | AS at 31 March 2020 |
|----------------------------------|---------------------|---------------------|
| Sales                            | 15449.76            | 21186.85            |
| Export Sale                      | 16147.81            | 18366.46            |
| MEIS License Sale                | 37.43               | 214.01              |
| Wastage Sales                    | 119.54              | 150.56              |
| <b>Gross Sales</b>               | <b>31754.54</b>     | <b>39917.88</b>     |
| <b>Less :</b>                    |                     |                     |
| Sales Return                     | 42.09               | 41.69               |
| Rebate & Discount                | 3.50                | 0.79                |

|                                |                 |                 |
|--------------------------------|-----------------|-----------------|
| Rate Difference                | 0.00            | 0.00            |
| <b>Total (a)</b>               | <b>31708.95</b> | <b>39875.40</b> |
| <b>Other Operating Revenue</b> |                 |                 |
| Duty Drawback                  | 341.62          | 350.58          |
| Foreign Exchange Gain & Loss   | 74.73           | 318.59          |
| <b>Total (b)</b>               | <b>416.35</b>   | <b>669.17</b>   |
| <b>Total (a+b)</b>             | <b>32125.30</b> | <b>40544.57</b> |

|                               |                            |                            |
|-------------------------------|----------------------------|----------------------------|
| <b>Note : 22 Other Income</b> | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| Insurance Claim               | 0.00                       | 16.63                      |
| Rent income                   | 0.72                       | 0.72                       |
| Interest on Vat refund        | 0.00                       | 0.08                       |
| GST credit of previous year   | 0.00                       | 0.01                       |
| <b>Total</b>                  | <b>0.72</b>                | <b>17.44</b>               |

|   |                            |                            |
|---|----------------------------|----------------------------|
| <b>Note : 23 Cost of Materials Consumed</b> | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| Stock at Opening                            | 1266.62                    | 887.81                     |
| <b>Add : Purchases</b>                      |                            |                            |
| Purchase-Grey & Finish(Fabric purchase)     | 493.31                     | 579.60                     |
| Grey & cloth Purchase                       | 1681.25                    | 1349.90                    |
| Yarn Purchase                               | 17779.18                   | 23943.52                   |
| Others                                      | 0.00                       | 0.00                       |
| <b>Gross Total</b>                          | <b>21220.36</b>            | <b>26760.83</b>            |
| <b>Less:</b>                                |                            |                            |
| Goods Return                                | 0.00                       | 22.18                      |
| Rebate & Discount                           | 0.00                       | 0.13                       |
| Claim                                       | 0.00                       | 0.00                       |
| Less : Stock at Closing                     | 844.23                     | 1266.62                    |
| <b>Net Total</b>                            | <b>20376.13</b>            | <b>25471.90</b>            |

|  |                            |                            |
|--|----------------------------|----------------------------|
| <b>Note : 24 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-trade</b> |                            |                            |
| <b>OPENING STOCK</b>   | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| Finished Goods   | 2918.20                    | 2374.69                    |
| WIP  | 991.25                     | 956.27                     |
| <b>Total</b>   | <b>3909.45</b>             | <b>3330.96</b>             |
| <b>CLOSING STOCK</b>   |                            |                            |
| Finished Goods   | 3140.24                    | 2918.20                    |
| WIP  | 1182.66                    | 991.25                     |

|                  |                |                |
|------------------|----------------|----------------|
| <b>Total</b>     | <b>4322.90</b> | <b>3909.45</b> |
| <b>CHANGES</b>   |                |                |
| Finished Goods   | -222.04        | -543.51        |
| Work-in-Progress | -191.41        | -34.98         |
| <b>Total</b>     | <b>-413.45</b> | <b>-578.49</b> |

|  |                            |                            |
|--|----------------------------|----------------------------|
| <b>Note : 25 Employee Benefit Expenses</b> | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| PF Contribution                            | 44.82                      | 53.63                      |
| PF admin & other Charges                   | 4.86                       | 7.31                       |
| ESIC Contribution                          | 14.10                      | 21.11                      |
| Wages & Salary Expenses                    | 987.22                     | 1306.77                    |
| Bonus                                      | 28.04                      | 35.69                      |
| Director Remuneration                      | 96.00                      | 78.90                      |
| Provision for Gratuity                     |                            |                            |
| Current Service Cost                       | 28.47                      | 30.87                      |
| Interest cost                              | 5.96                       | 2.78                       |
| Actuarial Gain & Loss                      | -3.91                      | 13.21                      |
| <b>Total</b>                               | <b>1205.56</b>             | <b>1550.27</b>             |

|                                       |                            |                            |
|---------------------------------------|----------------------------|----------------------------|
| <b>Note : 26 Finance Cost</b>         | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
| Bank Charges & Processing Charges     | 6.92                       | 46.17                      |
| Document collection charges on export | 3.32                       | 2.81                       |
| ECGC Charges                          | 31.33                      | 23.95                      |
| Bank charges on export                | 21.01                      | 25.76                      |
| Forward Contract Charges              | 3.38                       | 8.81                       |
| Bank Interest on Car Loan             | 0.58                       | 1.11                       |
| Bank Interest on CC                   | 229.42                     | 225.26                     |
| Interest on GST                       | 0.00                       | 0.05                       |
| Interest on Income Tax                | 0.17                       | 3.95                       |
| Interest on TDS                       | 0.00                       | 0.05                       |
| Bank Interest on T/L (net )           | 172.60                     | 155.56                     |
| Other Interest                        | 125.06                     | 159.30                     |
| Interest On Yarn                      | 60.55                      | 206.30                     |
| Interest Income                       | -28.59                     | -33.55                     |
| Interest and bank charges M1 Exchange | 16.38                      | 0.00                       |
| Interest on factoring of export       | 0.47                       | 0.00                       |
| Interest on import Suppliers          | 0.81                       | 0.00                       |
| Interest on PCFC limit                | 6.73                       | 0.00                       |
| Inward Remittance Charge              | 4.69                       | 12.47                      |
| L C Charge                            | 8.98                       | 10.82                      |

|                           |               |               |
|---------------------------|---------------|---------------|
| Outward Remittance Charge | 0.77          | 2.89          |
| <b>Total</b>              | <b>664.58</b> | <b>851.73</b> |

**Note : 27 Other Expenses**

| <b>(a) Manufacturing Expenses</b>              | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
|--|----------------------------|----------------------------|
| Cloth Checking Charges                         | 60.77                      | 66.25                      |
| Consumption of coal & Dyes Chemical & firewood | 2916.39                    | 4575.41                    |
| Consumption of Packing Material                | 101.91                     | 131.92                     |
| Consumption of Store & spares                  | 336.51                     | 340.05                     |
| Designing Charges                              | 0.00                       | 0.96                       |
| Export Exp                                     | 626.88                     | 393.66                     |
| Freight  | 214.02                     | 230.80                     |
| ITC reverse & lapse & DRC-03                   | 2.05                       | 0.00                       |
| Job Charges                                    | 1930.66                    | 2782.01                    |
| Knotting Charges                               | 8.75                       | 5.28                       |
| Loading & Unloading Charges                    | 172.66                     | 237.90                     |
| Looms Clearing Exp.                            | 12.30                      | 11.75                      |
| Oil & Grease                                   | 54.53                      | 20.52                      |
| Packing & Rolling exp.                         | 20.39                      | 23.22                      |
| Petrol & Diesel Exp.                           | 20.03                      | 21.39                      |
| Power & Electricity exp                        | 865.15                     | 1179.05                    |
| Processing Charges                             | 398.35                     | 436.87                     |
| Rec Purchase Charges                           | 0.00                       | 2.03                       |
| Repair & Maintenance Building                  | 20.84                      | 3.57                       |
| Repair & Maintenance Plant & Machinery         | 22.86                      | 34.28                      |
| Sizing Charges                                 | 122.90                     | 109.76                     |
| Sludge Disposal charges                        | 31.64                      | 41.11                      |
| Supervision Charges                            | 5.55                       | 16.00                      |
| Testing Expenses                               | 0.29                       | 0.22                       |
| Water Expenses                                 | 2.99                       | 4.86                       |
| Weighment charges                              | 0.02                       | 0.12                       |
| <b>Total (a)</b>                               | <b>7948.44</b>             | <b>10668.99</b>            |

| <b>(b) Administrative and Other Expenses</b> | <b>AS at 31 March 2021</b> | <b>AS at 31 March 2020</b> |
|--|----------------------------|----------------------------|
| Annual Maintenance Charges Of Tex Softex     | 16.99                      | 13.69                      |
| Annual subscription Fees                     | 0.12                       | 0.10                       |
| Audit Fees                                   | 6.05                       | 7.35                       |
| Boiler Renewal Fees                          | 1.75                       | 1.44                       |
| Canteen Exp                                  | 0.00                       | 7.10                       |
| Color & Painting Exp.                        | 0.03                       | 2.75                       |



|                                   |               |               |
|-----------------------------------|---------------|---------------|
| Computer maintenances             | 0.64          | 0.47          |
| Conveyance                        | 20.04         | 13.72         |
| CSR expanses                      | 14.07         | 11.73         |
| Donation                          | 5.62          | 0.00          |
| Entry Tax                         | 45.55         | 1.46          |
| Fire NOC                          | 0.00          | 0.05          |
| Food & Refreshment                | 8.36          | 6.61          |
| Insurance Exp                     | 29.52         | 22.07         |
| ITC reverse (common)              | 0.00          | 0.33          |
| Income tax demand FY13-14         | 12.72         | 0.00          |
| Legal & Professional              | 28.03         | 42.91         |
| Lodging & Boarding Exp.           | 0.04          | 1.26          |
| Medical Exp                       | 0.36          | 0.57          |
| Municipal tax                     | 0.31          | 0.00          |
| General & Office Expenses         | 2.13          | 2.64          |
| Ground water abstraction charge   | 3.84          | 0.00          |
| Land & building tax               | 0.64          | 0.00          |
| Pollution Control Fees            | 0.15          | 11.51         |
| Post sale discount on export      | 105.19        | 85.83         |
| Postage & Courier                 | 12.80         | 20.74         |
| Printing & Stationery             | 4.73          | 6.76          |
| Reimbursement of Exp              | 0.29          | 0.00          |
| Rent Expenses                     | 2.16          | 2.45          |
| Repaired & maintained             | 0.13          | 0.37          |
| ROC Expenses                      | 0.19          | 2.09          |
| Stamp duty expenses               | 1.92          | 6.47          |
| Telephone & Mobile Exp            | 1.58          | 3.02          |
| Trading Fees                      | 0.00          | 2.20          |
| Vehicle Running & Maintenance     | 3.59          | 3.82          |
| Fixed assets Written off          | 0.00          | 0.17          |
| VAT refund receivable Written off | 0.00          | 0.35          |
|                                   |               |               |
| <b>Total (b)</b>                  | <b>329.54</b> | <b>282.03</b> |

**(c) Selling and Distribution Expenses**

|                                       |        |        |
|---------------------------------------|--------|--------|
| Advertisement ,sales & Marketing Exp. | 4.62   | 9.42   |
| Brokerage & commission                | 355.39 | 130.28 |
| Brokerage & commission Export         | 555.66 | 452.52 |
| Travelling Exp.                       | 0.82   | 4.22   |

|               |         |          |
|---------------|---------|----------|
| Total (c)     | 916.49  | 596.44   |
| Total (a+b+c) | 9194.47 | 11547.46 |

| Note : 28 Extraordinary Items     | AS at 31 March 2021 | AS at 31 March 2020 |
|-----------------------------------|---------------------|---------------------|
| Loss on sale of plant & machinery | 0.00                | 0.00                |
| <b>Total</b>                      | <b>0.00</b>         | <b>0.00</b>         |

**Note : 29 As Per A.S. 20 EARNING PER SHARE**

| Particulars  | AS at 31 March 2021 | AS at 31 March 2020 |
|--|---------------------|---------------------|
| Net Profit for the ear attributable to Equity Shareholders | 275.47              | 677.75              |
| Weighted Average Number of Equity shares                   | 146.83              | 132.25              |
| <b>Basic Earning Per Share (in Rs.)</b>                    | <b>1.88</b>         | <b>5.12</b>         |
| Diluted Weighted Average Number of Equity shares           | 146.83              | 132.25              |
| <b>Diluted Earning Per Share (in Rs.)</b>                  | <b>1.88</b>         | <b>5.12</b>         |

|  |          |          |
|--|----------|----------|
| Impact of issue of bonus share after stub period   | -        | -        |
| Weighted Average Number of Equity shares at the end of Year/period after adjustment for issue of bonus share | -        | -        |
| <b>Restated Earning per Share</b>  | <b>-</b> | <b>-</b> |

|   |               |               |
|---|---------------|---------------|
| <b>Weighted Average Number of Equity shares</b>                   |               |               |
| Equity Shares outstanding at the beginning of the year            | 146.83        | 126.83        |
| Add: Bonus Shares issued during the year                          | 0.00          | 0.00          |
| Add: Shares issued during the year (weighted average)             | 0.00          | 5.42          |
| Less: Shares bought back during the year                          | 0.00          | 0.00          |
| <b>Weighted average Shares outstanding at the end of the year</b> | <b>146.83</b> | <b>132.25</b> |

**Note : 30** In the opinion of Board the Current Assets, Loans and Advances, are approximately of the value as stated, if realized in the ordinary course of the business.

**Note : 31** Loans and Advance, Sundry Debtors and Sundry Creditors are subject to confirmation.

**Note : 32 Contingent Liabilities and Commitments:**

| Particulars  | AS at 31 March 2021 | AS at 31 March 2020 |
|--|---------------------|---------------------|
| I. Contingent Liabilities                              |                     |                     |
| A) Claims against the Company not acknowledged as debt | -                   | -                   |
| B) Guarantees  | -                   | -                   |

|   |   |   |
|---|---|---|
| c) Other money for which the Company is contingently liable                                       | - | - |
| II. Commitments   |   |   |
| A) Estimated amount of contracts remaining to be executed on capital account and not provided for | - | - |
| B) Uncalled liability on shares and other investments partly paid                                 | - | - |
| C) Other commitments  | - | - |
| Duty Saved For the unmatched Export Obligation  | - | - |
| <b>TOTAL CONTINGENT LIABILITIES AND COMMITMENTS</b>   | - | - |

**Note : 33** Other information are Nil or Not applicable.

**Note : 34** In the opinion of Board the Current Assets, Loans and Advances, are approximately of the value as stated, if realized in the ordinary course of the business.

**Note : 35** Loans a Advance, Sundry Debtors and Sundry Creditors are subject to confirmation.

**Note: 36 A. Details of earning in Foreign exchange**

| Particulars                              | AS at 31 March 2021 | AS at 31 March 2020 |
|--|---------------------|---------------------|
| Export of goods calculated on FOB basis  | 15560.20            | 18089.71            |
| Interest and dividend                    | -                   | -                   |
| Royalty                                  | -                   | -                   |
| Know-how                                 | -                   | -                   |
| Professional and consultation fess       | -                   | -                   |
| Other income                             | -                   | -                   |
| <b>Total earning in Foreign Exchange</b> | <b>15560.20</b>     | <b>18089.71</b>     |

**B. Details of expenditure in Foreign exchange**

| Particulars                                    | AS at 31 March 2021 | AS at 31 March 2020 |
|--|---------------------|---------------------|
| <b>Import of goods calculated on CIF basis</b> |                     |                     |
| (i) Raw material                               | -                   | -                   |
| (ii)Component and spare parts                  | -                   | -                   |
| Chemical                                       | 1105.28             | 1997.79             |
| Store & spares                                 | 19.12               | 33.21               |
| (iii)Capital goods                             | -                   | -                   |
| Expenditure on account of                      | -                   | -                   |
| Royalty  | -                   | -                   |

|   |                |                |
|---|----------------|----------------|
| Know-how  | -              | -              |
| Professional and consultation fees                  | -              | -              |
| Interest  | -              | -              |
| Other matters- Advertisement ,sales& Marketing exp. | 0.00           | 0.87           |
| Other matter-AMC CHG                                | 0.00           | 0.39           |
| Brokerage & Commission                              | 415.61         | 452.52         |
| Dividend paid                                       | -              | -              |
| <b>Total Expenditure in foreign exchange</b>        | <b>1540.01</b> | <b>2484.78</b> |

### Note : 37 Accounting Standard 18 - Related Party disclosures

As per (AS) 18, Related Party Disclosure, issued by the Institute of Chartered Accountants of India, The details of related parties are as below:

- I) List of related parties where control exists and related parties with whom transactions have taken place and relationships:

| S. No. | Name of the Related Party                         | Relationship                       |
|--------|---|------------------------------------|
| 1      | Kailashchandra H. Laddha                          | Key Management Persons             |
| 2      | Yogesh Ladha                                      | Key Management Persons             |
| 3      | Maheshchandra K. Ladha                            | Key Management Persons             |
| 4      | Ashish International (Prop. Maheshchandra Laddha) | Key Management Persons             |
| 5      | Kamlesh Ladha                                     | Key Management Persons             |
| 6      | Citifab Sutting (Prop.Pallavi Laddha)             | Key Management Persons             |
| 7      | Pallavi Yogesh Laddha                             | Key Management Persons             |
| 8      | Seema Synthetics ( Prop. Kamlesh K. Ladha)        | Key Management Persons             |
| 9      | Prachi Creation                                   | Key Management Persons             |
| 10     | Kamlesh Synthetics ( Prop. Kantadevi K. Ladha)    | Relative of Key Management persons |
| 11     | Shree Synthetics (Prop. Seema K. Laddha)          | Relative of Key Management persons |
| 12     | Palak Garments ( Prop. Parmila Ladha)             | Relative of Key Management persons |
| 13     | Charbhuj Impex ( Ashish Maheshchandra Laddha)     | Relative of Key Management persons |
| 14     | Aarav Ladha Trust                                 | Relative of Key Management persons |
| 15     | Adity laddha trust                                | Relative of Key Management persons |
| 16     | Palash Ladha Trust                                | Relative of Key Management persons |
| 17     | Mirdev Laddha Trust                               | Relative of Key Management persons |
| 18     | Kailashchand Ladha Huf                            | Relative of Key Management persons |
| 19     | Maheshchandra Ladha Huf                           | Relative of Key Management persons |
| 20     | Kamlesh K. Ladha Huf                              | Relative of Key Management persons |

Note: Related party relationship is as identified by the Company and relied upon by the auditors.

II) The transaction entered into with related parties during the year along with related balances as at 31st March 2021 are as under:

| Rs. in Lacs   |                          |  |                 |
|---|--------------------------|--|-----------------|
| Particulars - Nature of Transactions                            | Key Managerial Personnel | Relative of Key Managerial Personnel/ Same Management Concerns | Closing Balance |
| <b><u>YARN PURCHASES</u></b>                                    |                          |  |                 |
| Ashish International (Prop. Maheshchandra K. Ladha)             | 3.56                     | -  | (0.95)          |
| Prachi Creation (Prop.Kailashchandra H. Laddha)                 | 14.71                    | -  | -               |
| Kamlesh Synthetics (Prop.Kantadevi K. Laddha)                   | -                        | 4.81   | (1.78)          |
| Palak Garments (Prop.Pramila M. Ladha)                          | -                        | 7.91   | -               |
| <b><u>WEAVING CHARGES</u></b>                                   |                          |  |                 |
| Ashish International (Prop. Maheshchandra K. Ladha)             | 24.58                    | -  | (0.86)          |
| Kamlesh Synthetics (Prop.Kantadevi K. Laddha)                   | -                        | 22.09  | (0.14)          |
| Palak Garments (Prop.Pramila M. Ladha)                          | -                        | 71.12  | (7.31)          |
| Prachi Creation (Prop.Kailashchandra H. Laddha)                 | 34.32                    | -  | (2.35)          |
| Seema Synthetics (Prop. Kamlesh K Ladha)                        | 71.72                    | -  | (13.41)         |
| <b><u>GRAY FABRIC/FINISH FABRIC PURCHASE</u></b>                |                          |  |                 |
| Ashish International (Prop. Maheshchandra kailashchandra ladha) | 202.25                   | -  | -               |
| Kamlesh Synthetics  | -                        | 202.11   | -               |
| Palak Garments  | -                        | 294.07   | -               |
| Prachi Creation   | 148.46                   | -  | -               |
| Seema Synthetics (Prop. Kamlesh K Ladha)                        | 338.07                   | -  | -               |
| Adity laddha trust  | -                        | -  | (0.96)          |
| Shree Synthetics  | -                        | 186.69   | -               |
| <b><u>GRAY FABRIC/FINISH FABRIC SALE</u></b>                    |                          |  |                 |
| Palak Garments  | -                        | 3.68   | 3.68            |
| Seema Synthetics (Prop. Kamlesh K Ladha)                        | 28.00                    | -  | 28.00           |
| <b><u>YARN PURCHASE</u></b>                                     |                          |  |                 |
| Citifab suiting   | 102.53                   | -  | -               |
| Jack N Jill   |                          | 127.07   | -               |
| <b><u>INTEREST PAID</u></b>                                     |                          |  |                 |
| Ashish International (Prop. Maheshchandra K. Ladha)             | 3.64                     | -  | -               |



|   |       |       |   |
|---|-------|-------|---|
| Prachi Creation (Prop.Kailashchandra H. Laddha) | 2.23  | -     | - |
| Kamlesh Synthetics (Prop.Kantadevi K. Laddha)   | -     | 1.27  | - |
| Kailashchandra H. Laddha                        | 0.61  | -     | - |
| Citifab Sutting (Prop.Pallavi Laddha)           | 4.44  | -     | - |
| Jack N Jill (Prop. Yogesh K. Laddha Huf)        | -     | 5.85  | - |
| Palak Garments (Prop.Pramila M. Ladha)          | -     | 10.51 | - |
| Charbhuj Impex (Prop.Ashishkumar M. Laddha)     | -     | 6.32  | - |
| Kamlesh K Ladha                                 | 0.95  | -     | - |
| Kailashchandra H. Ladha-Huf                     | -     | 6.38  | - |
| Maheshchandra K. Ladha-Huf                      | -     | 4.77  | - |
| Kamlesh K. Ladha-Huf                            | -     | 3.01  | - |
| Seema Synthetics (Prop. Kamlesh K. Ladha)       | 11.95 | -     | - |
| Shree Synthetics (Prop. Seema K. Laddha)        | -     | 10.04 | - |
| Yogesh Ladha                                    | 1.14  | -     | - |
| Citifab Sutting                                 | 3.31  | -     | - |
| Jack N Jill (Prop. Yogesh Laddha Huf)           | -     | 7.36  | - |
| Yogesh Ladha                                    | 2.29  | -     | - |

**DIRECTORS SALARY**

|                                    |       |   |        |
|------------------------------------|-------|---|--------|
| Kailashchandra H. Ladha            | 12.00 | - | -      |
| Kamlesh kailashchand ladha         | 12.00 | - | -      |
| Maheshchandra kailashchandra ladha | 12.00 | - | -      |
| Yogesh Laddha                      | 36.00 | - | (2.28) |
| Pallavi Laddha                     | 24.00 | - | (1.59) |

**LOAN TAKEN(NET)**

|   |        |        |          |
|---|--------|--------|----------|
| Ashish International (Prop. Maheshchandra K. Ladha) | 210.85 | -      | (77.82)  |
| Kailashchandra H. Laddha                            | -      | -      | (8.20)   |
| Kamlesh K Ladha                                     | -      | -      | (12.77)  |
| Kamlesh K. Ladha-Huf                                | -      | 6.65   | (6.57)   |
| Kailashchandra H. Ladha-Huf                         | -      | 6.20   | (35.63)  |
| Maheshchandra K. Ladha-Huf                          | -      | 6.60   | (22.96)  |
| Prachi Creation (Prop.Kailashchandra H. Laddha)     | 119.56 | -      | (27.67)  |
| Seema Synthetics (Prop. Kamlesh K. Ladha)           | 395.15 | -      | (241.92) |
| Shree Synthetics (Prop. Seema Kamlesh Laddha)       | -      | 155.60 | (164.02) |
| Charbhuj Impex (Prop.Ashishkumar M. Laddha)         | -      | -      | (48.19)  |
| Citifab Sutting (Prop.Pallavi Laddha)               | 117.75 | -      | (95.92)  |
| Jack N Jill (Prop. Yogesh K. Laddha Huf)            | -      | 184.00 | (156.67) |
| Kamlesh Synthetics (Prop.Kantadevi K. Laddha)       | -      | 179.80 | (105.67) |

|   |         |         |          |
|---|---------|---------|----------|
| Palak Garments (Prop.Pramila M. Ladha)              | -       | 325.60  | (208.83) |
| Yogesh Laddha                                       | 25.00   | -       | (36.60)  |
| Jack N Jill   | -       | (22.40) | (89.59)  |
| Cityfab sutings                                     | (35.80) | -       | (7.86)   |
| Yogesh Laddha                                       | 97.00   | -       | (99.12)  |
| <b>RENT PAID</b>                                    |         |         |          |
| Seema Synthetics (Prop. Kamelsh laddha)             | 1.20    | -       | (0.99)   |
| Kailash Chandra Ladha                               | 0.96    | -       | -        |
| <b>YARN SALE / FABRIC SALE</b>                      |         |         |          |
| Shree Synthetics (Prop. Seema K. Laddha)            | -       | 23.07   | 1.39     |
| Seema Synthetics (Prop. Kamlesh K. Ladha)           | 13.24   | -       | -        |
| Prachi Creation (Prop.Kailashchandra H. Laddha)     | 12.71   | -       | -        |
| Ashish International (Prop. Maheshchandra K. Ladha) | 3.67    | -       | -        |
| Palak Garments (Prop.Pramila M. Ladha)              | 27.14   | -       | -        |
| <b>RENT RECEIVED</b>                                |         |         |          |
| Seema Synthetics (Prop. Kamlesh K. Ladha)           | 0.42    | -       | (0.99)   |
| Palak Garments (Prop.Pramila M. Ladha)              |         | 0.42    | 0.42     |

As per our Report of even date annexed  
For B.MAHESHWARI & CO.  
Chartered Accountants

MANOMAY TEX INDIA LIMITED

SD/-  
(VIKAS DARAK)  
Partner  
M.No. :- 400732  
FRN:- 105839W  
Date: 31.05.2021  
Place : Bhilwara

SD/-  
Mr. YOGESH LADDHA  
MD

SD/-  
Mrs. PALLAVI LADDHA  
WTD

SD/-  
Mr. KAMESH SHRI SHRI MAL  
CS

SD/-  
Mr. RAJ KUMAR CHECHANI  
CFO

## SCHEDULE "V" SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

### **A. SIGNIFICANT ACCOUNTING POLICIES:**

#### **1. BASIS OF PRESENTATION**

The Financial statements are prepared in accordance with the historical cost conventions in accordance with the generally accepted accounting principles in India and comply with all material aspects of the mandatory Accounting standards issued by the Institute of Chartered Accountants of India (ICAI) and the relevant provision of the Companies Act, 2013.

All transactions are generally accounted on accrual as they are earned or incurred.

Accounting policies not specifically referred to other wise are consistent and in consonance with generally accepted accounting principles.

#### **2. FIXED ASSETS**

(a) Fixed assets are stated at their original cost of acquisition / construction.

(b) Expenditure including cost of financing incurred in the cost of construction, installation and commissioning of project, property, plant or equipment till the commencement of the commercial production are capitalized and included in the cost of respective fixed assets.

#### **3. INVESTMENT**

No Investments are made by the Company.

#### **4. DEPRECIATION**

During the year the company has charged Depreciation on SLM Double Shift Basis.

#### **5. INVENTORIES:**

Inventories are valued as under:

Raw material                      - At Cost

Work in Process                - At cost inclusive of allocable overheads

Finished Goods                -At lower of cost or net realizable value

Stores/ spares, packing material etc. -At cost

#### **6. RETIREMENT BENEFITS**

##### **a) Provident Fund and Employees State Insurance**

Contributions to defined contribution schemes such as Provident Fund and Employees State Insurance are charged to the profit and loss account as accrued during the year. In accordance with **AS-15** issued by Institute of Chartered Accountants of India, the liability for gratuity has been actually determined. The company continues to account for such liability on accrual basis.

Total contribution made by the employer to the **PF fund** during the year is Rs. 49.67 Lakhs.  
 Total contribution made by the employer to the **ESIC fund** during the year is Rs. 14.10 Lakhs.

### b) Gratuity

The Company makes payment to vested employees as per provisions of Payment of Gratuity Act, 1972. The provision of Gratuity liability as on the balance sheet date is done on actuarial valuation basis for qualifying employees, however the same is not funded to any trust or scheme.

The present value of the defined benefits obligation and the related current service cost is measured using the Projected Unit Credit actuarial Method at the end of balance sheet date by Actuary

### The Present value of the obligation as recognized in the Balance Sheet:-

|  | Rs. In lakhs  |
|--|---------------|
| <b>Prior period gratuity Value of Benefit Obligation</b> | <b>87.68</b>  |
| Current Service cost                                     | 28.47         |
| Interest cost  | 5.96          |
| Benefits paid  | -             |
| Actuarial losses (GAIN)                                  | 3.91          |
| <b>Present Value of Benefit Obligation on 31-3-2021</b>  | <b>118.20</b> |

The amounts recognized in the Balance sheet & Profit & Loss account are as follows :-

|  | Rs. In lakhs  |
|--|---------------|
| Present Value of Benefit Obligation on 31-3-2021           | 118.20        |
| Fair Value of Plan Assets on 31-3-2021                     | -             |
| <b>Net Liability / (Asset) recognized in Balance Sheet</b> | <b>118.20</b> |

|  |              |
|--|--------------|
| Current Service cost                                       | 28.47        |
| Interest cost  | 5.96         |
| Expected Return on Plan Assets                             | -            |
| Net actuarial losses (Gain recognized in the year)         | 3.91         |
| <b>Expenses recognized in Statement of Profit and Loss</b> | <b>30.52</b> |

### Actuarial Assumption for Gratuity:

#### Economic Assumptions:

Discount Rate : - 6.80%

Salary Escalation Rate : - 7.00%

**7. METHOD OF ACCOUNTING**

The Company follows the accrual system of accounting.

**8. MISCELLANEOUS EXPENSES**

The Preliminary expenses will be written off fully from the year of commencement of commercial production.

**9. TREATMENT OF CONTINGENT LIABILITIES**

Contingent liabilities not provided for are disclosed by way of notes to the accounts.

**10. BORROWING COSTS**

Borrowing costs that are attributable to acquisitions or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charges to revenue,

**11. DEFERRED TAX**

Provision for current tax is made after taking in to consideration benefits admissible under the Provision of the Income Tax Act, 1961. Deferred tax resulting from "timing difference" between book And taxable profit is accounted for using the tax rates and laws that have been enacted or substantively Enacted as on the balance sheet date. The Deferred tax asset is recognized and carried forward only to The extent there is a reasonable certainty that assets will be realizable in future.

**12. AS 17 SEGMENT REPORTING****(a) Primary Segment Reporting (By Business Segments)**

The Company is engaged in textiles. Hence there is no separate business Segments

(b) Secondary Segment reporting on the basis of geographical segment is as below:

|       |                        | Rs. in Lacs     |                 |
|-------|------------------------|-----------------|-----------------|
| S.No. | Particulars            | 31.03.2021      | 31.03.2020      |
| 1     | <b>Segment Revenue</b> |                 |                 |
|       | Within India           | 15977.49        | 22178.11        |
|       | Outside India          | 16147.81        | 18366.46        |
|       | <b>Total Revenue</b>   | <b>32125.30</b> | <b>40544.57</b> |
| 2     | <b>Segment Assets•</b> |                 |                 |
|       | Within India           | 17581.53        | 18805.04        |
|       | Outside India          | 3886.56         | 1173.00         |
|       | <b>Total Assets</b>    | <b>21468.09</b> | <b>19978.04</b> |

**\*Segment Assets outside India is entirely related to Sundry Debtors.**

**(A) NOTES ON ACCOUNTS:**

1. Directors have given personal guarantee to banks for loan and advances granted to the company and the company is liable for reimbursement to the directors.
2. The figures for previous year have been re-grouped, re-arranged and re-classified wherever necessary to make them comparable with the current year's figure.
3. Interest, rebate & claim on sales & purchase are accounted for and being provided for, as when settled with the parties, as the amount is not ascertained.
4. Payment of auditors remuneration :-

| Particulars            | Current Year     |
|------------------------|------------------|
| Auditor's Remuneration | <b>6.05 Lacs</b> |
5. Details of Payment to Directors:-

| Particulars  | Current Year      |
|--------------|-------------------|
| Remuneration | <b>96.00 Lacs</b> |
6. The company is done accounting of gratuity on accrual basis, and actuarial valuation is made and Amount related to previous year arises/ settled during the year have been debited/ credited to respective heads .Further Company has made Provision for gratuity in Previous Year.
7. In the opinion of the management and to the best of their knowledge and belief, the value on realization of loans & advances and other current assets in the ordinary course of business will not be less than the amount at which they are stated in the Balance Sheet and provision for all known liabilities has been made.
8. Provision for Income Tax has been made as per the regular provisions of the Income Tax Act, 1961.
9. There is no expenditure incurred on employees who were in receipt of remuneration in the aggregate of not less than Rs.60,00,000/- p.a if employed throughout the year and Rs.5,00,000 per month, if employed for a part of the year.

**For B.MAHESHWARI & CO.**  
**Chartered Accountants**

**MANOMAY TEX INDIA LIMITED**

**SD/-**  
**(VIKAS DARAK)**  
**Partner**  
**M.No. :- 400732**  
**FRN:- 105839W**  
**Date: 31.05.2021**  
**Place : Bhilwara**

**SD/-**  
**Mr. YOGESH LADDHA**  
**MD**

**SD/-**  
**Mrs. PALLAVI LADDHA**  
**WTD**

**SD/-**  
**Mr. KAMESH SHRI SHRI MAL**  
**CS**

**SD/-**  
**Mr. RAJ KUMAR CHECHANI**  
**CFO**



