

GRANDMA TRADING & AGENCIES LIMITED

Regd. Office: Flat No. 202, 12-2-417, Sharadanagar, Mehdiapatnam,
Hyderabad, Telangana 500067, India
CIN: L99999TG1981PLC100740; Website: www.grandmatrading.com

GTAL/SE/2022-23

Date: 07/09/2022

To,
**The Department of Corporate Services,
BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Scrip ID: GRANDMA

Scrip Code: 504369

Sub: Annual Report of the Company for the Financial Year 2021-22

Ref: Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to the provisions of Regulation 34(1) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we hereby submit the Annual Report of the Company for the Financial Year 2021-22 along with the Notice of the 41st Annual General Meeting of the Company, which will be circulated to the shareholders through electronic mode whose e-mail addresses are registered with the Company.

You are kindly requested to take note of the above.

Thanking you

Yours Faithfully,
For Grandma Trading & Agencies Ltd.

Sonal Nakum
Company Secretary and Compliance Officer

Encl: a/a

**GRANDMA TRADING
AND
AGENCIES LIMITED**

**41ST ANNUAL REPORT
2021-22**

COMPANY INFORMATION

Board of Directors	Mr. Abhishek Ashar
	Mr. A Srinivas
	Ms. Vanaja Kumari Dokiparthi
	Mr. Prashanth Reddy (Resigned w.e.f. 21.07.2022)
	Mr. Khagesh Kachhwal (Resigned w.e.f. 25.08.2022)
Registered Office	Flat No. 202, 12-2-417, Sharadanagar, Mehdipatnam, Hyderabad, Telangana 500067, India
Statutory Auditors	Singhvi and Sancheti (Chartered Accountant)
Bankers	State Bank of India Axis Bank Limited
Registrar & Share Transfer Agent	Purva Sharegistry (India) Pvt. Limited Unit no. 9, Shiv Shakti Ind. Estate, J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai - 400 011, Maharashtra

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 41ST ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF GRANDMA TRADING AND AGENCIES LIMITED ('THE COMPANY') WILL BE HELD ON FRIDAY, 30TH SEPTEMBER, 2022 AT 09:30 A.M. AT FLAT NO. 202, 12-2-417, SHARADANAGAR, MEHDIPATNAM, HYDERABAD, TELANGANA 500067, INDIA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

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

2. **APPOINTMENT OF A DIRECTOR IN PLACE OF ONE RETIRING BY ROTATION**

To appoint a Director in place of Mr. Abhishek Ashar (DIN: 01712633) who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

3. **APPOINTMENT OF MR. ABHISHEK DEEPAKBHAI ASHAR (DIN: 08565712) AS WHOLE TIME DIRECTOR:**

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

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Act, including any statutory modification(s) or re-enactment thereof, consent of the members be and is hereby accorded to the appointment of Mr. Abhishek Deepakbhai Ashar (DIN: 08565712) as a Whole-time Director of the Company, for a period of 3 years with effect from 1st July, 2022 to 30th June, 2025 on the remuneration as may be approved by the Board of Directors subject to a maximum remuneration of ₹ 6,00,000/- (Rupees Six lakh only) per annum and on such terms and conditions as set out in the explanatory statement attached hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary, desirable or expedient to give effect to this resolution."

4. **APPOINTMENT OF MR. AYYALASOMAYAJULA SRINIVAS (DIN: 05271604) AS A DIRECTOR:**

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

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 for the time being in force (including any statutory modification(s) or re-enactment thereof), Mr. Ayyalasomayajula Srinivas (DIN: 05271604) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 25th August, 2022, and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act and who is eligible for appointment as a Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary, desirable or expedient to give effect to this resolution.”

5. APPROVAL FOR INCREASE IN THE BORROWING POWERS OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, approval of members be and is hereby accorded to borrow any sum or sums of money from time to time, for the purpose of the Company on such terms and conditions and with or without security as the Board of Directors may in its discretion think fit, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company’s Banker in the ordinary course of Business) may exceed the aggregate paid up share capital of the Company and its free reserves provided however that the total borrowings outstanding at any one time including the monies already borrowed shall not exceed a sum of Rs.10,00,00,000 (Rupees Ten Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Directors be and is hereby authorised to finalise, settle and execute such documents / deeds / writings / papers / agreements as may be required and do all such acts, deeds, matters, things, including filing necessary forms with Registrar of Companies, as it may, in its absolute discretion deem necessary, proper or requisite.”

By order of the Board
For Grandma Trading and Agencies Limited

Sd/-
Sonal Nakum
Company Secretary and Compliance Officer
M. No. A66793

Place: Mumbai
Date: 25/08/2022

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxies to be effective should be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution / authority, as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights.
2. The Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of the Items No. 3, 4 and 5 and the Special Business given in the Notice of the Annual General Meeting (AGM), the details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Clause 1.2.5 of the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the person seeking appointment / re-appointment as a Director at this AGM is furnished as Annexure - A to the Notice
3. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, September 26, 2022 to Friday, September 30, 2022 (both days inclusive).
4. Members / proxies should fill the attendance slip for attending the meeting.
5. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays between 11:00 a.m. and 1:00 p.m. upto the date of the Annual General Meeting.
6. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, Purva Sharegistry (India) Private Limited or to their depository participants in case shares are held in depository form.
7. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
8. The Securities and Exchange Board of India (SEBI) vide has mandated the submission of Permanent Account Number (PAN) and other KYC details by every participant in securities market. Members 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 and other details to the Company / RTA.
9. Corporate members are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote at the meeting.

10. In terms of the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015 and Section 108 of Companies, Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company is providing the facility to its members as on cut-off date, being Friday, 23rd September, 2022 to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. Details of the process and manner of remote e-voting along with the User ID and Password are being mentioned herein below.

11. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **Tuesday, 27th September, 2022 at 9.00 a.m. IST** and ends on **Wednesday, 29th September, 2022 at 5.00 p.m. IST** during this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 23rd September, 2022**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The members who have cast their vote by e-voting may also attend the meeting but shall not be entitled to cast their vote again. The facility for voting through e-voting voting system shall be also made available during the Meeting.
- (iii) The Company has engaged the services of Central Depository Services Limited ("CDSL") as the agency to provide e-voting facility.
- (iv) Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
- (v) The Board of director of the Company has appointed CS Shreyans Jain, Practicing Company Secretary, as Scrutinizer to scrutinize the e - voting process in a fair and transparent manner and he has communicated his consent to be appointed as Scrutinizer.

i. INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:

A. Applicable only for Individual members holding securities in Demat form.

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual members holding securities in Demat mode are allowed to vote through their demat accounts/ websites of Depositories/Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

I. Individual Members (holding securities in demat mode) login through Depository Login method for Individual members holding securities in demat mode is given below:

1. Existing user who have opted for Easi / Easiest

- i. URL: <https://web.cdslindia.com/myeasi/home/login> or URL: www.cdslindia.com

- ii. Click on New System Myeasi
 - iii. Login with user id and password.
 - iv. Option will be made available to reach eVoting page without any further authentication.
 - v. Click on e-Voting service provider name to cast your vote.
2. User not registered for Easi/Easiest
- i. Option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
 - ii. Proceed with completing the required fields.
3. By visiting the e-Voting website of CDSL
- i. URL: www.cdslindia.com
 - ii. Provide demat Account Number and PAN No.
 - iii. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account

After successful authentication, user will be provided links for the respective ESP where the eVoting is in progress.

- II. Individual Members (holding securities in demat mode) login through their depository participants.

Individual Member can also login using the login credentials of his/her demat account through his/her Depository Participant registered with CDSL for e-Voting facility. Once login, the member will be able to see e-Voting option. Click on e-Voting option the member will be redirected to CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and the member will be redirected to e-Voting service provider website for casting the vote during the remote e-Voting period.

Help lines for login issues:

Members can use the following helplines of CDSL to retrieve User ID/ Password in case they forget User ID and Password:

Members facing any technical issue- CDSL:

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43/1800225533.

B. Applicable for Non-Individual members and members holding shares in physical form

Non-individual shareholders viz Mutual Funds, Foreign Portfolio Investors, Banks/Financial Institutions, Insurance Companies, Bodies Corporates etc. and shareholders holding physical shares can directly login through www.cdslindia.com

for casting votes during the e-voting period. Procedure and Instructions for remote e-voting are as under:

- a. Initial password is provided in the body of the email.
- b. Launch internet browser and type the URL: www.cdslindia.com in the address bar.
- c. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with www.cdslindia.com for e-voting, use your existing User ID and password for casting your votes.
- d. After entering the details appropriately, click on LOGIN.
- e. You will reach the password change menu wherein you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. You need to login again with the new credentials.
- g. On successful login, the system will prompt you to select the EVENT i.e. Planters Polysacks Limited.
- h. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- i. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- j. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- k. Institutional shareholders (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc., together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail at shreyanscs@gmail.com with a copy marked to grandmatrading@gmail.com on or before 5 PM of 29th September, 2022.

12. The Scrutinizer shall immediately after the conclusion of AGM verify and count the votes casted at AGM and unblock the votes of e-voting in the presence of at least two (2) witnesses who are not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the chairman of the Company.
13. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be available for inspection and also placed on the website of the Company, www.evotingindia.com i.e. service provider within prescribed period and submitted to the Stock Exchange.
14. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, January 15, 2021 and May 13, 2022, Notice of the AGM along with Annual Report 2021-22 is being sent only through electronic mode to those Members whose email address are registered with the Company / Depository Participants. Member may note that the Notice of AGM and the Annual Report 2021-22 has been uploaded on the website of the Company. The Notice can also be assessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com

ANNEXURE FORMING PART OF THE NOTICE

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

This Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

ITEM NO. 3:

In view of requirements of provisions of Section 203 of the Companies Act the Board of Directors on the recommendation of the Nomination & Remuneration Committee, at its meeting held on 01st July, 2022, approved the appointment of Mr. Abhishek D. Ashar as a Whole-time Director for a period of 3 years with effect from 1st July, 2022 to 30th June, 2025, subject to the approval of the Members. Mr. Ashar is also designated as Chief Financial Officer of the Company.

Mr. Abhishek D. Ashar possesses requisite knowledge, experience and skill for the position of director. As required under Regulation 36 of the SEBI Listing Regulations, his brief resume is furnished and forms part of this Notice.

Mr. Abhishek D. Ashar has conveyed his consent to act as a Director of the Company and has made the necessary disclosures and declarations. Mr. Abhishek D. Ashar is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India (SEBI).

The present terms and conditions of appointment of Mr. Abhishek D. Ashar, as approved by the Board of Directors upon recommendation of the Nomination & Remuneration Committee, are as under:

Remuneration of Mr. Abhishek D. Ashar will be so fixed by the Board of Directors from time to time after taking into account the recommendations of the Nomination & Remuneration Committee, such that the salary and the aggregate value of all perquisites and allowances shall not exceed the overall ceiling on remuneration approved by the Members in General Meeting. Your Directors have recommended a ceiling on remuneration of ₹ 6,00,000/- (Rupees Six Lakh only) per annum.

Your Directors recommend the Resolution at Item No. 3 for approval by the Members by way of Ordinary Resolution.

Except Mr. Abhishek Asher and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in the Resolution set out at Item No. 3 of the Notice.

ITEM NO. 4:

In order to broad base the Board on the recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 25th August, 2022, approved the appointment of Mr. Ayyalasomayajula Srinivas as an Additional Director of the Company with effect from 25th August, 2022 and he holds office upto the date of this 41st Annual General Meeting pursuant to the provisions of Section 161(1) of the Companies Act, 2013.

The Company has received a notice in writing under the provisions of Section 160 of the Act, from a Member proposing the candidature of Mr. Ayyalasomayajula Srinivas for the office of Director of the Company. Mr. Ayyalasomayajula Srinivas has conveyed his consent to act as a Director of the Company. Mr. Ayyalasomayajula Srinivas is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and he is not debarred from holding the office of Director by virtue of any order passed by SEBI or any such authority.

Accordingly, it is proposed to appoint Mr. Ayyalasomayajula Srinivas as a Director of the Company, liable to retire by rotation. The approval of the Members is sought for the appointment of Mr. Ayyalasomayajula Srinivas as a Director of the Company.

As required under Regulation 36 of the Listing Regulations and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed hereto, and forms a part of this Notice.

Your Directors recommend the Resolution at Item No. 4 for approval by the Members by way of Ordinary Resolution.

Except Mr. Ayyalasomayajula Srinivas and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in the Resolution set out at Item No. 4 of the Notice.

ITEM NO. 5:

In terms of the provisions of Section 180(1) (c) of the Companies Act, 2013, the Board of Directors of a company cannot borrow monies (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) in excess of the aggregate of the paid-up share capital and free reserves, except with the consent of the Company in General Meeting by a special resolution.

In view of the increased working capital needs of the Company, the Company anticipated the fund requirement which may substantially grow by approximately Rs.10,00,00,000 which will exceed the limit mentioned under Section 180(1)(c). Therefore, the consent of the Members by way of special resolution is sought under Section 180(1) (c) of the Companies Act, 2013, for increasing the borrowing limit up to the Rs.10,00,00,000 (Rupees Ten Crores only) to cover the further requirement of borrowings.

The Board of Directors of the Company at its Meeting held on 25 August, 2022 has approved the above proposal and recommends the passing of the proposed Special Resolution as contained in the Notice, by Members of the Company.

None of the Directors and Key Managerial Personnel of the Company or their relatives may deem to be concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of this Notice except to the extent of their shareholding in the Company, if any.

**By order of the Board
For Grandma Trading and Agencies Limited**

**Sd/-
Sonal Nakum
Company Secretary and Compliance Officer
M. No. A66793**

**Place: Mumbai
Date: 25/08/2022**

Annexure - A

Pursuant to Regulations 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard - 2, the details of the Director proposed to be re-appointed at the ensuing Annual General Meeting are given below:

Name of the Director	Mr. Abhishek Deepakbhai Ashar	Mr. A. Srinivas
DIN	08565712	05271604
Date of Birth & Age	17 th November, 1994; 27 years	08 th December, 1968; 53 years
Date of 1 st Appointment on the Board	12 th June, 2020	25 th August, 2022
Qualification	-	Chartered Accountant
Experience (including Expertise in Specific Functional Area)/ Brief Resume	Mr. Abhishek having 4 years' experience in celebrity manager, client manager and as a sales manager.	Mr. A. Srinivas is a Graduate from Kolkata University, and has experience and expertise in the field of capital market and knowledge of financial and accounting.
Terms and Conditions of reappointment	As per Explanatory statement	As per Explanatory statement
Directorships held in other listed Companies	NIL	NIL

Memberships / Chairmanships of Committees in other Listed Companies (includes only Audit Committee and Stakeholders Relationship Committee)	NIL	NIL
Inter-se relationship with other Directors and Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of shares held in the Company as on 31 st March 2022	NIL	81,080 shares

**By order of the Board
For Grandma Trading and Agencies Limited**

Sd/-
Sonal Nakum
Company Secretary and Compliance Officer
M. No. A66793

Place: Mumbai
Date: 25/08/2022

DIRECTORS' REPORT

**To the Members,
Grandma Trading & Agencies Limited**

Your Directors have pleasure in presenting the 41st Annual Report and the Audited Financial Statements of the Company for the year ended 31st March 2022.

1. FINANCIAL HIGHLIGHTS:

The financial performance of the Company for the financial year ended 31st March, 2022 is summarized below:

Particulars	(Rs. in Lakh)	
	For the financial year ended	
	March 31, 2022	March 31, 2021
Total Income including other income	0.00	4.40
Total Expense	4.05	6.02
Profit / Loss before exceptional item and tax	(4.05)	(1.62)
Exceptional Items	0.00	1384.74
Provision for Income Tax	0.00	0.00
Net Profit / Loss After Tax	(4.05)	(1386.36)

2. STATUS OF COMPANY'S AFFAIRS:

- During the financial year the total revenue of the Company is Nil as compare to Rs.4.40 Lakhs in corresponding previous year.
- The loss after tax for the financial year 2021-22 is Rs.4.05 Lakhs as compared to Rs.1386.37 Lakhs in the previous financial year. Since the Company has suffered loss during the current year there is no provision for income tax in the year.

3. DIVIDEND:

The Board of Directors of your Company, after considering holistically the relevant circumstances, has decided that it would be prudent not to recommend any Dividend for the year 31st March, 2022 under review.

4. AMOUNT TRANSFERRED TO RESERVES:

The Board of Directors of your Company has decided not to transfer any amount to the reserves for the year 31st March, 2022 under review.

5. SHARE CAPITAL AND CHANGES THEREIN:

The Paid-up Equity Share Capital of the Company as on 31st March, 2022 is Rs.13,06,00,000 divided into 13,06,00,000 of Rs.1/- per Equity shares and there are no changes in the Capital Structure of the Company.

6. NUMBER OF MEETINGS OF THE BOARD:

The Board of Directors of your Company meets at regular intervals during the year to discuss on the business and other matters of the Company. The Board met 4 (Four) times during the financial year 2021-2022 and the details about the same are as follows;

Sr. No.	Date of Meeting
1.	30 th June, 2021
2.	13 th August, 2021
3.	13 th November, 2021
4.	11 th February, 2022

7. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION:

In terms of Section 134(3) (i) of the Companies Act, 2013, There have been no material changes and commitment 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 relates and the date of the report.

ECONOMIC FACTORS THAT IMPACTED THE GROWTH OF THE BUSINESS DURING THE YEAR UNDER REVIEW (COVID-19)

During the financial year 2021-22, the country saw second and third waves of Covid-19 which led to fresh set of restrictions throughout the country thereby impacting the economic activity of the company, although to a lower extent as compared to the preceding financial year.

8. DISCLOSURES RELATING TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

As on 31st March, 2022, the Company does not have any Subsidiaries, Associate Company and Joint Ventures.

9. DETAILS OF DEPOSITS COVERED UNDER CHAPTER V OF COMPANIES ACT, 2013:

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 to 76 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the details relating to deposits as also requirement for furnishing of details of deposits which are not in compliance with Chapter V of the Act is not applicable.

10. PARTICULARS OF LOANS AND INVESTMENTS BY THE COMPANY:

The details regarding Loans, Guarantees or Investments made under Section 186 of the Companies Act, 2013 during the year under review are disclosed in the notes accompanying financial statements.

11. ANNUAL RETURN: Pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 the Annual Return as on 31st March, 2022 is available on Company's Website.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

a) Composition:

At the end of the year, the Company's board comprises of 4 (Four) Directors consisting of 2 (Two) Non - Executive Independent Directors and 2 (Two) Non-Executive Non-Independent Directors.

b) Re-Appointment/Appointment:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Abhishek Ashar, Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held on 01st July, 2022 approved the appointment of Mr. Abhishek Deepakbhai Ashar (DIN: 08565712) as a Whole-time Director of the Company, for a period of 3 years with effect from 1st July, 2022 to 30th June, 2025 and recommended his appointment to the members in the 41st Annual General Meeting. The Board has also appointed him as Chief Financial Officer and designated him as Whole Time Director & CFO.

As required under the SEBI Listing Regulations, particulars of Director seeking appointment / re-appointment at the ensuing General Meeting has been given under Corporate Governance Report and in the Notice of the 41st Annual General Meeting. The aforesaid Director is not disqualified from being appointed as Director, as specified in Section 164 of the Companies Act, 2013.

The proposal regarding the appointment of the aforesaid Director is placed for your approval. The Board of Directors recommends their appointment.

The Board on the recommendation of the Nomination and Remuneration Committee has appointed Mr. A Srinivas as Additional Director w.e.f. 25th August, 2022 and in terms of provisions of Section 161 of the Act, Mr. A. Srinivas is holding the office as Director until the date of the ensuing Annual General Meeting and being eligible, offers himself to be appointed as a Director of the Company.

The Board recommends the appointment of Mr. A. Srinivas in the category of Non-Executive Director in the ensuing Annual General Meeting and he shall be liable to retire by rotation.

The Company has received a notice under Section 160 of the Act, from member, proposing the candidature of Mr. A Srinivas as Director of the Company. Further, Mr. A Srinivas is not disqualified from being appointed as the Director of the Company by virtue of the provisions of Section 164 of the Act.

c) Declaration by Independent Directors:

The Company has received the declaration of Independence as provided under section 149(6) of the Act from all the Independent Directors. Further, the familiarisation programme for Independent Directors is also made available on website of the Company.

d) Number of Meetings of the Board:

During the year four (4) Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI Listing Regulations. Detailed information on the meetings of the Board and Committees are included in the Corporate Governance Report, which forms part of this Annual Report.

13. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provision of Section 134(5) of the Company's Act, 2013 confirm that:

- a) in the preparation of the annual accounts, for the financial year 31st March, 2022 All applicable accounting standards had been followed alongwith proper explanation relating to material departures;
- b) 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 31st March, 2022 and of the loss of the Company for the Year ended on 31st March, 2022;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared annual accounts for the financial year ended 31st March, 2022 on a going concern basis;
- e) the directors had laid down internal financial controls to be followed by the Company and that such internal controls are adequate and were operating effectively; and
- f) the directors had devised proper systems to ensure compliances with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Court which would impact the going concern status of the Company and its future operations.

15. MEETING OF INDEPENDENT DIRECTORS:

Independent Directors duly met during the year under review.

16. COMPLIANCE WITH SECRETARIAL STANDARDS:

During the year under review, Company has generally complied with all applicable Secretarial Standards.

17. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has implemented such internal financial controls commensurate with the size of Company to provide a true and fair view of the financial statements and has laid down such standards and processes which ensures that the same are adequate and operating efficiently.

18. PARTICULARS OF EMPLOYEES:

There are no such reportable details as required to be disclosed in terms of the provisions of Section 197 (12) of the Companies Act, 2013 read with the Rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014, regarding the remuneration etc.

19. DISCLOSURES FOR CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO IN TERMS OF PROVISIONS OF SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH RULE, 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014:

During the financial year considering the nature of activities being carried out by your Company there were no such particulars which are required to be furnished in this report pertaining to conservation of energy and technology absorption and no Foreign Exchange earnings and outgo of the Company were reported during the year.

20. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION:

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for determining qualifications, positive attributes, independence of a Director and other matters specified under sub - section (3) of Section 178 of the Act, the said policy is attached as **Annexure A**.

21. STATUTORY AUDITOR AND THEIR REPORT:

There is no audit qualification or observation on the financial statements of Company, by the statutory auditors for the year under review.

At the 38th Annual General Meeting held on 30th September, 2019 the Members had Appointment M/s. Singhvi & Sancheti, Chartered Accountants (Firm Registration No. 103446W) as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting.

22. SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT:

Pursuant to Section 204 of the Companies Act, 2013 and rules made under, the Company has appointed M/s Jain Rahul and Associates Practicing Company Secretaries (C.P. No. 15504), Mumbai as its Secretarial Auditors to conduct the Secretarial Audit of the Company for the Financial Year 2021-22. The Company has provided reasonable assistance and facilities to the Secretarial Auditors for conducting their audit. The report of Secretarial Auditor for the FY 2021-22 is annexed to this report as **Annexure-B**.

The management explanation to the observation of the Secretarial Auditor: The observations of the Auditors in their report are self-explanatory and the Company has complied with the requirements of appointment of Whole-Time Key Managerial Personnel, viz., Whole-time Director, Chief Financial Officer and Company Secretary. The Company in process of complying with the requirements under the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), 2015 in due course under the supervision of the Board and has also started submitting to the Stock Exchanges the necessary filings / documents / certificates under various SEBI Regulations.

23. RISK MANAGEMENT:

The Board of Director are overall responsible for identifying, evaluating, mitigating and managing significant risks being faced by the Company. The Board had adopted Risk Management policy, which acts as an overarching statement of intent and establishes the guiding principles by which key risks are managed in the Company. Further in the opinion of the Board there is no risk exist which threatens the existence of the Company.

24. CORPORATE SOCIAL RESONSIBILITY:

The Company is not required to form committee and spend the amount as required under Section 135 of the Companies Act, 2013 and the relevant rules, therefore there are no such details which are required to be disclosed.

25. ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations') criteria for performance evaluation of Directors was prepared after taking into consideration various aspects of the Board's functioning, composition of the Board and its committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was completed. The performance evaluation of the Chairman and Non - Independent Director was also carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

26. REPORT ON CORPORATE GOVERNANCE AND MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

In terms of Regulation 34 read with Para C of Schedule V of the Listing Regulation, a separate section on corporate governance practices followed by the Company together with a certificate from the Company's Auditors confirming compliance forms an integral part of this report as **Annexure - C**.

Further the Management's Discussion and Analysis Report for the year under review, as stipulated under Schedule V Para B of the Listing Regulation with the Stock Exchanges is given in **Annexure - D** to this report.

27. AUDIT COMMITTEE:

The Audit Committee of Directors was reconstituted pursuant to the provisions of Section 177 of the Companies Act, 2013. The composition of the Audit Committee is in conformity with the provisions of the said section and Regulation 17 of SEBI Listing Regulations, 2015. The Composition and the functions of the Audit Committee of the Board of Director of the Company are disclosed in the Report on Corporate Governance, which is forming a part of this report.

During the year under review, the Board of Directors of the Company had accepted all the recommendations of the Committee.

28. VIGIL MECHANISM:

The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blowers can raise and report genuine concerns relating to reportable matters such as breach of code of conduct, fraud, employee misconduct, misappropriation of funds, health and safety matters etc. the mechanism provides for adequate safeguards against victimization of Whistle Blower who avail of such mechanism and provides for direct access to the chairman of the Audit Committee.

The functioning of the Whistle Blower policy is being reviewed by the Audit Committee from time to time. None of the Whistle Blower has been denied access to the Audit Committee of the Board.

29. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The management has believed in providing a safe and harassment free workplace for every individual working in the Company through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. During the year no such incidents were reported.

30. IBC CODE & ONE-TIME SETTLEMENT:

There is no proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (IBC Code). There has not been any instance of one-time settlement of the Company with any bank or financial institution.

31. DISCLOSURE: The Company has complied with applicable provisions of Secretarial Standards i.e. SS-1 and SS-2.

32. ACKNOWLEDGMENTS:

The board of Directors would like to express their appreciation for the co-operation and assistance received from the Government authorities, the financial institutions, banks, vendors, customers and Shareholders during the year under review. The boards of Directors also wish to place on record their deep sense of appreciation for the committed services by all the employees of the Company.

For and on behalf of the Board

Place: Mumbai
Date: 25/08/2022

Sd/-
Abhishek Ashar
Chairman
DIN: 08565712

ANNEXURE - A

NOMINATION AND REMUNERATION POLICY OF GRANDMA TRADING AND AGENCIES LIMITED

Policy Title	Nomination and Remuneration Policy
Authorised by	Board of Directors

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. The Key objectives of the Committee would be:

1. OBJECTIVE

- To guide Board in connection with appointment and removal of Directors, Key Managerial Personnel (KMP) and Senior Management;
- To evaluate the performance of members of the Board and provide necessary report to the Board for further evaluation of the Board;
- To recommend the Board on remuneration payable to Directors, KMP and Senior Management of Company;
- To provide to KMP and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations;
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial personnel's and create competitive advantage in the Company;
- To devise a policy on Board diversity;
- To develop a succession plan for the Board and to regularly review the plan.

2. DEFINITIONS

- "Act" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- "Board" means Board of Directors of the Company.
- "Directors" mean Directors of the Company.
- "Key Managerial Personnel" means -
 - a) Chief Executive Officer or the Managing Director or the Manager or Whole-time director or Chief Financial Officer or Company Secretary
 - b) "Senior Management" means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

3. COMPOSITION

- The Committee shall consist of a minimum three non-executive directors, majority of them being independent.

- Minimum two (2) members shall constitute a quorum for the Committee meeting.
- Membership of the Committee shall be disclosed in the Annual Report.
- Term of the Committee shall be continued unless terminated by the Board of Directors.
- Chairperson of the Committee shall be an Independent Director.
- Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.
- Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

4. ROLE OF COMMITTEE

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee (NRC):

- The Committee shall identify & ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.
- The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).
- Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.
- The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

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Jain Rahul & Associates***Company Secretaries***

ANNEXURE - B

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

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

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022

To,
The Members,
GRANDMA TRADING AND AGENCIES LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GRANDMA TRADING AND AGENCIES LIMITED** (herein after called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2022 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:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not Applicable to the Company during the Audit Period)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

Jain Rahul & Associates

Company Secretaries

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not Applicable to the Company during the Audit Period)**;
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable to the Company during the Audit period)**;
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit Period)**;
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the Company during the Audit Period)**; and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not Applicable to the Company during the Audit Period)**;
- (vi) All the relevant laws as are applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.

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

- (i). Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii). The Listing Agreements entered into by the Company with Stock Exchange under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above, subject to the following observations;

- In terms of the provisions of Section 203 of the Companies Act, 2013 read with rule 8 of the Companies (Appointment & Remuneration) Rules, 2014 the Company yet to fill the vacancy caused for Managing Director, Chief financial Officer and is yet to appoint Whole Time Key Managerial Personnel as specified in sub - section (1) of the said Section.

- In terms of provisions of regulation 6 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company secretary of the company should be appointed as Compliance officer, however company yet to appoint Company secretary.

- In terms of Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), 2015 the listed entity shall comply with the applicable provisions and submit to the Stock Exchange necessary documents on quarterly / half yearly / Annual basis, However the Company failed to

Jain Rahul & Associates
Company Secretaries

submit the required details and documents during the year ended 31st March, 2022 and trading in the scrip in the Shares of the Company remain under suspension.

We further report that

The Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions were carried through, while there were no dissenting views of members as verified from the minutes, however physical verification of the documents was restricted due to country wide lockdown.

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

For Jain Rahul & Associates.
Company Secretaries

Sd/-
Rahul Jain
(Proprietor)
ACS No. 41518
C.P. No. 15504
UDIN: A041518D000438948

Place: Udaipur
Date: 30/05/2022

Note: This report to be read with our letter of even date which is annexed as Annexure - 1 and forms part of this Report.

Jain Rahul & Associates***Company Secretaries***

Annexure 1: to the Secretarial Audit Report for the year 31st March, 2022

To
The Members,
GRANDMA TRADING AND AGENCIES LIMITED

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

1. It is the responsibility of the management of Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management are adequate and appropriate for us to provide a basis for our opinion.
4. We believe that audit evidence, information and details obtained from the Company's management from time to time in electronic form are adequate and appropriate for us to provide a basis for our opinion.
5. Where ever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Jain Rahul & Associates.
Company Secretaries

Sd/-
Rahul Jain
(Proprietor)
ACS No. 41518
C.P. No. 15504
UDIN: A041518D000438948

Place: Udaipur
Date: 30/05/2022

REPORT ON CORPORATE GOVERNANCE FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2022:

The Directors present the Company's Report on Corporate Governance for the year ended 31st March, 2022.

1. COMPANY'S PHILOSOPHY:

The Company's philosophy entails transparency and accountability, effective control and management, investor friendly attitude towards shareholders and other stakeholders with ethical behavior in all its dealings.

2. BOARD OF DIRECTORS:**Composition**

At the end of the year 31st March 2022, the Company's board comprises of 4 (Four) Directors consisting of 2 (Two) Non - Executive Independent Directors and 2 (Two) Non-Executive Directors. The Chairman of the Company is Non - Executive Non-Independent Director. The Composition of Board is not in conformity with Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 ('Listing Regulations') and Companies Act, 2013.

All Independent Directors bring a wide range of expertise and experience to the Board thereby ensuring the best interest of Stakeholders and the Company. None of the Directors on the Board is a Member of more than 10 committees and Chairman of more than 5 committees (as specified in Regulation 26 (1) of the Listing Regulation) across all the Companies in which he/she is a Director.

During the financial year 2021-22 four Board Meetings were held and the gap between two meetings did not exceed one hundred twenty days.

The dates of the meetings were 30/06/2021; 13/08/2021; 13/11/2021 and 11/02/2022.

The details of composition of the Board, the attendance record of the Directors at the Board Meetings held during the financial year ended 31st March, 2022 and at the previous Annual General Meeting (AGM), and the details of their other Directorships, and Committee Chairmanship and Membership are given below:

Name of Directors	Category of Directorship	Attendance at		No of other Directorship and other Committee Memberships / Chairmanships#
		Board Meeting	AGM	
Mr. Abhishek D Ashar	Non - Executive	4	Yes	1
Mr. Prashanth Reddy	Non-Executive Independent	4	Yes	-
Ms. Vanjana Kumari Dokiparthi	Non-Executive Independent	4	Yes	(3) - 1
Mr. Khagesh Kachhwal	Non - Executive	4	Yes	-

#Alternate Directorship, Directorship in Private Companies, Foreign Companies and Section 8 are excluded and represents Audit Committee and Nomination and Remuneration Committee.

3. AUDIT COMMITTEE:

The Audit Committee comprises of three Directors and Mr. Prashanth Reddy is the Chairman of the Audit Committee.

The Committee's composition meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 17 of the SEBI Listing Regulations. The Members possess adequate knowledge of Accounts, Audit, and Finance etc. Details pertaining to meetings held and attended during the year 2021 - 22 are given herein below;

Sr. No.	Name of the Director	Position	Meetings attended
1.	Mr. Prashanth Reddy	Chairman	4
2.	Ms. Vanaja Kumari Dokiparthi	Member	4
3.	Mr. Khagesh Kachhwal	Member	4

Dates of the meetings were 30/06/2021; 13/08/2021; 13/11/2021 and 11/02/2022.

Terms of reference:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure correct, sufficient and credible financial information;
- Recommending for appointment, remuneration and term of appointment of auditors;
- Approval of payment to Statutory auditors for any other services rendered by them;
- To review the financial statements before submission to Board;
- To review the weakness in internal controls, if any reported by Statutory Auditors, etc;
- In addition, the powers and role of the Audit Committee are as laid down under SEBI (LODR), Regulation, 2015 entered with the Stock Exchanges and the Companies Act, 2013.

4. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee comprises of 3 (Three) Directors. Mr. Khagesh Kumar Kachhwal is the Chairman of the Committee. The Composition of Remuneration and Nomination Committee is pursuant to the provisions of section 178 of the Companies Act, 2013 and Regulation 19 (1) of the Listing Regulation and details of meetings held in the year 2021- 22 and attendance are given below;

Name of Directors	Meeting held	No of Meeting attended
Mr. Khagesh Kumar Kachhwal	2	2
Ms. Vanaja Kumari Dokiparthi	2	2
Mr. Prashanth Reddy	2	2

The Dates of the meetings were 13/08/2021 and 11/02/2022.

The terms of reference of the 'Nomination and Remuneration Committee' as follows:

- To carry out evaluation of every Director's performance;
- To identify persons who are qualified to become Directors and who may be Appointed in Senior management in accordance with the criteria laid down and to recommend to the Board their Appointment and /or Removal;
- To formulate the criteria for determining qualifications, positive attributes and Independence of a Director and recommend to the Board a policy relating to the Remuneration for the Directors, Key Managerial Personnel and other Employees;
- To formulate the criteria for evaluation of Independent Directors and the Board;
- To carry out any other functions as may from time to time and / or enforced by any Statutory modifications, as may be applicable;
- Recommending to the Board, all remuneration, in whatever form, payable to senior management;
- To carry such other functions as may from time to time be required by any Statutory, contractual or other regulatory requirements to be attended to by such Committee.

The Nomination and remuneration policy as framed and approved by the Board is forming part of this Annual Report. There are no sitting fees are being paid to the Non-Executive Directors for attending meeting of the Board and its Committees.

5. STAKEHOLDER'S GRIEVANCE COMMITTEE:

The aforesaid Committee is headed by Mr. Khagesh Kachhwal as Chairman (Non-Executive) and details of composition; meeting and attendance are given herein below, the Committee met once during the financial year;

Name of Directors	Meeting held	No of Meeting attended
Mr. Khagesh Kachhwal	1	1
Mr. Abhishek Ashar	1	1
Mr. Prashanth Reddy	1	1

The meeting held on 11/02/2022.

The details of Compliant received so far and resolved and pending complaints are nil during the year, Mr. Abhishek Ashar is acting as the Compliance officer and following are his address and contact details;

Address: 501, 5th Floor, VV's Vintage Boulevard, Rajbhavan Road, Somajiguda, Hyderabad - 500082; **email:** grandmatrading@gmail.com

6. SHAREHOLDERS INFORMATION:

a) Details of Annual General Meetings held in last three years:

AGM	Date	Time	Venue	Details of Special Resolution passed
2021	30.09.2021	09:30 a.m.	501, 5 th Floor, VV's Vintage Boulevard, Rajbhavan Road, Somajiguda, Hyderabad - 500082	--

2020	31.12.2020	12.00 Noon	501, 5 th Floor, VV's Vintage Boulevard, Rajbhavan Road, Somajiguda, Hyderabad - 500082	--
2019	30.09.2019	12.00 Noon	501, 5 th Floor, VV's Vintage Boulevard, Rajbhavan Road, Somajiguda, Hyderabad - 500082	--

The Company has not passed any Special Resolutions through Postal Ballot during the year 2021 - 22.

7. DISCLOSURES:

- 7.1** There were no materially significant related party transactions i.e., transaction of the Company of material nature with its Promoters, Directors or the Management or their relatives etc. that would conflict with the interests of the Company.
- 7.2** No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years except for delay filing of certain compliance.
- 7.3** The Whistle Blower Policy (WBP) adopted by the Company in terms with 4 (2) (d) (iv) of (Securities and Exchange Board India, LODR, Regulation, 2015) during year. The Company affirms that no employee has been denied access to the Audit Committee.
- 7.4** All mandatory requirements as per SEBI (LODR) Regulation, 2015 have been complied with by the Company.
- 7.5** The Company follows Accounting Standards issued by The Institute of Chartered Accountants of India and there are no statutory audit qualifications in this regard.
- 7.6** In terms of the Regulation 17 (8) as per Listing Regulation, 2015 CEO / CFO's certification to the Board of Directors in the prescribed format is placed before the Board and is forming part of this report.
- 7.7** All the Directors of the Company have submitted declarations that they are not debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. A Company Secretary in practice has submitted a Certificate to this effect is attached.

8 MEANS OF COMMUNICATION:

- a)** The quarterly / Annual Results of the Company are sent to the Stock Exchange immediately after they are approved by the Board. Annual Reports are sent to the shareholders at their registered address with the Company.
- b)** The Quarterly and Annual Results of the Company are getting published in the prescribed performa within 48 hours of the conclusion of the meetings of the Board

in which they are considered, atleast in one English newspaper and one Vernacular newspaper in the state of Telangana where the registered office of the Company is situated.

Website: The Company's Website www.grandmatradingagencies.com in contains a separate section "Investors" where latest Shareholders information is available. The Quarterly and Annual Results are posted on the website. Comprehensive information about the Company, its business and operations, Press Release, Shareholding pattern, Investor's Contact details, etc.

9 GENERAL SHAREHOLDERS INFORMATION:

a. Annual General Meeting

Date and Time	: 30 th September, 2022 at 09:00 A.M
Venue	: Flat No. 202, 12-2-417, Sharadanagar, Mehdipatnam, Hyderabad - 500067, Telangana
Dates of Book Closure	: September 26, 2022 to September 30, 2022

b. Financial Calendar 2022 - 2023 (tentative):

Q1 Financial Results	: August, 2022
Q2 Financial Results	: November, 2022
Q3 Financial Results	: February, 2023
Annual Results for the year ended 31.03.2023	: May, 2023
Annual General Meeting for the year 2023	: Around September, 2023

c. Listing on Stock Exchanges:

The Company's Equity Shares are listed on the BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001, Maharashtra.

The Company has not paid Annual Listing Fees as applicable, to the BSE for the financial year 2018-19, 2019-20, 2020-21 and 2021-22.

Script Code Equity : 504369

ISIN:- EQUITY : INE927M01029

d. Market Price Data:

The monthly high / low market price of the shares during the year 2021-22 at the BSE Limited is as under:

The trading in the equity shares of the Company is under suspension w.e.f. 14.05.2019.

e. Registrar & Share Transfer Agents:

Purva Sharegistry (India) Private Limited

Unit: Grandma Trading & Agencies Limited

Unit no. 9, Shiv Shakti Ind. Estate, J .R. Boricha marg, Opp. Kasturba Hospital Lane,
Lower Parel (E), Mumbai - 400 011; Tel: 91-22 - 2301 6761 / 8261; Fax : 91-22 - 2301
2517

E-mail: support@purvashare.com; Website: www.purvashare.com

- f. **Distribution of Shareholding:** The distribution of shareholding as on 31st March, 2022 is given below:

Sr. No.	No of Equity Shares	No. of Shareholders	No. of Shares	% of Total shares
1.	Upto 5,000	1520	10,44,938	0.80
2.	5,001 - 10,000	56	4,43,274	0.34
3.	10,001 - 20,000	43	6,84,174	0.52
4.	20,001 - 30,000	24	6,28,132	0.48
5.	30,001 - 40,000	12	4,25,860	0.33
6.	40,001 - 50,000	12	5,71,977	0.44
7.	50,001 - 1,00,000	43	31,10,103	2.38
8.	1,00,001 & Above	143	12,36,91,542	94.71
	TOTAL	1853	130,600,000	100.00

- g. **Dematerialisation of Shares and Liquidity:** The distribution of shareholding as on 31st March, 2022 is given below:

Particulars of Shares	Equity Shares of Rs.1/- each	
	Number	% of total
Dematerialised form		
NSDL	4,62,35,723	35.40%
CDSL	8,43,42,707	64.58%
Sub Total	130,578,430	99.98%
Physical form	21,570	0.02
Total	130,600,000	100.00

- h. **Registered Office:** Flat No. 202, 12-2-417, Sharadanagar, Mehdiapatnam, Hyderabad - 500067, Telangana **Email:** grandmatrading@gmail.com
Designated exclusive e-mail id for Investor servicing: grandmatrading@gmail.com
The website of the Company is www.grandmatradingagencies.com

10 CORPORATE ETHICS: The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. A Code of Conduct for Board Members and a Code of Conduct for Prevention of Insider Trading has been adopted pursuant Regulation 7(2) - SEBI (Prohibition of Insider Trading) Regulations, 2015 & the Securities & Exchange Board of India (Prohibition of Insider Trading) (Amendments) Regulations, 2018, respectively:

a. Code of Conduct for Board Members and Senior Management: The Board of Directors of the Company has adopted the Code of Conduct for its members and Senior Management.

b. Declaration affirming compliance of Code of Conduct: The Company has received confirmations from the Directors regarding compliance of the Code of Conduct during the year under review.

A declaration by Director affirming compliance of Board members and senior management personnel to the Code is also annexed herewith.

c. Code of Conduct for Prevention of Insider Trading: The Company has adopted the Code of Conduct for Prevention of Insider Trading for its Management and Directors. The Code lays down guidelines and procedures to be followed and disclosures to be made by directors, top level executives and staff whilst dealing in shares. The Managing Director has been appointed as the Compliance Officer and is responsible for adherence to the Code.

d. Compliance Certificate by Auditors: The Company has obtained a certificate from the Secretarial Auditor regarding compliance of conditions of corporate governance as stipulated in SEBI (LODR) Regulation, 2015 which is annexed herewith.

e. All the Directors of the Company have submitted declarations that they are not debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority. A Company Secretary in practice has submitted a Certificate to this effect.

DECLARATION FOR CODE OF CONDUCT

AS PROVIDED UNDER, REGULATION 17 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATION, 2015 THE BOARD MEMBERS HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT FOR THE YEAR ENDED 31.03.2022.

By Order of the Board
For **Grandma Trading and Agencies
Limited**

**Place: Mumbai
Date: 30/05/2022**

**Abhishek Ashar
Chairman
DIN: 08565712**

DECLARATION BY THE MD / CFO -
Pursuant to Regulation 17 (8) as per SEBI (LODR) Regulation, 2015

The Board of Directors
Grandma Trading and Agencies Limited

Dear Sirs,

I, Abhishek Ashar, Director of Grandma Trading and Agencies Limited hereby certify to the Board that:

- A. I have reviewed Financial Statements and the Cash Flow Statement for the year ended 31st March, 2022 and to the best of our knowledge and belief:
- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- B. To the best of our knowledge and belief no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct;
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and have taken steps to rectify the same, wherever found;
- D. I have indicated to the Auditors and the Audit Committee;
- i. Significant changes in internal control over financial reporting during the year;
 - ii. Significant changes in accounting policies, if any, have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Mumbai
Date: 30/05/2022

Abhishek Ashar
Chairman
DIN: 08565712

Jain Rahul & Associates
Company Secretaries

AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

We have examined the compliance of conditions of Corporate Governance by **GRANDMA TRADING AND AGENCIES LIMITED** ('the Company') for the year ended March 31, 2022, as stipulated in the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulation').

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has *not complied with* the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

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

For Jain Rahul & Associates.
Company Secretaries

Place: Udaipur
Date: 30.05.2022

Sd/-
Rahul Jain
(Proprietor)
M. No. ACS 41518
C.P. No. 15504
UDIN: A041518D000438926

Jain Rahul & Associates
Company Secretaries

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of,
Grandma Trading & Agencies Limited
501, 5th Floor, VV's Vintage Boulevard,
Rajbhavan Rd, Somajiguda,
Hyderabad 500082.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Grandma Trading & Agencies Limited** having CIN: **L99999TG1981PLC100740** and having registered office at 501, 5th Floor, VV's Vintage Boulevard, Rajbhavan Rd, Somajiguda, Hyderabad 500082 (hereinafter referred to as the "**Company**") produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34 (3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Khagesh Kumar Kachhwal	01771474	03-10-2017
2.	Vanaja Kumari Dokiparthi	07151205	10-04-2015
3.	Kukudala Vijaya Prashanth Reddy* (Deactivated due to non-filing of DIN-3 KYC)	07398924	30-05-2016
4.	Abhishek Deepakbhai Ashar	08565712	12-06-2020

Jain Rahul & Associates
Company Secretaries

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

For **Jain Rahul & Associates.**
Company Secretaries

Sd/-
Rahul Jain
(Proprietor)
ACS No. 41518
C.P. No. 15504
UDIN: A041518D000438860

Place: Udaipur
Date: 30/05/2022

MANAGEMENT DISCUSSION AND ANALYSIS

General: Presented below is a discussion of the activities, results of operations and financial condition of Grandma Trading and Agencies Ltd. (the "Company") for the year ended 31st March, 2022. The management discussion and analysis ("MD&A") was prepared using information available as of (date on which the Reports were prepared) and should be read in conjunction with the Company's audited financial statements for the year ended 31st March, 2022 and notes thereto.

These Audited Financial Statements are prepared in accordance with Accounting Standards. The Financial Statements include the accounts of the Company all monetary amounts referred to herein are in Indian Rupees (Rs.) unless otherwise stated.

Industry Overview: The Indian economy has undergone a tough phase in the year and Indian economy has slowed down during the fiscal. With increasing global integration, the Indian economy was impacted by global political uncertainties, while at the same time it faced significant domestic challenges of persistent and high inflation, tight monetary conditions, low investment and delays in policy making etc.

Business Overview: Your Company is currently engaged in the areas of trading, distribution, import and export of commodities, solar equipments, merchandise, produce things, shares etc. In the year to come your Company has initiated the process of contract farming, seed growing and activities in the area of agricultural, horticultural and farm produce and related products and of light and heavy chemicals and its elements will grow in future in India

Internal Control Systems: The Company has in place adequate systems of internal control to ensure compliance with policies and procedures. The internal audit report along with implementation and recommendations contained therein are constantly reviewed by the Audit Committee of the Board.

Human Resources: Human resource is a valuable asset and the Company endeavors to provide an environment that each employee is motivated to contribute his best to achieve the Company's goals.

Cautionary Statement: Statements made in the Management Discussion and analysis describing the Company's objectives, projections, estimates, predictions and expectations may be 'forward looking statements' within the meaning of applicable securities law and regulations. Actual results might differ materially from those either expressed or implied.

The personnel of "Senior Management" do not have any personal interest in any material financial and commercial transaction of the Company that may have potential conflicts with the interest of the company at large.

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INDEPENDENT AUDITOR’S REPORT

To the Members of **Grandma Trading and Agencies Limited**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Grandma Trading and Agencies Limited (“the Company”)**, which comprise the balance sheet as at 31st March 2022 and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Key audit matters

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

In our opinion and according to the information and explanation given to us, there were no key audit matters which required to be reported.

“Information Other than the Financial Statements and Auditor’s Report Thereon”

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the management discussion and analysis, Board Report including Annexure to Boards Report but does not include the financial statements and our auditor’s report thereon.

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

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

We conclude that there is no material misstatement of other information.

Responsibilities of Management 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 financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. **However, future events or conditions may cause the Company to cease to continue as a going concern.**
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c. The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity 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. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

- f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure - B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to 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 during the year ended March 31, 2022.
2. 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 a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**For: Singhvi & Sancheti
Chartered Accountants**

**Sd/-
(HM Sancheti)
Partner**

**Membership No.: 043331
Firm Reg. No. 110286W
UDIN: 22043331AQFBY11082**

Place: Mumbai

Date: 30/05/2022

ANNEXURE-'A' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of the independent auditors' report of even date on the financial statements of the Company for the year ended 31st March, 2022)

- i. In respect of Fixed Assets, the company does not possess any fixed assets and hence the sub - clause (a), (b) and (c) of clause (i) para 3 of the Companies (Auditor's Report) Order, 2016 is not applicable.
- ii. As explained to us, inventories have been physically verified by the management at regular intervals during the year. The discrepancies noticed on such physical verification as compared to book records were not material and have been appropriately dealt with in the books of accounts.
- iii. 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 189 of the Act. Accordingly, the provisions of clause (iii) (a) to (c) of Paragraph 3 of the said Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- v. No deposits have been accepted by the Company within the meaning of directives issued by RBI (Reserve Bank of India) and Sections 73 to 76 or any other relevant provisions of the Act and rules framed there under.
- vi. The maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- vii. a) According to the information given to us and the records of the Company examined by us, the Company is regular in depositing the undisputed statutory dues including provident fund, employee's state insurance, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Service Tax, Investor Education and Protection Fund and any other statutory dues as at 31st March 2022.
b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii. The Company has not taken any loan either from financial institutions, Banks or from the government and has not issued any debentures, therefore Clause (viii) of the said Order is not applicable to the Company.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provision of Clause 3(ix) of the Order is not applicable to the Company.
- x. Based upon the audit procedures performed and the information given by the management, we report that no fraud by the Company or any fraud on the company by its officers or employees has been noticed or reported during the year.

- xi.** There being no managerial personnel in the Company and therefore no managerial remuneration was required to be paid as per the provision of section of the Companies Act, 2013. Therefore, Clause (xi) of the Order is not applicable.
- xii.** In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of the Order are not applicable to the Company.
- xiii.** Based upon the Examination and explanations given by the management there were no related party transactions entered into by the Company.
- xiv.** The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures under section 42 of the Companies Act, 2013 during the year. Accordingly, clause (xiv) of the Order is not applicable to the Company.
- xv.** 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 (xv) of the Order are not applicable to the Company.
- xvi.** The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- xvii.** The company has not incurred cash losses in the financial year and it's immediately preceding financial year.
- xviii.** There has been no incident of resignation of the Statutory Auditors during the year.
- xix.** According to the information and explanations given to us, on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, there are no material uncertainty as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;
- xx.** According to the information and explanations given to us, there are no such ongoing project under Section 135 of the Companies Act, 2013. Accordingly this clause is not applicable.
- xxi.** Since the company has not Subsidiary, This clause is not applicable.

**For: Singhvi & Sancheti
Chartered Accountants**

**Sd/-
(HM Sancheti)
Partner**

**Membership No.: 043331
Firm Reg. No. 110286W
UDIN: 22043331AQFBY11082**

Place: Mumbai

Date: 30/05/2022

ANNEXURE-'B' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of the independent auditors' report of even date on the standalone financial statements of the Company for the year ended 31st March, 2022)

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

We have audited the internal financial controls over financial reporting of Grandma Trading and Agencies Limited ("the Company") as of 31st March, 2022 in conjunction with our audit of the Ind AS standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal 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 Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 Ind AS financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS 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 31st March, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For: Singhvi & Sancheti
Chartered Accountants**

**Sd/-
(HM Sancheti)
Partner**

Place: Mumbai

Date: 30/05/2022

**Membership No.: 043331
Firm Reg. No. 110286W
UDIN: 22043331AQFBY11082**

GRANDMA TRADING AND AGENCIES LIMITED

(CIN: L99999TG1981PLC100740)

BALANCE SHEET AS AT 31ST MARCH, 2022

(Rs. In Lacs)

	PARTICULARS	Note No.	As At 31.03.2022	As At 31.03.2021
A	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment		-	-
	(b) Non - Current Financial Assets		-	-
	(c) Deferred tax assets (net)		-	-
	(d) Other non-current assets		-	-
	Total - Non-current assets		-	-
2	Current assets			
	(a) Inventories	2.1	-	-
	(b) Financial Assets			
	(i) Current Investments		-	-
	(ii) Current Trade receivables	2.2	-	-
	(iii) Cash and cash equivalents	2.3	0.05	0.32
	(v) Loans	2.4	185.69	185.69
	(c) Current Tax Assets (Net)	2.5	2.93	2.93
	(d) Other current assets		-	-
	Total - Current assets		188.67	188.94
	TOTAL ASSETS (1 + 2)		188.67	188.94
B	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share capital	2.6	1,306.00	1,306.00
	(b) Other Equity	2.7	(1,316.62)	(1,312.57)
	Total - Equity		(10.62)	(6.57)
2	LIABILITIES			
I.	Non-current liabilities			
	Total - Non-current liabilities		-	-
II.	Current liabilities			
	(a) Current Financial Liabilities			
	(i) Borrowings	2.8	-	-
	(ii) Trade payables	2.9	173.83	189.80
	(iii) Other financial liabilities (other than those specified in item (c))		-	-
	(b) Other current liabilities	2.10	21.83	2.09
	(c) Provisions	2.11	3.62	3.62
	(d) Current Tax Liabilities (Net)		-	-
	Total - Current liabilities		199.29	195.51
	Total Liabilities		199.29	195.51
	TOTAL EQUITY AND LIABILITIES (1 + 2)		188.67	188.94

0.00 0.00

See accompanying notes forming part of the financial statements as under

Significant Accounting Policies and

1

Notes to Financial Statement

2

The Notes referred to above form and integral part of Statement of Balance Sheet

As per our report of even date

In terms of our report attached.

For: Singhvi & Sancheti

For and on behalf of the Board of Directors

Chartered Accountants

Sd/-

(HM Sancheti)

Partner

Membership No.: 043331

Firm Reg. No. 110286W

Sd/-

Khagesh Kachhwal

Director

DIN: 01771474

Sd/-

Abhishek Ashar

Director

DIN: 08565712

Place : Mumbai

Date : 30/05/2022

UDIN: 22043331AQFBy11082

GRANDMA TRADING AND AGENCIES LIMITED			
(CIN: L99999TG1981PLC100740)			
Profit and Loss Statement for the year ended 31st March, 2022			(Rs. In Lacs)
Particulars	Note	For the year ended 31st March, 2022 Rs.	For the year ended 31st March, 2021 Rs.
1 TOTAL INCOME			
Revenue from operations	2.12	-	-
Other Income	2.13	-	4.40
Total Income		-	4.40
2 Expenses			
(a) Purchases of Stock in Trade	2.14	-	-
(b) Changes in Inventories of Finished Goods	2.15	-	-
(c) Employee benefits expenses	2.16	-	-
(d) Depreciation and amortisation expenses		-	-
(e) Other Expenses	2.17	4.05	6.03
Total Expenses		4.05	6.03
3 Total Profit / (Loss) before Exceptional items (1 - 2)		(4.05)	(1.63)
Exceptional items		-	1,384.74
4 Net Profit / (Loss) before tax (3 - 4)		(4.05)	(1,386.37)
5 Tax expenses:			
(a) Provision for Income Tax			-
(b) Prior years Income Tax		-	
(c) Deferred Tax		-	-
6 Net Profit/(Loss) for the period (4 - 5)		(4.05)	(1,386.37)
7 Earnings per share (FV of Rs. 1/-):			
(a) Basic		(0.00)	(0.00)
(b) Diluted		(0.00)	(0.00)
See accompanying notes forming part of the financial statements as under			
Significant Accounting Policies and	1		
Notes to Financial Statement	2		
In terms of our report attached.			
For: Singhvi & Sancheti		For and on behalf of the Board of Directors	
Chartered Accountants			
Sd/-	Sd/-	Sd/-	
(HM Sancheti)	Khagesh Kachhwal	Abhishek Ashar	
Partner	Director	Director	
Membership No.: 043331	DIN: 01771474	DIN: 08565712	
Firm Reg. No. 110286W			
Place : Mumbai			
Date : 30/05/2022			
UDIN: 22043331AQFBy11082			

GRANDMA TRADING AND AGENCIES LIMITED

(CIN: L99999TG1981PLC100740)

Cash Flow Statement for the year ended 31st March, 2022

(Rs. In Lacs)

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
	Amount Rs.	Amount Rs.
A. Cash flow from Operating Activities		
Net profit before taxation	-4.05	-1,386.37
Adjustments for:		
Preliminary expenses written off	-	-
Interest on income tax	-	-
Operating profit before Working Capital changes	-4.05	-1,386.37
Changes in Working Capital		
(Increase)/decrease in Trade and Other Receivables	-	1,108.49
(Increase)/decrease in Inventories	-	365.43
Increase/(decrease) in Trade and Other Payables	3.78	-86.42
Increase/(decrease) in short term Provisions	-	-1.17
Cash generated from operations	-0.27	-0.04
Income Taxes (paid)/ refund	-	-
Net cash inflow from/(outflow) from Operating Activities	-0.27	-0.04
B. Cash flow from Investing Activities	-	-
Net cash inflow from/(outflow) from Investing Activities	-	-
C. Cash flow from Financing Activities	-	-
Net cash inflow from/(outflow) from Financing Activities	-	-
Net increase/(decrease) in Cash and Cash Equivalents	-0.27	-0.04
Opening Cash and Cash Equivalents	0.32	0.37
Closing Cash and Cash Equivalents	0.05	0.32

In terms of our report attached.

For: Singhvi & Sancheti
Chartered Accountants

Sd/-

(HM Sancheti)

Partner

Membership No.: 043331

Firm Reg. No. 110286W

Place : Mumbai

Date : 30/05/2022

UDIN: 22043331AQFBy11082

For and on behalf of the Board of Directors

Sd/-

Khagesh Kachhwal

Director

DIN: 01771474

Sd/-

Abhishek Ashar

Director

DIN: 08565712

NOTE NO. 1**SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2022****1. CORPORATE INFORMATION:**

Grandma Trading and Agencies Limited (“Company”) is a Public Limited Company incorporated under the provisions of the Companies Act, 1956 on 28-01-1981. The Registered Office of the Company is situated at 501, 5th Floor, VV’s Vintage Boulevard, Rajbhavan Road, Somajiguda, Hyderabad - 500082, Telangana. The equity shares of the Company are exclusively listed on the BSE Limited.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

The financial statements are prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read along with Companies (Indian Accounting Standards) Rules, as amended and other relevant provisions of the Act. The presentation of the Financial Statements is based on Ind AS Schedule III of the Companies Act, 2013.

3. USE OF ESTIMATES:

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

4. PROPERTY, PLANT AND EQUIPEMENT:

Property, plant and equipment are accounted for on historical cost basis (inclusive of the cost of installation and other incidental costs till commencement of commercial production) net of recoverable taxes, less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any costs of bringing the asset to its working condition for intended use.

Expenditure on renovation / modernization relating to existing fixed assets is added to the cost of such assets where it increases its performance/life significantly.

Depreciation on Property, plant and equipment is provided on written down value basis over the useful life of the assets estimated by the management, in the manner prescribed in Schedule II of the Companies Act, 2013.

NOTE NO. 1**SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2022**

Depreciation on addition or on sale / discard of an assets is provided on pro-rata basis from / upto the date of addition or on sale / discard.

5. REVENUE RECOGNITION:

Sale Revenue is recognized net of trade discount, on transfer of the significant risks and rewards of ownership of the goods to the buyer and it is reasonable to expect ultimate collection. Sale revenue excludes the GST which is recoverable from the buyer.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend is recognized when the right to receive is established.

6. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized at the balance sheet date when

- a) there is a present obligation as a result of past events.
- b) there is a probability that there will be an outflow of resources.
- c) the amount of obligation can be reliably estimated.

Contingent Liabilities are not recognized but are disclosed in the notes in case of:

- a) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.
- b) a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not within the control of the company.

7. INVESTMENTS:

Long term Investments are valued at cost. Provision for diminution in value of investment is made to recognize a decline other than temporary.

Current Investments are valued at lower of cost or fair market value.

8. INVENTORY VALUATION:

Stocks are valued at Cost or Net Realizable Value whichever is lower.

NOTE NO. 1**SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2022****9. IMPAIRMENT OF ASSETS:**

- a) At each Balance Sheet date, the Company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with Accounting Standard (AS)-28 "Impairment of Assets".
- b) After Impairment, depreciation is provided on the revised carrying amount of the assets.
- c) A previously recognized impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if no impairment loss had been recognized.

10. EMPLOYEE BENEFITS

- a) Liability towards Gratuity is considered as the defined benefit scheme and is recognized on the basis of actuarial valuation on projected unit credit method at balance sheet date.
- b) Earned Leave which is encashable is considered as long term benefit and is provided on the basis of actuarial valuation on projected unit credit method at balance sheet date.
- c) The benefits in the form of contribution to Provident Fund and Employee State Insurance are considered as the defined contribution schemes and are recognized on the basis of the amount paid or payable for the period during which services are rendered by the employees.

11. TAXES ON INCOME:

Provision for income tax is made on the basis of taxable income for the current year at current rates.

Current Tax represents the amount of Income Tax payable in respect of the taxable income for the reporting period as determined in accordance with the provisions of the Income Tax Act, 1961.

12. CASH FLOW STATEMENT:

Cash flow are reported using the indirect method, whereby profit / loss before extraordinary items and tax is adjusted for the effects of transactions of non - cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

NOTE NO. 1**SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2022****13. CASH & CASH EQUIVALENT:**

Cash and cash equivalent includes cash on hand, and deposits maintained with banks which can be withdrawn by the company at any point of time.

14. EARNING PER SHARE:

The Company reports basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard 20 on "Earning Per Share". Basic EPS is computed using the weighted average number of equity shares outstanding during the period. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year end.

GRANDMA TRADING AND AGENCIES LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 2.1 Inventories

(Rs. In Lacs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
INVENTORIES		
Shares	-	-
Stock -in- Trade	-	-
	-	-

Note 2.2 Trade receivables

(Rs. In Lacs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
TRADE RECEIVABLES		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured, considered good	-	-
Less: Provision for doubtful trade receivables	-	-
Total	-	-

Note 2.3 Cash and cash equivalents

(Rs. In Lacs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
Cash and Cash Equivalents		
(a) Cash In hand	0.05	0.05
(b) Balance with Banks In Current Accounts	-	0.27
	0.05	0.32

Note 2.4 Short-term loans and advances

(Rs. In Lacs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
Loans & Advances (Unsecured & considered good)		
Inter-corporate deposits	185.69	185.69
	185.69	185.69

Note 2.5 Other Current Assets

(Rs. In Lacs)

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
CURRENT ASSETS (NET)		
TDS For A.Y. 2021 - 2022	0.33	0.33
TDS For A.Y. 2019 - 2020	1.55	1.55
TDS For A.Y. 2020 - 2021	1.04	1.04
	2.93	2.93

GRANDMA TRADING AND AGENCIES LIMITED
Notes forming part of the financial statements

Note 2.6 Share capital

(Rs. In Lacs)

Particulars	As at 31 March, 2022		As at 31 March, 2021	
	Number of shares	Rs.	Number of shares	Rs.
Authorised Capital				
Equity shares of Re 1/- each with voting rights	16,00,00,000	1,600.00	16,00,00,000	1,600.00
Issued, Subscribed and Paid up Capital				
Equity shares of Re 1/- each with voting rights	13,06,00,000	1,306.00	13,06,00,000	1,306.00
Total	13,06,00,000	1,306.00	13,06,00,000	1,306.00

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

(Rs. In Lacs)

Particulars	Opening Balance	Addition	Opening Balance	Addition
Equity shares with voting rights				
Year ended 31 March, 2022				
- Number of shares	13,06,00,000	-	13,06,00,000	-
- Amount (₹)	1,306.00	-	1,306.00	-
Year ended 31 March, 2021				
- Number of shares	13,06,00,000	-	13,06,00,000	-
- Amount (₹)	1,306.00	-	1,306.00	-

(ii) Terms and Rights attached to equity shares:

- The company has only one class of equity shares having a par value of Rs. 1 each. Each holder of equity shares is entitled to one vote per share.

- In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amount, in proportion to the shareholding. However, no such preferential amount exist currently.

(iii) Details of shares held by each shareholder holding more than 5% shares:

(Rs. In Lacs)

Class of shares / Name of shareholder	As at 31 March, 2022		As at 31 March, 2021	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mr. Bharat Jain	102.77	7.87%	102.77	7.87%

Note. 2.7 Other Equity

(Rs. In Lacs)

Particulars	Reserves and Surplus		Items of other comprehensive	Total
	General reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at April 1, 2021	(1,312.57)		-	(1,312.57)
Profit for the year	(4.05)		-	(4.05)
Other comprehensive income for the year, net of income tax		-	-	
Balance at March 31, 2022	(1,316.62)	-	-	(1,316.62)

(Rs. In Lacs)

Particulars	Reserves and Surplus		Items of other comprehensive income	Total
	General reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at April 1, 2020	73.79		-	73.79
Profit for the year	(1,386.37)		-	(1,386.37)
Other comprehensive income for the year, net of income tax		-	-	
Balance at March 31, 2021	(1,312.57)	-	-	(1,312.57)

Note 2.8 Borrowing**(Rs. In Lacs)**

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
Current - Unsecured Loans		
From Others	-	-
From Directors	-	-
	-	-

Note 2.9 Trade Payable**(Rs. In Lacs)**

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
Current Trade Payable		
total outstanding dues of Micro and small enterprise	-	-
total outstanding dues of creditors other than Micro and small enterprise	173.83	189.80
	173.83	189.80

Note 2.10 Other Current Liabilities**(Rs. In Lacs)**

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
OTHER CURRENT LIABILITIES		
Liabilities for expenses	21.83	2.09
Liabilities for others	-	-
	21.83	2.09

Note 2.11 Short-term provisions**(Rs. In Lacs)**

Particulars	As at 31 March, 2022	As at 31 March, 2021
	Rs.	Rs.
PROVISIONS		
Provision for Taxes A.Y. 2019-20	1.55	1.55
Provision for Taxes A.Y. 2020-21	0.88	0.88
RTA charges payable	1.19	1.19
	3.62	3.62

GRANDMA TRADING AND AGENCIES LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 2.12 Revenue from Operation

(Rs. In Lacs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
	Rs.	Rs.
Revenue from Operation		
Sale of Traded Goods	0.00	0.00
Total	0.00	0.00

Note 2.13 Other income

(Rs. In Lacs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
	Rs.	Rs.
Interest income		
Interest on Short term loans and advances	0.00	4.40
Interest on Income Tax	0.00	0.00
Total	0.00	4.40

Note 2.14 Purchase Stock in Trade

(Rs. In Lacs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
	Rs.	Rs.
Purchase of Stock in Trade	-	-
Total	-	-

Note 2.15 Changes in Inventories

(Rs. In Lacs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
	Rs.	Rs.
Inventories at the end of the year	-	-
Inventories at the beginning of the year	-	-
Net Increase/Decrease	-	-

Note 2.16 Employee benefits expense

(Rs. In Lacs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
	Rs.	Rs.
Salaries and wages	-	-
Total	-	-

Note 2.17 Other expenses

(Rs. In Lacs)

Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
	Rs.	Rs.
Audit Fees	0.24	0.24
Bank Charges	0.27	0.18
Custody Fees	-	1.75
Listing Fees & Stock Exchange Charges	3.54	3.54
Legal & Professional Fees	-	0.18
ROC Filing Fees	-	0.14
Total	4.05	6.03

NOTES TO FINANCIAL STATEMENTS:**2.18 SUNDRY DEBTORS AND RECEIVABLES:**

Sundry Debtors and Loans and Advances are stated at the value if realized in the ordinary course of business. Irrecoverable amounts, if any are accounted and/or provided for as per management's judgment or only upon final settlement of accounts with the parties. All Sundry debtors/Creditors And Loans And Advances Are subject to confirmation.

2.19 IN THE OPINION OF THE DIRECTORS:

- a. The Current Assets and Loans & Advances are approximately of the value stated in the financial statement, if realized in the ordinary course of business.
- b. The provision for depreciation and for all known liabilities is adequate and not in excess of the amount reasonably necessary.

2.20 SEGMENT REPORTING:

The Company is engaged in the trading of the products of same type/class and has no overseas operations/units and as such there is no reportable segment as per Accounting Standard (AS-17) dealing with the segment reporting.

2.21 EARNINGS PER SHARE:

PARTICULARS	(Rs. In Lacs)	
	2021-22	2020-21
Net Profit / (Loss) as attributable to Equity Shareholders	(4.05)	(1386.37)
Number of Equity shares outstanding during the year	130,600,000	130,600,000
Earnings per share Basic and Diluted	(0.00)	(1.06)
Nominal Value of an equity share	Re.1/-	Re.1/-

2.22 AUDITOR'S REMUNERATION:

PARTICULARS	(Rs. In Lacs)	
	2021-22	2020-21
Statutory Audit Fees	0.24	0.24
Total	0.24	0.24

FINANCIAL RATIOS:

S.NO	RATIOS	2021-22	2020-21
1	Current Ratio	0.95	0.97
2	Debt-Equity Ratio	NA	NA
3	Debt-Service Coverage Ratio	NA	NA
4	Return On Equity Ratio	0.00 %	-1.06 %
5	Inventory Turnover Ratio	NA	NA
6	Trade Receivables Turnover Ratio	NA	NA
7	Trade Payables Turnover Ratio	NA	NA

NOTES TO FINANCIAL STATEMENTS:

8	Net Capital Turnover Ratio	NA	NA
9	Net Profit Ratio	NA	NA
10	Return On Capital Employed	NA	NA
11	Return On Investment	NA	NA

2.23 RELATED PARTIES DISCLOSURE:

During the year there is no Related Party Transaction and therefore no reporting required to be given under AS-18.

2.24 Reporting under Schedule V of SEBI (LODR), 2015, is not applicable to the company, as the Company does not have subsidiary or Associates as defined under section 186 of the Companies Act, 2013 and no loans and advances are given which is outstanding for a period of more than seven years.

2.25 Details of Companies as required to be given under section 186(4) of the Companies Act, 2013 are forming part of the financial statements.

2.26 FOREIGN CURRENCY EXPOSURE:

Earnings and expenditure in foreign currency during the current and previous financial year - NIL

2.27 EXCEPTIONAL ITEMS INCLUDE.

(Rs. In Lacs)

Sr. No	Particular's	March 31, 2022	March 31, 2021
1.	Old Trade Receivable/Payable	0.00	248.56
2.	Advances	0.00	770.75
3.	Inventories	0.00	365.43
	Total	0.00	1384.74

2.28 There was no amount due as on 31st March, 2022 as reported to us from/to Micro, small & Medium Enterprises as per MSMED Act, 2006.

2.29 There is no amount due and outstanding to be credited to Investors Education & Protection Fund.

2.30 The previous year's figures have been regrouped and rearranged wherever necessary to make in compliance with the current financial year.

For: Singhvi & Sancheti
Chartered Accountants
Firm's Registration No.: 110286W

For and on behalf of Board of Directors

Sd/-
HM Sancheti
Partner
M. No.: 043331

Sd/-
Khagesh Kachhwal
Director
DIN: 01771474

Sd/-
Abhishek Ashar
Director
DIN: 08565712

Place: Mumbai
Date: 30/05/2022

Form No. MGT-11 - PROXY FORM

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

Name of the member(s):	
Registered Address:	
Email Id:	
Folio No. / Client Id:	
DP ID:	

I / We, being the holder(s) of _____ shares of Grandma Trading and Agencies Limited, hereby appoint

1. Name: _____ Email Id: _____

Address: _____

Signature: _____

or failing him / her

2. Name: _____ Email Id: _____

Address: _____

Signature: _____

or failing him / her

3. Name: _____ Email Id: _____

Address: _____

Signature: _____

as my / our Proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Company, to be held on Friday, 30th September, 2022 at 9.30 am at Flat No. 202, 12-2-417, Sharadanagar, Mehdipatnam, Hyderabad, Telangana 500067, India and at adjournment thereof in respect of such resolution as are indicated below:

Resolution No.	Resolution	For	Against
ORDINARY BUSINESS			
1.	Adoption of Financial Statements and report thereon for the year ended 31 st March, 2022		
2.	Re-appointment of Mr. Abhishek Ashar, as Director who retire by rotation		
3.	Appointment of Mr. Abhishek Ashar (DIN: 08565712) as Whole Time Director		
4.	Appointment of Mr. A. Srinivas (DIN: 05271604) as a Director		
5.	Approval for Increase in the Borrowing Powers of the Company		

Signed this _____ day of _____, 2022

Affix
Revenue
Stamp

.....
Signature of shareholder

.....
Signature of proxy holder(s)

Note: This form of Proxy in order to be effective should be duly completed and deposited at Registered Office of the Company.

Attendance Slip

I / We hereby record my/our presence at the 41st Annual General Meeting of the Company held on Friday, 30th September, 2022 at 09:30 A.M. at Flat No. 202, 12-2-417, Sharadanagar, Mehdipatnam, Hyderabad, Telangana 500067, India.

Full Name of the Member / Proxy's (in Block Letters):

*Regd. Folio No: DP ID: Client ID:

No. of shares held:

Signatures of the Member(s) or Proxy/Proxies present:

Note:

1. Member / Proxy must bring the Attendance slip to the Meeting and hand it over, duly signed, at the registration counter.

2. The Copy of the Notice may please be brought to the Meeting Venue.

*Applicable only in case of investors holding shares in Physical form.

BOOK POST

If undelivered, return to

Grandma Trading and Agencies Limited

Regd. Off.: Flat No. 202, 12-2-417, Sharadanagar, Mehdiapatnam, Hyderabad, Telangana 500067,
India