



September 22, 2022

Listing Compliance Department
National Stock Exchange of India Limited.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai 400051
Fax: 022-26598235/36

Listing Compliance Department
BSE Limited.
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

NSE Symbol: VIKASECO

Scrip Code: 530961

Sub: 37TH Annual Report of the Company for the Financial Year 2021-22.

Dear Sir/Ma'am,

Pursuant to Regulation 34 (1) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed herewith copy of 37th Annual Report of the Company for the Financial Year 2021-22.

The above information is also available on the Company's website at www.vikasecotech.com

We request you to kindly take the above information on record and oblige.

Thanking you,

Yours Faithfully,

for Vikas Ecotech Limited

Dinesh Bhardwaj
Executive Director & CEO
DIN: 07719674



VIKAS ecOTECH LTD.

(CIN - L65999DL1984PLC019465)



Annual Report

2021-22

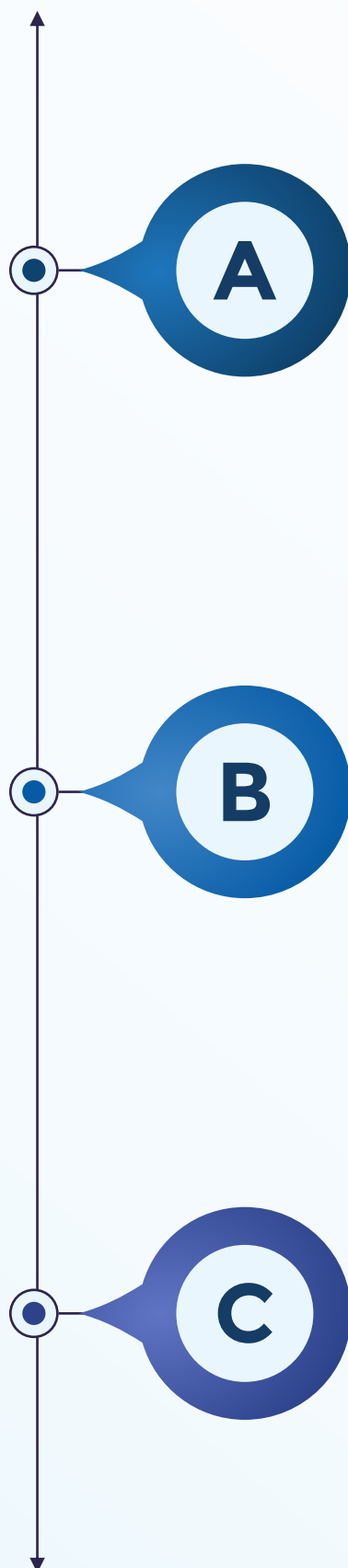
37TH Annual Report

*Innovative Technology
for a Safer World*



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COMPANY OVERVIEW



**INCEPTED IN 1984,
IS AN
ISO 9001:2015
CERTIFIED COMPANY**



**EMERGING PLAYER
IN THE GLOBAL
ARENA OF THE
HIGH END SPECIALTY
CHEMICALS**



**CUSTOMER-CENTRIC
R & D FOR CREATING
ADVANCED NEW
MATERIALS**



**COMMITMENT TO
CORPORATE
& ENVIRONMENTAL
STEWARDSHIP**



**TWO STAR
EXPORT HOUSE
EXPORTING TO
20+ COUNTRIES
ACROSS
4 CONTINENTS**

MISSIONS, VISION & VALUES



MISSION

To be a global leader in specialty chemicals and polymers by providing premier-quality products responsibly whilst leveraging science to create maximum value for all stakeholders



VISION

“To contribute to a safe and sustainable future by creating innovative chemical solutions and driving long-term growth.”



VALUES

We are a diverse team united by a shared set of values. Our values define the beliefs we strive to live up to in our corporate actions and customer relationships.



RESPONSIBILITY

We are committed to safety and environmental stewardship in every sphere of our operations.



INTEGRITY

We inspire trust, transparency and credibility in all our business actions.



INNOVATION

We encourage people to constantly look for novel ways to create value.



CUSTOMER DELIGHT

We go to extraordinary lengths to exceed our customer's expectations.

KEY STRENGTHS & UNIQUE CAPABILITIES

INCREMENTAL INNOVATION

Through continuous investments in R&D, we foster innovation solutions to create safe, eco-friendly alternatives and drive new user patterns.

ONLY MANUFACTURER IN INDIA OF MTM

Vikas Ecotech has pioneered the manufacture of organotin stabilizers with technology from France and USA and is the only manufacturer in India

RICH MANAGERIAL EXPERIENCE

Dynamic & Rich experience in special steel sector

Diverse team with mix of operational & technical expertise along with dedicated & skilled employee base

STATE OF ART MANUFACTURING FACILITIES & ADVANCED R&D

With our state-of-the-art integrated product development, we are able to compete and create an edge in international markets.

QUALITY STANDARD AND ASSURANCE

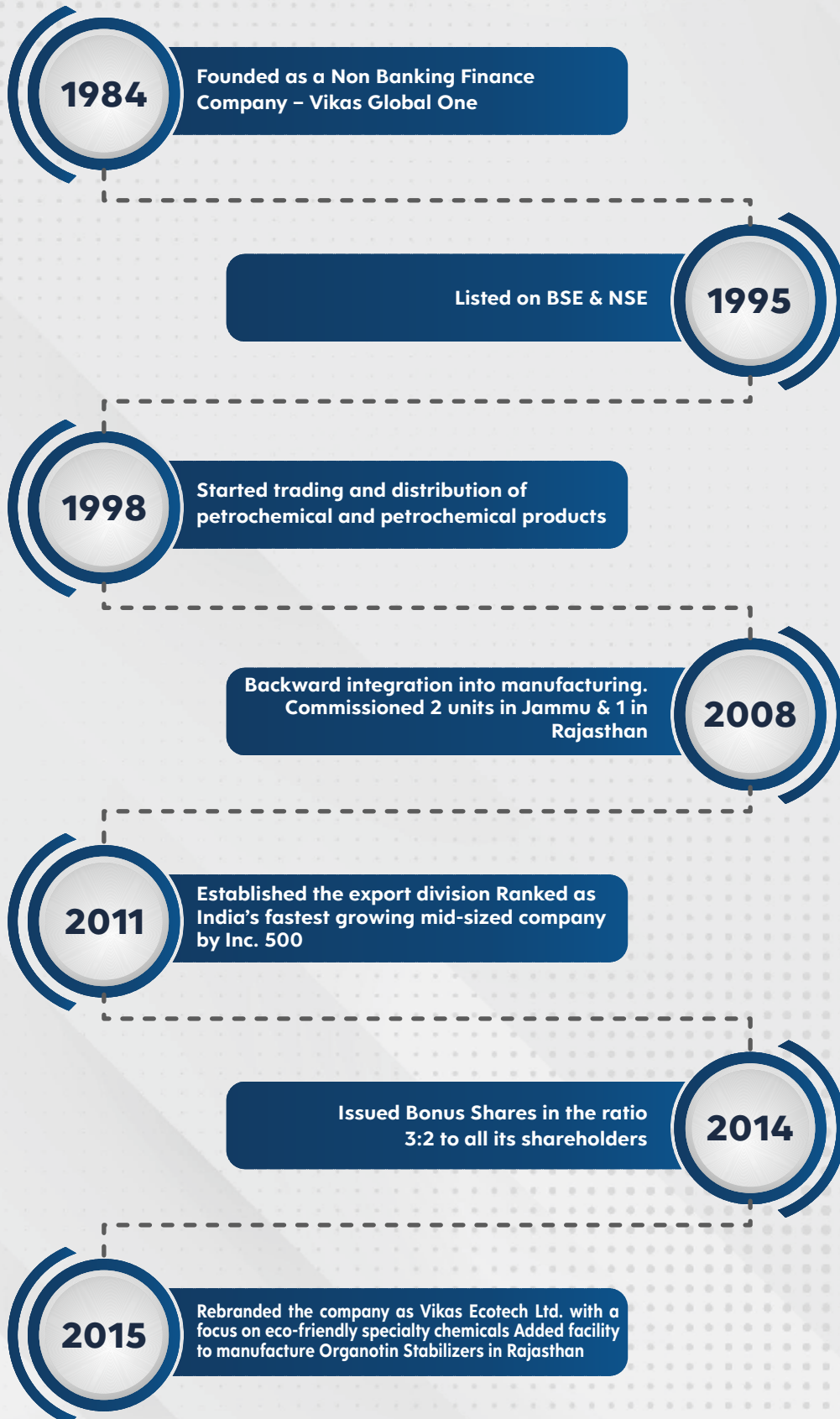
Adherence to quality standards across all stages of manufacturing

Well equipped modern testing facilities to check for physical, mechanical & chemical properties

SERVING A DIVERSE RANGE OF GLOBAL CUSTOMERS

Scientific knowledge rooted in the identification and resolution of key customer challenges makes us a preferred specialty chemicals partner to leading industries across 20 countries.

JOURNEY SO FAR..



BOARD OF DIRECTORS



Dr. Vikas Garg
Managing Director

- 20 years +experience in the field of petrochemical products
- Steered the group's diversification into polymer compounds and specialty chemical additives for rubbers & Plastics.
- Spearheaded company's flair towards R&D and manufacturing expertise of Specialty chemicals.
- Provides strategic direction and guidance to all the activities of the company



Mr. Vivek Garg
Non -Executive Director

- 18 years+ experience in the field of Chemical and Petrochemicals Products.
- He is actively involved in day-to-day working, financial and strategic decision making of the Company.
- He is acting as Director on Boards of many renowned Companies.



Dr. Ravi Kumar Gupta
Independent & Non-Executive Director

- Master Degrees i.e. MFC, MIB, M.Com, PGDCA along with Ph. D in Commerce from the State University of Haryana.
- More than 23 years of experience in the field of Financial Management, Business Policy & Corporate Social Responsibility.
- Worked in Higher Education and is presently associated with Maharaja Agrasen Technical Education Society



Dr. Gyan Prakash Govil
Independent & Non-Executive Director

- Ph.D. and M. Tech (Thermal) degree from IIT Delhi
- Has diverse experience in sphere of Research and presently working as Dean of Maharaja Agrasen University, Baddi and Advisor to MATES, Rohini, Delhi.
- In past he has also worked for Bharat Electronics Limited and Ministry of Defense, Government of India.



Kratika Godika
Independent Director & Non-Executive Director

- B.COM Graduate and Associate member of The Institute of Company Secretaries of India (ICSI).
- More than 4 years of experience in corporate laws.
- Core areas are strengthening the existing risk compliance and governance framework..

KEY MANAGERIAL PERSONNELS



Dr. Dinesh Bhardwaj
Chief Executive Officer & Director

- PhD holder in Chemical Sciences having studied at Council of Scientific & Industrial Research of Government of India, National Physical Laboratory, Delhi
- He possesses specialization in Organic Synthesis of Conducting Polymers & is M.Sc. in Industrial Chemistry



Mr. Amit Dhuria
Chief Finance Officer

- A dynamic Chartered Accountant having 16 years of experience in Finance, Accounting, Taxation and Auditing, a fellow member of the Institute of Chartered Accountants of India.
- As group CFO, he is focused on driving financial performance of the group through rigor and synergy in capital allocation, investment management decisions & portfolio optimization.



Mr. Prashant Sajwani
Company Secretary

- Member of The Institute of Company Secretaries of India (ICSI).
- More than 7 years experience in Corporate Secretarial, legal, Statutory Compliance, Corporate Governance, IPR and allied matters.

END USE OF OUR PRODUCTS & MARKETS CAPTURED

AGRICULTURE



Technology driven solution

Sustainable environment

FOOD PACKAGING



Leading provider of FDA approved additives

Ensures safety in food contact application

AUTOMOTIVE & ALLIED



Provides customs formulations

Caters to after market accessory

FOOTWEAR



Specialty plastic compounder for footwear industry

Used in boots and others

PLASTICS & POLYMERS



Additives & Compounds

Supplier to plastic industry

HEALTHCARE & PHARMA



Supplier for safety critical medical products, devices & packages

INFRASTRUCTURE



Supplies TMT steel bar

MDPE pipes for gas applications

WIRES & CABLES



Imparts halogen-free flame retardants in end products

LATEST DEVELOPMENTS



BIODEGRADABLE PLASTICS

Has signed MoU with Aurapha Private Ltd. (the 'AuraPHA) to invest in environment friendly Bioplastics (PHA) technology & in advance stage of finalising a Technology Tie-Up/ Joint Venture to produce Biodegradable Plastics



INFRA PRODUCT DIVISION

The Company recently ventured into trading and manufacturing of infra product, which not only enhancing company's revenues, product basket, profitability but also mitigating concentration risk.



ENHANCEMENTS IN INTELLECTUAL PROPERTY

Successfully applied for registration of patent title Smart Intelligent Coatings using nano Calcium Carbonate blended in Conjugated polymer matrix for corrosion protection and a process for the preparation thereof



THE GAS PIPES MANUFACTURING PROJECT

The company has been most recently empaneled as an approved vendor with the U.P. State Horticultural Co-Operative Marketing Federation (HOFED) a Uttar Pradesh Government.



EMPANELMENT WITH HOFED

The Civil work was begun in August 2021 for our company's plot number 2 which is completed now. For this plant we are giving orders for Gas pipe manufacturing machinery. We are confident that this plant will get operationalize in this financial year.

NOTICE

Notice is hereby given that the **37th Annual General Meeting** of the Shareholders of **Vikas Ecotech Limited** will be held on **Thursday, September 29, 2022 at 4:30 P.M.** through Video Conferencing/ Other Audio Visual Means (OAVM) facility to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2022 including the audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss with Cash Flow Statement for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors' thereon.
2. To appoint a Director in place of Shri. Vivek Garg (DIN: 00255443), Director, who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

3. APPROVAL OF REMUNERATION OF COST AUDITOR OF THE COMPANY

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 Section 148 and other applicable provisions if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby approves the remuneration of Rs. 1,35,000/- per annum plus taxes & reimbursement of out of pocket expenses payable to M/s. JSN & Co., Cost Accountants (Registration No. 455) who was appointed by the Board as a Cost Auditor of the Company to conduct audit of cost records maintained by the Company for Financial year 2022-2023.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

4. APPOINTMENT OF MR. DINESH BHARDWAJ (DIN: 07719674) AS A DIRECTOR OF COMPANY

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 149, 152 and read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Dinesh Bhardwaj (DIN: 07719674), who was appointed as an Additional Director by the Board of Directors on May 6, 2022 in terms of Section 161 of the Companies Act, 2013, and whose appointment as a Director is recommended by Nomination and Compensation Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT, any of the Directors and/or Company Secretary be and are hereby severally authorized to file necessary returns/forms with the Registrar of Companies and to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

5. APPOINTMENT OF MR. DINESH BHARDWAJ (DIN: 07719674) AS A WHOLE TIME DIRECTOR OF 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 sections 196, 197, 198, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), Articles of Association of the Company, the approval of the members of the company be and is hereby accorded for the appointment of Mr. Dinesh Bhardwaj (DIN: 07719674), as Whole Time Director of the Company for a term of five consecutive years effective from May 6, 2022 ending on May 5, 2022 (both days inclusive) for an

overall maximum remuneration upto Rs. 8,40,000/- per annum subject to such periodical increase including base salary, variable pay, perquisites, various allowances, bonus & other benefits etc., and the aforesaid remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment as minimum remuneration in terms Part II of Schedule V of Companies Act, 2013, with liberty to the Board ("Board") to alter and vary the terms & conditions of the said appointment in such manner as may be agreed between the Board and Mr. Dinesh Bhardwaj and approved by Nomination and Remuneration Committee in terms of applicable provisions of the law.

RESOLVED FURTHER THAT Mr. Dinesh Bhardwaj appointed as Whole Time Director of the Company shall be liable to retire by rotation and being eligible offers himself for reappointment and the reappointment as such shall not be deemed to constitute a break in his office as a Whole Time Director of the Company.

RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to schedule V to the Companies Act, 2013, or as a part of periodic review, on the basis of recommendation of Nomination and Remuneration Committee, the Board of Directors or a Committee thereof be and is hereby authorised to vary or increase the remuneration including salary, perquisites, allowances, etc. and said terms of remuneration of Mr. Dinesh Bhardwaj be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in general meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

6. AMENDMENT IN OBJECT CLAUSE OF THE MEMORANDAM OF ASSOCIATION 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 Section 13, 15 and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include any Committee), consent of the members be and is hereby accorded to amend Clause III (the Object Clause) of the Memorandum of Association of the Company in the following manner:

a) by addition of following object(s) to the existing sub clause 3 of the Clause III(A) (Main Objects) of Memorandum of Association of the Company,

and to carry on business of purchase, sale, subscription, acquisition, investment or dealing in shares, units, negotiable instruments, foreign exchange, debentures, bonds, obligations, mortgages, and securities of any kind, movable and immovable assets and any interest therein and lending and advancing money or give credit to any persons and to advance loans and to make investment in securities, shares, mutual funds, bonds, warrants, debentures, or any other kind of interest or instrument carrying rights.

b) addition of following sub clause 7 after existing sub clauses 6 of the Clause III(A) (Main Objects) of Memorandum of Association of the Company

To carry on new edge technology and data driven businesses, trades and activities, essentials for enhancing quality of life, livelihood, overall environment or otherwise, having economic values and to undertake these businesses either individually or in collaboration with other persons, companies or corporations and to enter into agreements and contracts, strategic alliances, business association, joint-ventures, partnerships or into any arrangement for sharing profits, union of interest, co-operation, reciprocal concession or other alike business propositions, with such person, firm, corporate or other entity carrying on or engaged in or about to carry on or engage in any business or transaction which this company is authorised to carry on or engage in or any business or undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company.

7. APPROVAL TO INCREASE LIMITS TO MAKE LOAN AND INVESTMENT EXCEEDING THE CEILING PRESCRIBED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

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 186 and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to increase the existing limit from 100 crores (Rupees One Hundred Crores) to **Rs. 200 Crore (Rupees Two Hundred Crore only)** over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, to aforesaid increased limits of Rs. 200 Crores.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary returns/ forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.”

8. APPROVAL FOR RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013

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 Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) and the Company’s policy on Related Party Transactions, approval of the Members be and is hereby accorded to the Board of Directors of the Company (‘Board’) to enter into contract(s)/ arrangement(s)/ transaction(s) with a related party(s) within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, for purchase and sale of goods and material for the production of the Company, as the Board may deem fit, **upto a maximum aggregate value of Rs. 100 crore (Rupees Hundred Crore Only)** at arm’s length basis and in the ordinary course of business, for the Financial Year 2022-23.

RESOLVED FURTHER THAT documents, file applications and make representations in respect thereof the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contracts, schemes, agreements and such other and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or to any other Officer(s)/ Authorized Representative(s) of the Company to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects.”

**By order of the Board For
Vikas Ecotech Limited**

**Vikas Garg
Managing Director
DIN: 00255413**

**Place: New Delhi
Date: September 3, 2022**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ITEM NO. 3

The Board of Directors at its Meeting held on 31st August, 2021, upon the recommendation of the Audit Committee, approved the appointment of M/s. JSN & Co., Cost Accountants (Registration No. 455), to conduct the audit of the Cost records of the Company on a remuneration of Rs. 135,000 per annum (Rupees One Lakh Thirty Five Thousand only) plus taxes & reimbursement of out of pocket expenses for the financial year ending 31st March, 2023.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (as amended or re-enacted from time to time) the remuneration as mentioned above, payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, the Members are requested to approve the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2023, as set out in this Notice by means of passing an Ordinary Resolution for the aforesaid services to be rendered by them.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice, except to the extent of their shareholding, if any.

ITEM NO. 4

In accordance with the provisions of Section 161(1) of the Companies Act, 2013 Mr. Dinesh Bhardwaj (DIN: 07719674), was appointed as an Additional Director (Whole-Time Director) on the Board of the Company with effect from May 6, 2022. In terms of Section 161 of the Companies Act, 2013, they are eligible to hold office only up to the conclusion of the ensuing Annual General Meeting.

The Board based on the recommendation of Nomination and Compensation Committee, is of the view that the appointment of Mr. Bhardwaj as a Director of the Company is desirable and would be beneficial to the Company. Mr. Bhardwaj is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Board of Directors recommended the appointment of Mr. Dinesh Bhardwaj (DIN: 07719674), who being eligible offered himself for appointment. Every Director has to be appointed by the Company in General Meeting in terms of the provisions of Section 152 of the Companies Act, 2013. Therefore, the Board proposes to obtain the approval of shareholders by way of passing an Ordinary Resolution.

The Board recommends the resolution set forth in Item No. 4 for the approval of the members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice, except to the extent of their shareholding, if any.

ITEM NO. 5

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of your Company in its meeting held on May 6, 2022, appointed Mr. (Dr.) Dinesh Bhardwaj (DIN: 07719674) as Whole Time Director of the Company, liable to retire by rotation, for a period of five years effective from May 6, 2022 itself, subject to approval of the Shareholders.

The Board, while appointing Mr. Dinesh Bhardwaj as Whole-Time Director of the Company, considered his rich background and experience. Dr. Bhardwaj is a Ph.D. holder in Chemical Sciences having studied at Academy of Scientific & Innovative Research, CSIR National Physical Laboratory, DST Government of India. He possesses specialization in Organic Synthesis of Conducting Polymers & did M.Sc. in Industrial Chemistry. He has also been awarded by prestigious award "Bhaskara Advanced Solar Energy" (BASE) award sponsored by Indo US Science and Technology Forum (IUSSTF) to do research in USA. His core research areas have been plastic materials & conducting polymers for flexible electronic like organic and Perovskite solar cell applications.

The brief profile and specific areas of expertise of Mr. Dinesh Bhardwaj are provided as **Annexure A** to this Notice.

The main terms and conditions relating to the appointment and remuneration of Mr. Dinesh Bhardwaj as Whole-Time Director of the Company are as follows:

(1) Term of Appointment:

For a period of 5 years i.e. from May 6, 2022 to May 5, 2022.

(2) Nature of Duties:

The Whole-Time Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him

and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

(3) A. Remuneration

Current basic salary of Rs. 8,40,000/- per annum including base salary, variable pay, perquisites, various allowances, bonus & other benefits etc., to be increased by inflationary standard annually based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.

B. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained where in any financial year during the tenure of Mr. Dinesh Bhardwaj, the Company has no profits or its profits are inadequate, the Company will pay him aforesaid remuneration as minimum remuneration in terms Part II of Schedule V of Companies Act, 2013 by way of salary, benefits and perquisites and allowances, bonus etc. as approved by the Board.

(4) Other Terms of Appointment:

- a. The Whole-Time Director, so long as he functions as such, undertakes not to become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.
- b. The terms and conditions of the appointment of the Whole-Time Director and/or this Agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the Whole-Time Director, subject to such approvals as may be required.
- c. All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Whole-Time Director unless specifically provided otherwise.
- d. The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/ Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.
Further, the employment of the Whole-Time Director may be terminated by the Company without notice or payment in lieu of notice, if he is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by him of any of the stipulations, instructions of the Board or in the event the Board expresses its loss of confidence in the Whole-Time Director.
- e. The terms and conditions of appointment of Whole-Time Director also include clauses pertaining to adherence to the Company's Code of Conduct, protection and use of intellectual property, noncompetition, non-solicitation post termination of agreement and maintenance of confidentiality etc.

In compliance with the provisions of Section 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act as amended, and based on the recommendation of the Board and the Nomination and Remuneration Committee, approval of the Members is sought for the appointment and remuneration of Mr. Dinesh Bhardwaj as Whole Time Director as set out above. The Board recommends the Resolution set forth in Item No. 5 for the approval of Members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives except Mr. Dinesh Bhardwaj, to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice, except to the extent of their shareholding, if any.

ITEM NO. 6

Your company is engaged in the activities pertaining to Information Technology based Engineering Services and other related services.

Considering the company's long-term business plan to expand its business further into different segments including Infrastructure Products like Steel Pipe Fittings, MDPE Pipes for Gas applications to its business lines with a special focus on new age businesses, opportunities and possibilities, and to utilize the resources in more optimum ways, the management of your company has decided to amend the Main Objects which will enable your Company to

make investments, venture into new products, processes, segments, businesses which are under the existing circumstances conveniently and advantageously could be combined with the present activities of the Company.

The Board of Directors thinks that it is in the best interest of the Company and its Shareholders that the activities of the Company be diversified, therefore, to facilitate enlarging the Company's scope of operations, the Board of Directors of your Company has approved and recommended amendment to the object clause of the MOA by addition of following object(s) to the existing sub clause 3 and by addition of sub clause 7, as detailed in the resolution stated at item No. 6 of this notice, after existing sub clause 6 of the of the Clause III(A) (Main Objects) of Memorandum of Association of the Company.

The proposed alteration/amendment to MOA requires the approval of the Shareholders by means of Special Resolution(s) pursuant to the provisions of the Companies Act, 2013 and relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and accordingly, Board recommends the resolution set out at Item No. 6 of this notice for the approval of the members by means of passing Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice, except to the extent of their shareholding, if any.

ITEM NO. 7

Pursuant to the provisions of Section 186(2) of the Companies Act, 2013 ('Act'), the Company shall not directly or indirectly: -

- (a) give any loan to any person or other body corporate;
- (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and
- (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate,

exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher.

Pursuant to the provisions of Section 186 (3) of the 'Act', where the giving of any loan or guarantee or providing any security or the acquisition of securities exceeds the limits specified in Section 186 (2) of the 'Act', prior approval by means of a Special Resolution passed at a General Meeting is necessary. In terms of Rule No.11 (1) of the Companies (Meeting of Board and its Powers) Rules ('Rules'), where a loan or guarantee is given or security has been provided by a company to its wholly-owned subsidiary or a joint venture, or acquisition is made by a holding company, by way of subscription of securities of its wholly-owned subsidiary, the requirement of Section 186 (3) of the 'Act' shall not apply, however it will be included for the purpose of overall limit. In line with the long term objectives of the Company and for expanding its business further, the Company may be required to give loans or guarantees or make investments in excess of the limits specified in Section 186 (2) of the 'Act'.

And accordingly, it is proposed to seek prior approval of Members vide an enabling Resolution to increase the existing limit from 100 crores (Rupees One Hundred Crores) to Rs. 200 Crore (Rupees Two Hundred Crore only) over and above the limit of 60% of the paid-up share capital, free reserves, and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more as specified in Section 186 (2) of the 'Act' at any point of time.

The resolution is accordingly recommended for approval of the Members by way of a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice, except to the extent of their shareholding, if any.

ITEM NO. 8

To ensure continuous business operation without any interruption, approval of the shareholders is being sought, to enter into related party transaction(s) with related party(s) as defined under within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, to purchase and sale of goods and material for an amount of Rs. 100 crore during Financial Year 2022-23.

Background and Details of the Transaction:

Cost effective and assured supply of goods/services, of desired quality, is a key requirement for the Company. The Company intends to procure material from related party(s) to have consistent control over quality of the supplies. This transaction will not only help the Company to ensure wholesale and retail trading of business operations

smoothly but also ensure consistent flow of desired quality and quantity of goods available for uninterrupted operations and business activities.

Approval being sought for Financial Year 2022-23 as per the requirements of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), all material related party transactions shall require the approval of Members through a Resolution. Further, the explanation to Regulation 23(1) of the SEBI Listing Regulations states that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The estimated value of transaction with related party(s) for Financial Year 2022-23 will be Rs. 100 crore, which would breach the materiality threshold of 10% of the annual turnover of the Company as per last audited financial statements of FY 2021-22. Hence, to ensure uninterrupted operations of the Company, it is proposed to secure shareholders' approval for the related party contracts/ arrangements to be entered into with related party(s) during Financial Year 2022-23, as mentioned in item No. 8 of the Notice. For necessary information as required under Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, members are requested to please refer AOC-2 and Audited Annual Accounts of the Company for the financial year ended March 31, 2022.

Detail(s) about Arm's Length Pricing/ Ordinary Course of Business

The related party contract/transaction mentioned in this proposal meets the arm's length testing criteria and also qualifies as contract under ordinary course of business.

The said transactions have been recommended by the Audit Committee and Board of Directors of the Company for consideration and approval by the Members. None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are in anyway, except as mentioned above, is concerned or interested either directly or indirectly, in the Resolution mentioned at Item No. 8 of the Notice.

The Board recommends the Ordinary Resolution set forth at Item No. 8 of the Notice for approval of the Members. None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice, except to the extent of their shareholding, if any.

**By order of the Board For
Vikas Ecotech Limited**

**Place: New Delhi
Date: September 3, 2022**

**Vikas Garg
Managing Director
DIN: 00255413**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.vikasecotech.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

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

The remote e-voting period begins on Monday, September 26, 2022 at 09:00 A.M. and ends on Wednesday, September 28, 2022 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 22, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 22, 2022.

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





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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e- Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	<ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e- Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e- Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e- Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="603 1093 1362 1554" style="border: 1px solid black; padding: 10px; text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the 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 i.e. NSDL where the e- Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e- Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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

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

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e- Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system. How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

General Guidelines for shareholders

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

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

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

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

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

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

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

Information of Director seeking appointment/re-appointment under item no. 2, 4 & 5 of the Notice convening 37th Annual General Meeting of the Company in terms of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standard on General Meetings.

Name of Director	No. of Shares held	Qualification (Relationship with other Directors)	Nature of Expertise	Name of other Companies in which he/ she holds Directorship
Vivek Garg	21,550	Graduate (Brother of Shri. Vikas Garg, Director)	Rich experience of more than 20 years and has partnered with the company in building a people focused and customer centric organization. He is an accomplished leader with in-depth business knowledge.	Vikas Ecotech Limited Vikas Lifecare Limited Emanate Pipe Private Limited A.G. Agrotech & Power Private Limited Vikas Surya Buildwell Private Limited Maharaja Agarsen Academy Private Limited
Dinesh Bhardwaj	NIL	Ph.D. in Chemical Sciences (Not related to any existing Director)	Ph.D. holder in Chemical Sciences having studied at Academy of Scientific & Innovative Research, CSIR National Physical Laboratory, DST Government of India. He possesses specialization in Organic Synthesis of Conducting Polymers & did M.Sc. in Industrial Chemistry.	NIL

BOARD'S REPORT

Dear Members,

The Board of Directors hereby submits the report of the business and operations of your Company, along with the audited financial statements, for the financial year ended March 31, 2022.

FINANCIAL PERFORMANCE

The financial performance of the Company for the year 2021-22 is summarized below:

(Rupees in Lacs)

Particulars	2021-22	2020-21
Net Sales /Income from Business Operations	25,042.40	11617.77
Other Income	173.31	455.75
Total Income	25,215.71	12073.52
Cost of material consumed	10,752.99	10492.12
Purchase of traded goods	10,924.07	-
Inventories of finished goods, WIP, traded goods	52.34	-
Employee Benefit Expense	234.09	240.15
Financial Costs	1908.61	1816.23
Other Expenses	773.81	436.06
Depreciation	360.34	396.31
Profit before Exceptional items	209.46	(1307.35)
Less: Exceptional items	-	-
Net Profit/Loss Before Tax	209.46	(1307.33)
Less: Current Tax	(3.70)	-
Less: Previous year adjustment of Income Tax	62.35	98.00
Less: Deferred Tax	11.57	29.63
Profit/Loss for the Period	139.24	(1435.00)
Basic and Diluted Earnings Per Share	0.02	(0.51)

During the year under review, the Company achieved a turnover of Rs. 25,042.40 Lacs as against Rs. 11617.77 Lacs for previous year whereas, the profit of the Company for the period under review were Rs. 139.24 Lacs as compared to loss of the company Rs. 1435.00 Lacs in the previous year. However your management is optimistic to achieve more profits in near future and register good volumes with profitability.

The financial statements for the year ended March 31, 2022, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs.

COMPANY OVERVIEW

Vikas Ecotech Limited established in the year 1984, primarily engaged in the business of manufacturing of Specialty Chemicals focused on Specialty Chemical Additives and Specialty Polymer Compounds. Our Company is also ISO 9001:2015 certified company. Over the years, we have established ourselves as a successful manufacturer of Specialty Chemicals Additives and Specialty Polymer Compound. Our products cater various industries such as agriculture and infrastructure, packaging, organic and inorganic chemicals, electrical, FMCG, footwear, pharmaceuticals, automotive, medical devices and components and other consumer goods.

CAPITAL STRUCTURE

Share Capital

The Authorized Share Capital of the Company as on March 31, 2022 was Rs. 150, 00, 00,000 divided into 150,00,00,000 Equity Shares of Re.1 each.

During the year under review, the authorized share capital was increased from Rs. 75,00,00,000/- to Rs. 100,00,00,000/- by the members in their 36th Annual General Meeting held on September 27, 2021 and thereafter increased from Rs. 100,00,00,000/- to Rs. 150,00,00,000/- on February 26, 2022 pursuant to members approval through Postal Ballot.

Paid-up Share Capital

As on March 31, 2022, the Issued and Paid-up Share Capital of the Company stood at Rs. 93,93,36,847/- divided into 93,93,36,847 fully paid up equity shares of face value of Re. 1/- per share.

During the year under review, pursuant to members' approval, stock exchanges and other statutory approvals, the Company has issued certain equity shares on Right basis to its existing shareholders as detailed herein below:

Particulars	I	II
	Issue of Securities on Right basis to raise funds up to Rs. 50 Cr	Another Issue of Securities on Right basis to raise funds up to Rs. 50 Cr
	Fully Paid Up Equity Shares	Partly Paid up Equity Shares (On Application)
Date of Board Approval	February 9, 2021	August 31, 2021
Date of members approval	March 15, 2021	September 27, 2021
Issue Size	Rs. 49,12,23,928	Rs. 49,44,14,786/-
No. of Shares to be issued	36,38,69,577	30,90,09,241
Rights Entitlement Ratio	13:10	12:25
Issue Price	Rs. 1.35/- per share (Including premium of Rs. 0.35 per share)	Rs. 0.80/-per share (Including premium of Rs. 0.30 per share)
Record Date	June 10, 2021	November 25, 2021
Issue Period	June 15, 2021 to June 29, 2021	From December 7, 2021 to December 21, 2021
Date of Allotment	July 7, 2021	December 29, 2021
No. of Fully Paid-up Shares issued	36,38,69,577	-
No. of Partly Paid-up Shares issued	-	30,90,09,241
Outstanding fully paid-up Equity Shares prior to the Rights Issue	27,98,99,675 Equity shares of Re. 1/- each	64,37,69,252 Equity shares of Re. 1/- each
Outstanding fully paid-up Equity Shares post Right Issue	64,37,69,252 Equity shares of Re. 1/- each	95,27,78,493 Equity shares of Re. 1/- each.
Outstanding partly paid-up Equity Shares prior to the Rights Issue	-	-
Outstanding partly paid-up Equity Shares post Right Issue (First and Final call due)	-	30,90,09,241 partly paid-up Equity shares of Rs. 0.80/-per share (Including premium of Rs. 0.30 per share)

In respect of the 30,90,09,241 partly paid-up Equity shares issued on December 29, 2021 the Company made first and final Call, followed by First Reminder, details of the same along with consequent conversion of partly paid shares to fully paid up shares and their outstanding balance are as per the following table:

Particulars	First and Final Call	First Reminder- First and Final Call
Call Record Date	February 4, 2022	Not Applicable
Notice Date	February 7, 2022	April 4, 2022
Period for making payment	From February 10, 2022 to February 24, 2022	From April 11, 2022 to April 25, 2022
Call Money Received	Rs. 23,64,54,076/-	Rs. 59,93,894.40/-
No. of Shares converted into fully paid-up Equity Shares pursuant to receipt of call money	29,55,67,595	74,92,368
Date of Conversion (Allotment of fully paid-up shares)	March 7, 2022	May 7, 2022
Outstanding partly paid-up Equity Shares before Call/Reminder Notice	30,90,09,241 partly paid-up Equity shares	1,34,41,646 partly paid-up Equity shares
Outstanding partly paid-up Equity Shares after Call/Reminder Notice	1,34,41,646 partly paid-up Equity shares	59,49,278 partly paid-up Equity shares

CHANGE IN NAME OF THE COMPANY

During the period under review, there was no change in the name of the Company.

LISTING OF SECURITIES

The Equity Shares of your Company are listed and traded at BSE and National Stock Exchange of India Limited.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') Management Discussion and Analysis report ("MD&A Report") providing a detailed overview of your Company's performance, industry trends, business and risks involved is provided separately and is forming part of the Annual Report.

SUBSIDIARY COMPANIES, JOINT VENTURE AND CONSOLIDATED FINANCIAL STATEMENTS

During the year, under review your Company does not have a subsidiary, joint venture or associates, hence reporting requirements are not applicable.

DIVIDEND

To conserve the resources for the expansion of business in the long run, your Company has not recommended any dividend for the Financial Year 2021-22 and has decided to retain the profits.

CORPORATE GOVERNANCE AND ETHICS

The Company believes in adhering to the best corporate governance practices and its philosophy emphasizes on fair and transparent governance and disclosure practices which helps your Company to follow the path of its vision and mission. It strongly believes in developing best corporate governance policies and procedures based on principles of fair and transparent disclosures, equity, accountability and responsibility.

A detailed report on Corporate Governance, in terms of Regulation 34 of the Listing Regulations is forming part of the Annual Report. A certificate confirming compliance with requirements of Corporate Governance as enumerated under the extant provisions of Listing Regulations issued by Mr. Pankaj Kumar Gupta, Proprietor of Kumar G & Co., Company Secretaries is also annexed to the said report.

CORPORATE SOCIAL RESPONSIBILITY AND SUSTAINABILITY

In line with the provisions of the Companies Act, 2013, the Company has framed its Corporate Social Responsibility (CSR) policy for development of programme and projects for the benefit of weaker sections of the society and to promote the education within the local limits and the same has been approved by Corporate Social Responsibility Committee (CSR Committee) and the Board of Directors of the Company. The Corporate Social Responsibility (CSR) policy of the Company provides a road map for its CSR activities.

The said CSR policy of the Company is also available on the Website of the Company at www.vikasecotech.com

The Company has duly constituted a Committee under the nomenclature of Corporate Social Responsibility Committee consisting of majority of non-executive independent Directors responsible for monitoring and reviewing the policy from time to time and to ensure the proper compliance.

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

Board of Directors

The Board of Directors provides strategic direction and supervision to an organization. Your Company's Board consists of learned professionals and experienced individuals from different fields.

Presently, the Board comprised of Two Executive Directors and Four Non-Executive Directors, three out of the four Non-Executive Directors were Independent Directors including one woman Director. During the period under review there was no change in the composition of Board of Directors except Ms. Kratika Godika (DIN: 08825445) was appointed as Additional Director (Independent, Non- Executive) w.e.f. June 4, 2021 and the Board of Directors of your Company has appointed as Director (Independent, Non- Executive) in 36th Annual General Meeting of the Company.

Post the period under review, Mr. Suresh Kumar Dhingra resigned from the office of Executive Director of the company with effect from April 25, 2022.

The information of Directors, seeking appointment/re-appointment, pursuant to Regulation 36(3) of the Listing Regulations and Companies Act, 2013 is provided in the notice of the 37th Annual General Meeting of the Company.

The Board is grateful for their support and places on record its appreciation for the responsibilities shouldered by them in their respective roles.

Key Managerial Personnel

The Board of your Company consisted of the following Key Managerial Personnel (KMP'S) as on the year ended March 31, 2022:

- | | |
|---------------------------------|------------------------|
| i. Chief Financial Officer | : Mr. Amit Dhuria |
| ii. CEO and Whole-Time Director | : Mr. Dinesh Bhardwaj |
| iii. Company Secretary | : Mr. Prashant Sajwani |

DECLARATION OF INDEPENDENCE

The Independent Directors have confirmed that they meet the criteria of Independence as stipulated under Section 149(6) of the Companies Act, 2013 read with the Regulation 16(1)(c) of the Listing Regulations and they are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their

ability to discharge their duties with an objective independent judgment and without any external influence as an Independent Director of the Company.

The Board conforms to the declaration of the Independent Directors and there being no doubts as to veracity of the same, places the same on record.

BOARD COMMITTEES

In compliance with the requirements of Companies Act, 2013 and Listing Regulations your Board had constituted various Board Committees including Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. Details of the constitution of these Committees, which are in accordance with regulatory requirements, have been uploaded on the website of the Company viz. www.vikasecotech.com.

Details of scope, constitution, terms of reference, numbers of meetings held during the year under review along with attendance of Committee Member are provided under Corporate Governance Report forming part of the Annual Report.

BOARD EVALUATION

In line with the statutory requirements enshrined under the Companies Act, 2013 and the Listing Regulations, the Board carried out a performance evaluation of itself, its Committees, the Chairman and each of the other Directors. The performance evaluation was carried out on the basis of framework approved by the Nomination and Remuneration Committee. The Committee had unanimously consented for an 'in-house' review built on suggestive parameters. Based on the suggestive parameters approved by the Nomination and Remuneration Committee, the following evaluations were carried out:

- Review of performance of the non-independent Directors and Board as a whole by Independent Directors.
- Review of the performance of the Chairperson by the Independent Directors.
- Review of Board as a whole by all the Members of the Board.
- Review of all Board Committees by all the Members of the Board.
- Review of Individual Directors by rest of the Board Members except the Director being evaluated.

AUDIT AND AUDITORS

Statutory Audit

M/s. KSMC & Associates, Chartered Accountants (FRN: 003565N), were re-appointed as Statutory Auditors of the Company at the 36th Annual General Meeting held on September 27, 2021 for a period of 5 years and they will remain in office until the conclusion of 41st AGM to be held in the financial year 2026-27.

Further, there are no qualifications, reservations or adverse remarks in the Report issued by M/s KSMC & Associates, Statutory Auditors, for the financial year ended March 31, 2022. The Statutory Auditors have also not reported any incident of fraud to the Audit Committee during the year under review. Remarks made in the Auditors' Report are self-explanatory and do not call for any further comments from your Directors.

Secretarial Audit and Secretarial Compliance Report

M/s. Kumar G & Co., Company Secretaries were appointed as the Secretarial Auditors of your Company to carry out the Secretarial Audit for the financial year under review. The Secretarial Audit Report issued by the Secretarial Auditors in Form No. MR-3 is annexed with this Report.

In terms of extant provisions of Listing Regulations read with SEBI circulars issued on the subject, a Secretarial Compliance Report was also obtained by the Company from the Secretarial Auditors and the same was also intimated to the StockExchange.

There are no qualifications or reservations in the Secretarial Audit Report or in the Annual Secretarial Compliance Report. Further, few comments are self explanatory and does not need any comments from the management.

Cost Audit

As per the extant provisions of Section 148 of the Companies Act, 2013, the cost records for the products requiring cost audit has been maintained by the Company in a timely and proper manner, the same was also made available to the Cost Auditors of the Company for their audit. M/s. JSN & Co., Cost Accountants, was engaged to carry out Audit of CostRecords of the Company during Financial Year 2021-22.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

Post the period under review, the Right Issue Committee ("Committee"), duly authorized by the Board of Directors of the Company approved sending of a 1st Reminder Notice for payment of First and Final Call amount of Rs. 0.80/- per

partly-up equity share to the holders of such partly paid-up equity shares on which the First and Final Call remains unpaid and transition of 74,92,368 Partly Paid-up Equity Shares in to fully paid-up equity shares.

VIGIL MECHANISM

The Board of Directors of the Company has established a Policy on Vigil Mechanism for the Directors/KMP and Employees of the Company to report their genuine concerns or grievances relating to actual or suspected fraud, unethical behavior, violation of the Company's Code of Conduct or Ethics Policy, and any other event which would adversely affect the interests of the business of the Company. Direct access is provided to the whistle blowers to reach Chairman of the Audit Committee on reporting issues concerning the interests of co-employees and the Company. The Company has also provided adequate safeguards against victimization of employees and directors who express their concerns. The copy of Company's vigil mechanism is available at the website of the Company www.vikasecotech.com.

REPORTING UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

Your Company believes in principles of gender equality and endeavors to provide a healthy and respectable work environment. It has developed a framework for employees to report sexual harassment cases at workplace and its process ensures complete anonymity and confidentiality of information. During the year under review, no complaints of any event/ occurrence of an act of sexual harassment were reported/noticed by the management.

RELATED PARTY TRANSACTIONS

Your Company follows the practice of undertaking related party transactions only in the ordinary and normal course of business and at arm's length basis as part of its philosophy of adhering to highest ethical standards, transparency and accountability. In line with the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has approved a policy on related party transactions. The same is available on the Company's website www.vikasecotech.com.

Omnibus approval of the Audit Committee and the Board is obtained for the transactions which are of a foreseeable and repetitive nature, in all other cases prior approval of Audit Committee is taken for entering into a related party transaction. All Related Party Transactions are placed on a quarterly basis before the Audit Committee and before the Board for their review.

Further, pursuant to the provisions of Section 188 read with the relevant rules the Company has also considered to take the prior and blanket approval for the routine transactions with its related parties for entering into any transaction(s) creeping the limit specified in the aforesaid section.

During the year, no material contracts or arrangements with related parties not in Ordinary course of business or on arm's length basis were entered. Further, details of related party transactions are provided under notes to financial statements and Form AOC-2 is annexed with the Board Report.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Audit Committee and Board periodically reviews adequacy of Company's checks and controls for risk management. The Board has developed a Risk Management Policy which identifies elements of business & other risks involved and constantly work towards curbing the same. Adequacy of internal financial controls with reference to the Financial Statements is also assessed and reviewed periodically. Your Board is of the view that the existing internal control framework is adequate and commensurate to the size and nature of the business of the Company.

In addition, testing of adequacy of internal controls was also carried out independently by the Statutory Auditors of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3) (c) of the Companies Act, 2013, the Directors to the best of their knowledge hereby state and confirm that:

- a) the Financial Statements of the Company - comprising of the Balance Sheet as at 31st March, 2022 and the Statement of Profit & Loss for the year ended on that date, have been prepared on a going concern basis;
- b) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- c) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- d) 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;

- e) the internal financial controls to be followed by the company were laid down and such internal financial controls were adequate and were operating effectively; and
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

OTHER DISCLOSURES

a) **Details of Significant and Material Orders passed by the regulators/Courts/Tribunals impacting the Going Concern Status and the Company's Operations in Future**

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

b) **Particulars Regarding Conservation of Energy and Research and Development and Technology Absorption**

Details of steps taken by your Company to conserve energy through its "Sustainability" initiatives, Research and Development and Technology Absorption have been disclosed as part of the Annual Report.

c) **Secretarial Standards**

During the year under review the Company has complied with all applicable Secretarial Standards issued by Institute of Company Secretaries of India.

d) **Deposits**

The Company has neither accepted any deposits during the year under review nor has any outstanding deposits from any of earlier years for repayment.

e) **Remuneration of Directors, Key Managerial Personnel and Particulars of Employees**

Disclosures pertaining to the remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 are forming part of the Annual Report.

f) **Remuneration Policy**

The Company has a remuneration policy which provides for basis for fixation of remuneration of Directors, Key Managerial Personnel and Senior Management Officials of the Company. The remuneration policy of the Company is largely based on factors like hierarchy, industry practices and performance of respective individuals. The policy is available on the website of the Company at www.vikasecotech.com

g) **Particulars of Loans, Guarantees or Investments**

In terms of Section 186 of the Companies Act, 2013, particulars of inter-corporate loans, guarantees and investments are provided in the notes to Financial Statements.

h) **Details of Application made or proceeding pending under Insolvency and Bankruptcy Code, 2016**

During the year under review, there was no application made or proceedings pending in the name of the company under the Insolvency Bankruptcy Code, 2016.

i) **Details of difference between valuation amount on one time settlement and Valuation while availing loan from Banks and Financial Institutions**

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial institutions.

GRATITUDE TOWARDS STAKEHOLDERS

The Board expresses its gratitude to all the customers, shareholders, suppliers, bankers, business partners/ associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company and its sincere appreciation to all the employees for their hard work and commitment, their dedication and competence has ensured that the Company continues to be a significant and leading player in the industry while serving and keeping the interest of its stakeholders and the society at large.

**For and on behalf of Board
Vikas EcoTech Limited**

**Place: New Delhi
Date: 03rd September 2022**

**Gyan Prakash Govil
(Chairman)
DIN: 08477296**

**Vikas Garg
(Managing Director)
DIN: 00255413**

CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION

Energy Conservation measures taken, Steps taken for utilizing alternate source of energy, Capital investment on energy conservation equipment:

The Company had commissioned 300 KW of solar panels at Rajasthan and had installed a centralized power house on a single High Tension line in place of separate connections for individual unit at its manufacturing facility in Rajasthan. Both these measures had improve efficiency and cost savings for the company.

The company commissioned three dry cutting machines. This will help in generation of cost savings and water conservation for the company and the society.

These are specifically designed panels ensuring optimum use of the electricity being consumed at our factories.

The power factor calculations on our electricity consumption calculations show that VEL is nearing perfect results in getting the best output from the electrical energy consumed in the plants.

The Company closely monitors the throughput of all the machines to ensure that every part of the electrical energy consumed is justified with nearly nil wastage of energy.

Proper production planning also contributes positively to avoid wastage of electrical energy & optimum outputs.

Water conservation, Water extraction, storage, desalinization (softening hard water, filtration for further use in process) also involves considerable consumptions of electrical energy.

The Company plants have the rainwater harvesting systems in place which not only help conserve water but also the electrical energy involved in extraction of the volume of water thus collected.

The Company shall continue its endeavors to improve energy conservation and utilization

TECHNOLOGY ABSORPTION

1) **Efforts made in technology absorption & Benefits derived:**

Major initiatives are being taken to upgrade the various processes by making use of latest and better techniques. Efforts are being made to make best use of available infrastructure and at the same time importing new technology to bring out efficiency and economy. As a step towards it, the Company has procured highly sophisticated machinery at Shahjahanpur, Rajasthan, for commencing production of an additional range of Polymer Additives.

Research & Development (R & D)

- a) **Specific Areas in which R & D carried out by the Company:** During the year, the Company has inclined its efforts in the development of its production efficiency by improving its methods and technology.
- b) **Benefits derived as a result of above R&D:** Increased in market share.
- c) **Future Plan of Action/Expansions Plans:** As the relevant industry is gearing upto cater to the growing demand, Vikas Eco Tech Limited, is all set to expand their business in a big way in the coming years. The company is also progressive in installation of additional line to increase the production of Polymer and Polyester Compound at its existing plant located at Shahjahanpur, Alwar, Rajasthan.

With a host of expansion plans, the Company is confident of achieving new heights in the coming years.

2) **Imported Technology (imported during last 3 years reckoned from beginning of the financial year)**

None

3) **Expenditure incurred on Research and Development (R&D)**

The Company has incurred Rs. 46.25 Lakhs expenditure (including capital and revenue expenses) towards Research and Development.

FOREIGN EXCHANGE, EARNINGS AND OUTGO

During the Financial Year 2021-22, the Company had foreign outgo of Rs. 7.30 Crores.

FORM NO. AOC -2

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

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

Details of contracts or arrangements or transactions not at Arm's length basis: **NIL**

Details of contracts or arrangements or transactions at Arm's length basis:

S. No.	Name (s) of the related party	Nature of relationship	Nature of contracts/ arrangement/ transaction	Duration of the contracts/ arrangement/ transaction	Terms of the contracts or arrangements or Transaction including the value, if any	Date of approval by the board	Amount paid as advance, if any
1.	Vikas Lifecare Limited	Company with Common Directors	Purchases	N.A.	9,03,43,957.00	N.A.	N.A.
			Sales	N.A.	13,56,14,653.12	N.A.	N.A.
2.	Mrs. Seema Garg	Relative of Director	Rent Paid	N.A.	5,01,264.00	N.A.	N.A.
3.	Mr. Vikas Garg	Managing Director	Remuneration	N.A.	12,00,000.00	N.A.	N.A.
4.	Mr. Suresh Kumar Dhingra	Executive Director	Remuneration	N.A.	5,55,000.00	N.A.	N.A.
5.	Mr. Dinesh Bhardwaj	Key Managerial Personnel	Remuneration	N.A.	7,05,000.00	N.A.	N.A.
6.	Mr. Amit Dhuria	Key Managerial Personnel	Remuneration	N.A.	18,34,992.00	N.A.	N.A.
7.	Mr. Prashant Sajwani	Key Managerial Personnel	Remuneration	N.A.	6,37,500.00	N.A.	N.A.

Mr. Vikas Garg & Mr. Vivek Garg are ceased to be directors in M/s. Vikas Lifecare Ltd. w.e.f. 15.02.2022, so related party transactions has been considered upto 15.02.2022.

For and on behalf of Board
Vikas EcoTech Limited

Place: New Delhi
Date: 03rd September 2022

Vikas Garg
(Managing Director)
DIN: 00255413

Gyan Prakash Govil
(Chairman)
DIN: 08477296

DISCLOSURE OF MANAGERIAL REMUNERATION U/S 197 OF COMPANIES ACT, 2013

Details pertaining to remuneration as required under section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and remuneration of Managerial personnel) Rules, 2014

- 1 The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year, the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:-

Name	Designation	Ratio of Remuneration of each Director and KMP to the median remuneration of employees	Percentage Increase in Remuneration*
Vikas Garg	Managing Director	5.65:1	N.A
Suresh Kumar Dhingra	Executive Director	2.54:1	12.50%
Amit Dhuria	Chief Financial Officer	8.85:1	10.58%
Dinesh Bhardwaj	Chief Executive Officer	3.39:1	9.09%
Prashant Sajwani	Company Secretary	3.11:1	10.00%

No other directors were paid remuneration during the Financial Year 2021-22

- 2 **The percentage increase in the median remuneration of employees in the financial year.**
There was increase in the remuneration of employees during the year 2021-22 as specified above.
- 3 **The number of permanent employees on the rolls of the Company.**
The number of permanent employees on the rolls of the Company as on March 31, 2022 is 78 across all the locations.
- 4 **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.**

There is no reportable/exception increase in average percentile increase in Managerial Personnel as compare with average percentile increase in salary of employees other than managerial personnel, during the year 2021-22.

It is hereby affirmed that the remuneration paid during the year is as per the Nomination and Remuneration Policy of the Company.

**For and on behalf of Board
Vikas EcoTech Limited**

Place: New Delhi
Date: 03rd September 2022

**Gyan Prakash Govil
(Chairman)
DIN: 08477296**

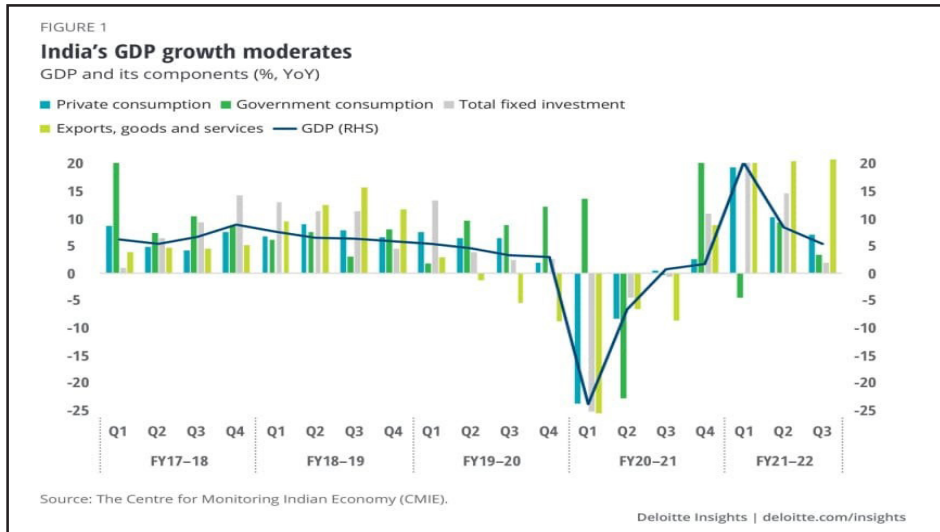
**Vikas Garg
(Managing Director)
DIN: 00255413**

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Your Board of Directors is pleased to share the present Management Discussion and Analysis Report based on the business of the company i.e. Polymer Compounds, Specialty Additives and Infra Products business along with the Financial Statements for the financial year ended March 31, 2022.

Global Economic Overview

Global growth was projected to slow from an estimated 6.1 per cent in 2021 to 3.6 per cent in 2022 and 2023 due to the economic damage caused by the war in Ukraine. The International Monetary Fund (IMF) had cut India's gross domestic product (GDP) growth projection for 2022 to 8.2 per cent from 9 per cent in its World Economic Outlook report in April. The growth projection for 2023 is 6.9 per cent.



Right when the global economy seemed to be at the point of perceiving green shoots of recovery after leaving the worst of the COVID-19 pandemic behind, the Russia-Ukraine crisis escalated. Subsequently, prices of crude oil and gas, food grains such as wheat and corn, and several other commodities have shot up.

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

Consumer price inflation broken the upper band of the Reserve Bank of India's (RBI's) comfort zone (of 4%+2%) and grew by 6% in January 2022 as against 5.7% in the previous month. Wholesale price inflation also jumped to a decadal high of 12.96% Prices rose primarily because of logistics and supply chain disruption as the number of infections increased and regional lockdowns was imposed. Prices of food commodities—led by vegetables, edible oils, and poultry products—witnessed sharp increases.

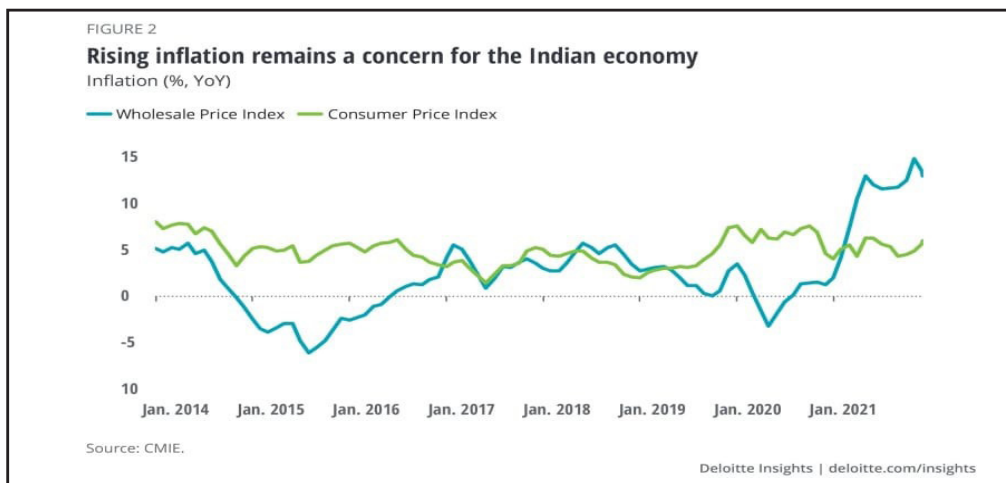
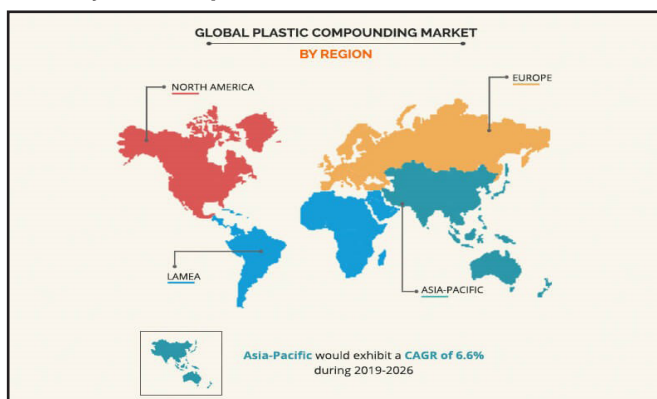


Figure: Wholesale price inflation overview

Global Industry Overview

For Polymer compounds:



The global plastic compounding market is estimated to account for over US\$ 420 Bn by the end of 2017 and registering a CAGR of 5.2% during the forecast period (2017–2025), is projected to reach a market value of about US\$ 645 Bn by 2025 end. Owing to the plastic industries growth, the government has given emphasis on strengthening the industry as it currently hosts over 30,000 processing units, 85-90% of which are small and medium-sized enterprises. Among all the regions, Asia Pacific is estimated to account for 40.3% value share in the global plastic compounding

market by 2025 end followed by Europe with 25.1% value share by 2025. Increasing plastics demand in construction, automotive and electrical & electronics sectors is expected to be a major factor driving global plastic compounding industry growth.

The growing population, coupled with rapid urbanization and industrialization in emerging economies, has been impelling federal governments to increase their construction spending to cater to increasing infrastructure needs. Rising construction spending by governments, particularly in China and India, will drive the demand for plastic in infrastructure and construction applications.

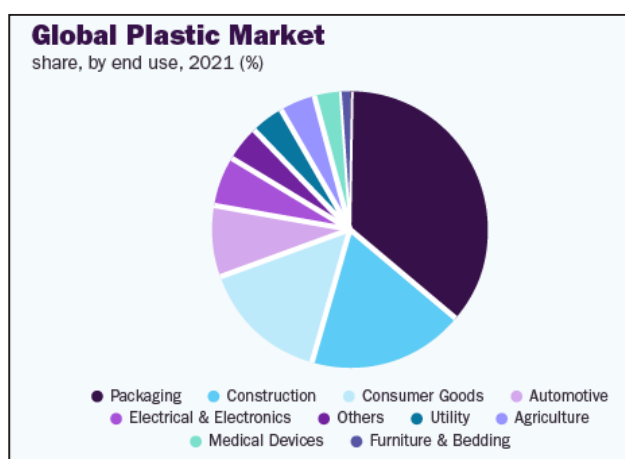
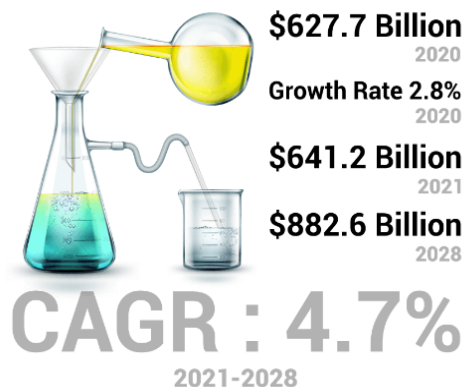


Figure: Global Plastic market size; Source grandviewresearch.com

The packaging end-use segment held the largest market revenue share of more than 36.0% of the overall demand in 2021. Packaging is a high-potential end-use segment with moderate penetration. Plastic has been an integral part of the packaging industry. Furthermore, the advent of bio-based plastics has also played a significant role in the food, pharmaceutical, and beverage packaging sectors.

For Specialty Additives:



The Global specialty additives market size was around \$ 627.7 billion in 2020. Based on the analysis due to the impact of Covid-19 the global market exhibited a decline of 2.8% in 2020. Now the Market is projected to grow from \$ 641.2 billion in 2021 to \$ 881.5 billion in 2028 at a CAGR of 4.7% during the period of 2021-2028. The Specialty Chemicals Industry is a mature sector.

For decades, many industries have utilized specialty chemicals in manufacturing and finishing. Specialty chemicals are produced by a complex, interlinked industry chain and are sold based on their performance or function and composition. These can either be single chemical entities or formulations whose composition directly influences the performance and

processing of the consumer's product. Specialty additives are used by a plethora of manufacturing industries such as textile, oil & gas, ink additives, plastic, construction, food and cosmetics.

Businesses operating in this sector require deep knowledge and the ability to bring about consistent innovations targeting specific roles and purposes. Since specialty chemicals are widely used, changes to industrial and consumer product life cycles and new offerings can create demand for variations.

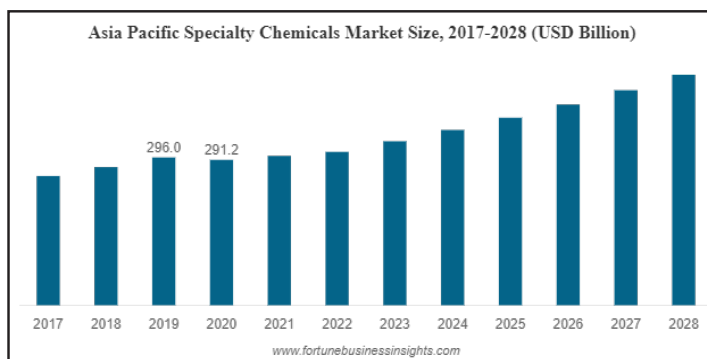


Figure: Specialty Chemicals market Size; Source: Fortune business sights

Based on end-usage, specialty chemicals can be divided into various sub-segments:

- Paints, Coatings and Inks
- Polymer and additives
- Agro-chemicals
- Colorants and pigments
- Construction chemicals
- Personal care and Cosmetics
- Textile chemicals
- Surfactants

For Infra Product Business:

The Infrastructure industry has made a significant recovery from the 2020 downturn, but it has also experienced multiple gales that are expected to persist. 2022 should be another rewarding—but challenging—year, and the industry looks to be graceful to capture growth opportunities.

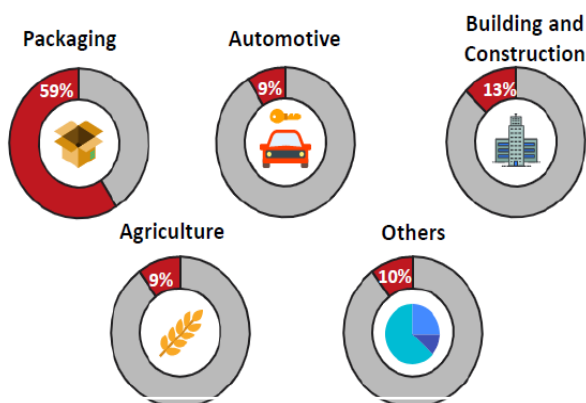
Infra Product Market is sub segmented by type as:

- Social Infrastructure (Schools, Hospitals, Defense, Other Infrastructure)
- Transportation Infrastructure (Railways, Roadways, Airports, Ports, Waterways)
- Extraction Infrastructure (Oil and Gas, Other Extraction (Minerals, Metals, and Coal)
- Utilities Infrastructure (Power Generation, Electricity Transmission & Distribution, Water, Gas, Telecoms)
- Manufacturing Infrastructure (Metal and Ore Production, Petroleum Refining, Chemical Manufacturing Industrial Parks and Clusters, Other Infrastructure)

The Global Infrastructure Market was valued at USD 2,242.3 Billion in 2021 and is expected to reach USD 3,267.3 Billion by 2027, registering a growth rate of 6.48% during the forecast period.

Indian Industry Overview

For Polymer compounds:



Through technology innovation and increase in production capacity, Indian producers are targeting to achieve 3% of the global plastics and polymers market by 2025. There are currently over 30'000 plastic processing units, 85-90% of these are small and medium-sized enterprises employing less than 50 workers. The polymer consumption in India is expected to increase to about 20 million metric tons by 2020. This is majorly due to supportive government policies and use of polymers to replace traditional packaging in India.

Figure: Major consumers of plastic in India Source: Plast India Industry Report https://www.insideindiatrading.com/Industry_Snapshot/Plastics_&_Polymers_Industry_Snapshot_BD.pdf

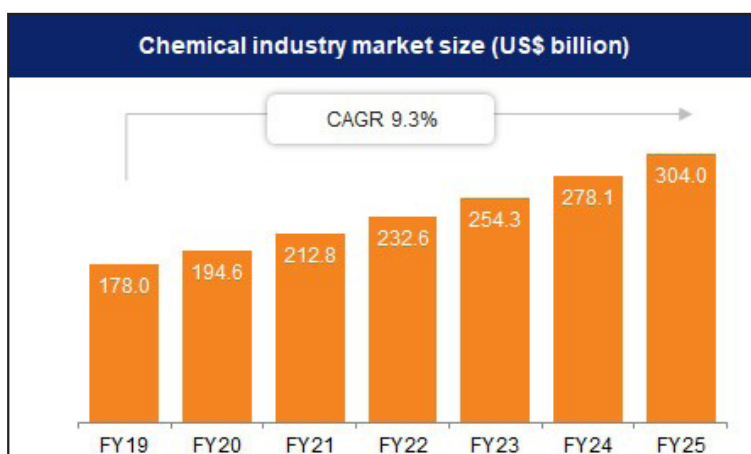
Plastic industry produces many varieties of plastic in the country ranging from raw materials, laminates, plastic-moulded extruded goods, leather cloth and sheeting, polyester films, moulded/soft luggage items, writing instruments, plastic woven sacks and bags, fishnets, polyvinyl chloride (PVC), packaging, consumer goods, sanitary fittings, tarpaulins, electrical accessories, travel ware, laboratory/medical surgical ware and others.

India is currently a powerhouse for plastic and polymer -based products majorly owing to the widespread manufacturing sector in India. There exists a huge gap between the demand and supply of plastic and polymer-based products. This gap is expected to widen in the future as urbanization continues and per capita plastic consumption of India reaches closer to its western counterparts. As industries become competitive and with growth in exports, the need for complex plastic products would arise which would provide an opportunity for foreign manufacturers and R&D firms to target these needs by way of production. Foreign manufacturers can also target to tap into plastic imports.

For Specialty Additives:

The chemical industry is poised to become a major ingredient in fuelling India's economic growth and has roots spread across a wide range of end-user industries - Personal Care, Home Care, Automobile, Consumer Electronics, Food & Beverages, Paint & Coating, Garment, and others thereby playing a major role in achieving the country's ambitious US \$5 trillion economy goal by 2025 Specialty additives are a niche division that offers special constituents to improve the performance of several end-users, including construction, automotive, cosmetic, textile, and agricultural industries.

The Indian chemicals industry stood at US\$ 178 billion in 2019 and is expected to reach US\$ 304 billion by 2025 registering a CAGR of 9.3%. The demand for chemicals is expected to expand by 9% per annum by 2025. The chemical industry is expected to contribute US\$ 300 billion to India's GDP by 2025.



Source: <https://www.ibef.org/industry/chemical-industry-india> India Brand Equity Foundation (IBEF)

India's specialty Additives market is expected to grow to \$40 billion by 2025 from \$28 billion in 2018, according to a study by McKinsey & Company. The country is the fastest growing major specialty chemicals market in the world. Asia is expected to drive 70% of the incremental specialty chemicals demand till FY25, primarily fueled by disproportionate growth in China, and India, thereby laying an imperative for players to make bold moves, according to the report titled 'Building an at-scale Specialty Chemicals Business in Asia'.

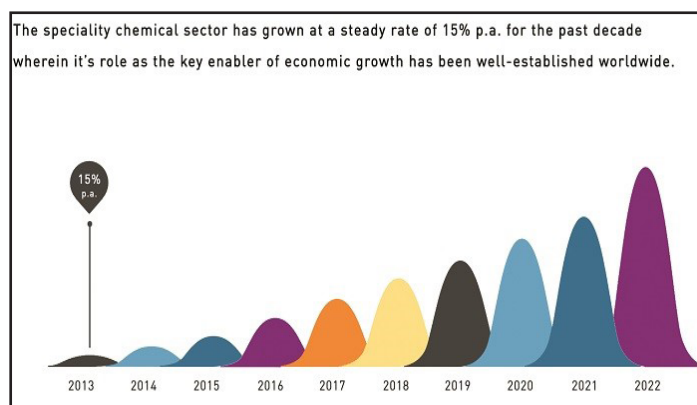


Figure Source: Chemical Industry Digest <https://chemindigest.com/indias-advantages-in-specialty-chemicals-manufacturing-both-for-the-domestic-market-and-globally/>

Specialty additives are substances added to plastic resins to form process ready polymer compounds or to modify or impart specific changes to their property. The result of introducing an additive into a compound can vary from enhancing its properties to merely changing its color. Additives can also be used to improve the characteristics of polymers such as strength, luster, durability or heat sensitivity. Specialty Chemical additives comprise less than 1% of the total weight of the end product. The Indian polymer additives industry is small but is growing rapidly, driven by increase in usage by end-use industries such as automobiles and white goods. Globally, there is untapped potential in construction industry.

End-use applications for specialty additives are growing PVC accounts for ~ 40% of application of additives in India, followed by poly-olefins which constitute ~ 20%. The consumption of PVC in India has grown rapidly in the last decade due to its end-applications in pipes, conduits, wires and cables, medical packaging, doors, partitions and windows.

Types of Specialty additives:

- 1) **Plasticizers:** These are additives that improve the ease of processing of intermediates to plastic compounds. They increase Fluidity (reducing viscosity), and impart greater flexibility and durability (plasticity) to the end material (plastics). Applications include PVC products, particularly the ones used for cables and wires.
- 2) **Heat stabilizers:** These protect plastics from the degrading effects of heat. The major application includes PVC products used in construction such as window profiles, pipes and cable ducts.
- 3) **Antioxidants:** These prevent oxidative degradation (across manufacturing, processing and end-use stages) of polymers /Plastics in order to minimize changes in color, physical and mechanical properties such that they are within acceptable limits.
- 4) **Others:** Other significant additives are light stabilizers and flame retardants. Light stabilizers protect polymers (especially Polypropylene and polyethylene) from the long term degradation from ultraviolet component of light. Flame retardants inhibit, Suppress or delay development of flames to prevent spread of fire.

For Infra Product Business

For reporting the growth Asia was the only region in both number and value of projects. FDI invasions to Asia-Pacific continued strong; the region stood out as an attractive destination for international investments throughout the pandemic. For instance, in India, despite steady GDP deceleration in the last few years, the government attracted significant and steady foreign direct investment (FDI) inflows in the last decade. In the first nine months of 2020-21, India attracted equity FDI of USD 51.4 billion, up 40% compared to the USD 36.77 billion during the same period the previous year.

Infrastructure sector is a key driver for the Indian economy. The sector is highly responsible for pushing India's overall development and enjoys intense focus from Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. Infrastructure sector includes power, bridges, dams, roads, and urban infrastructure development.

According to the Department for Promotion of Industry and Internal Trade (DPIIT), FDI in construction development (townships, housing, built-up infrastructure and construction development projects) and construction (infrastructure) activity sectors stood at US\$ 26.17 billion and US\$ 26.30 billion, respectively, between April 2000-December 2021. In FY21, infrastructure activities accounted for 13% share of the total FDI inflows of US\$ 81.72 billion.

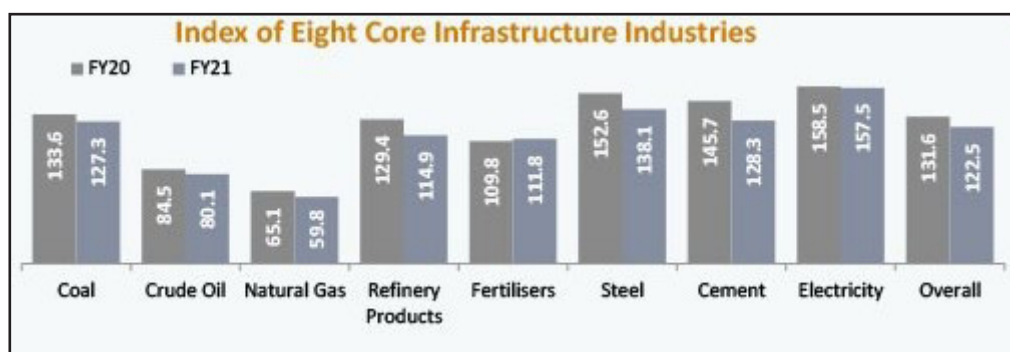


Figure: Core Infrastructure Industries

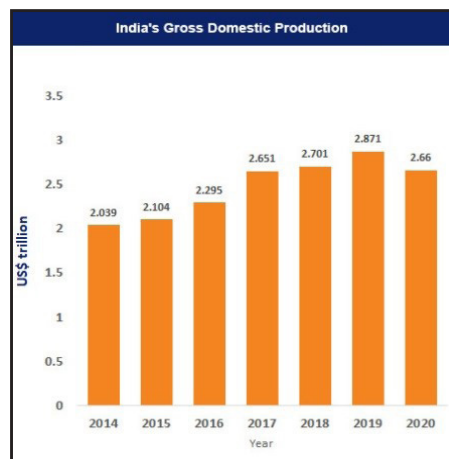
(Source: <https://www.ibef.org/industry/infrastructure-sector-india/infographic>)

The government launched the National Infrastructure Pipeline (NIP) for FY 2019-25, an INR 111-lakh-crore (USD 1.5 trillion) group of infrastructure projects aimed at improving ease of living and business environment. Initially, it was earmarked for 6,835 projects, further expanded to 7,400 projects in 2021. Roads, housing,

urban development, railways, conventional power, renewable energy, and irrigation account for most of the project value.

Indian Economy Overview

As per the Asian development Bank Forecast India's economy will grow 7.5% in fiscal year (FY) 2022 and 8% in FY2023, supported by increased public investment in infrastructure and a pickup in private investment. India has appeared as the fastest-growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.



- India's nominal gross domestic product (GDP) at current prices is estimated to be at Rs. 232.15 trillion (US\$ 3.12 trillion) in FY22.
- India is the third-largest unicorn base in the world with over 100 unicorns with a total valuation of US\$ 332.7 billion.
- India needs to increase its rate of employment growth and create 90 million non-farm jobs between 2023 and 2030s, for productivity and economic growth according to McKinsey Global Institute. The net employment rate needs to grow by 1.5% per year from 2023 to 2030 to achieve 8-8.5% GDP growth between 2023 and 2030.
- According to data from the Department of Economic Affairs, as of January 28, 2022, foreign exchange reserves in India reached the US\$ 634.287 billion mark.

Figure Source: India Brand Equity Foundation

The Government of India has also taken several steps to increase the economic condition of the country. Some of these are:

- The Union Budget of 2022-23 was presented on February 1, 2022, by the Minister for Finance & Corporate Affairs, Ms. Nirmala Sitharaman. The budget had four priorities PM Gati Shakti, Inclusive Development, Productivity Enhancement and Investment and Financing of Investments. In the Union Budget 2022-23, effective capital expenditure is expected to increase by 27% at Rs. 10.68 lakh crore (US\$ 142.93 billion) to boost the economy. This will be 4.1% of the total Gross Domestic Production (GDP).
- Under PM Gati Shakti Master Plan the National Highway Network will develop 25,000 km of new highways network which will be worth Rs. 20,000 crore (US\$ 2.67 billion). In 2022-23. Increased government expenditure is expected to attract private investments, with a production-linked incentive scheme providing excellent opportunities. Consistently proactive, graded, and measured policy support is anticipated to boost the Indian economy.
- In September 2021, Union Cabinet approved major reforms in the telecom sector, which are expected to boost employment, growth, competition, and consumer interests. Key reforms include rationalization of adjusted gross revenue, rationalization of bank guarantees (BGs), and encouragement of spectrum sharing.
- In May 2021, the government approved the production linked incentive (PLI) scheme for manufacturing advanced chemistry cell (ACC) batteries at an estimated outlay of Rs. 18,100 crore (US\$ 2.44 billion); this move is expected to attract domestic and foreign investments worth Rs. 45,000 crore (US\$ 6.07 billion).
- In June 2021, the RBI (Reserve Bank of India) announced that the investment limit for FPI (foreign portfolio investors) in the State Development Loans (SDLs) and government securities (G-secs) would persist unaffected at 2% and 6%, respectively, in FY22.

Your Company being a producer of specialty chemicals and polymers compounds faced various challenges during the Covid-19 lockdown. In FY 2021-2022 company's products has started receiving pre-covid level response, receiving regular orders, enjoying healthy order book. The Company in order to cater to needs of its stakeholders has gradually been performing well in all their business segments.

Company Overview

M/s Vikas Ecotech Limited is a Delhi based professionally managed listed Company incorporated on 30th November, 1984 under the Companies Act, 1956, having its registered office at Vikas House, 34/1, East Punjabi Bagh, New Delhi-110026.

Your company engaged in the business of Specialty Polymers & Specialty Additives and Chemicals for Plastics & Rubbers industries, catering to a wide horizon of applications in Agriculture, Infrastructure, packaging, electrical, footwear, pharmaceuticals, automotive, medical devices and components and other consumer goods. We market our products under well recognized brand names "Tinmate", "Thermate", "Veeprene TPR compound" and "Veeprene TPE compound".

Vikas Ecotech is the only manufacturer of Organotin (Heat Stabilizers for Vinyl applications) in India with in-house R&D facilities and is one of the single digit number of manufacturers of this product worldwide, who have technology and expertise for manufacturing this material right from Tin Metal to the final product. Vikas Ecotech is expanding its business and product portfolio has added many consumer (final) products to its conventional (raw material businesses) profile. The new business segments include Infrastructure Products like Steel Pipe Fittings, MDPE Pipes for Gas applications to its business lines.

Business Segments

Our business is divided into major segments which include Specialty Additives, Polymer Compounds & Infra Product Business.

Specialty Additives:

Specialty additives are specialty chemicals which are indispensable for maintaining and improving the quality of synthetic resin at the time of production as well as during use. Your company offers an extensive range of food grade toxin-free, high-performance and niche additives for use in a variety of manufacturing applications.

Additives can also be used to improve the characteristics of polymers such as strength, luster, durability or heat sensitivity. We are committed to provide tailor-made solutions for specialized customer needs, developing customized product grades for specific requirements. Supported by our dedicated R&D team, we are also committed to offer a superior product for diverse end applications. Our products demonstrate reliability in our customers' production processes and deliver optimum performance to improve efficiency and profitability.

The following are the products that your Company manufactures as Specialty Additives:

- **Organotin Stabilizers**

Your Company is the first and only Indian company with an integrated in-house facility to produce FDA-approved Organotin Mercaptan (Methyl Tin Mercaptide) PVC heat stabilisers from tin metal ingots. These stabilizers are toxin-free and used widely in rigid and flexible PVC articles. Methyltin mercaptides are a family of organotin stabilizers commonly used for PVC drinking water pipe stabilization. Methyltin mercaptides have not been found to leach from PVC products as intact compounds. Organotin stabilisers are an eminent requirement for non-toxic and food-grade PVC articles meeting FDA compliant and high heat stability.

We are credited with establishing the first ones fully integrated state-of-the-art plant for Organotin stabilizers in India. Our in-house facility enables us to manufacture TTC (Tin Tetrachloride) - a vital raw material for Organotin stabilizers. Manufacturing Organotin stabilizers right from the tin metal stage, our products have high-efficacy and can be used in low dosages.

Your Company manufactures this product under the brand name "TINMATE".

Salient Features of our Product

- Non-toxic, Food Grade
- Highly effective tin metal based PVC heat stabilizer
- Designed for thermally stabilizing vinyl liquid formulations
- Provides excellent early colour & colour hold
- Enables long term heat stability
- Facilitates sparkling clarity and excellent transparency
- Imparts superior processing stability
- Effective in all types of PVC
- Good compatibility with other additives

The products of the Company have been certified by various global agencies, US Food & Drug Administration (FDA) being one of them.

- **Dimethyl Tin Dichloride**

Your Company manufactures high-performance Dimethyl Tin Dichloride (DMTDC) - a raw material for producing Organotin stabilizers.

Your Company manufactures this product under its brand name "THERMATE"

Salient Features of our Product

- High-performance glass coating material
- Catalyst for esterification

- **Plasticizers**

Vikas Ecotech is a leading producer of Epoxidized Soyabean Oil. We use a niche technique of converting waste cooking oil to this speciality plastic additive which acts as a plasticizer and a co-stabilizer. With a

commitment to sustainability and reducing environmental impact, we ensure effective and optimum utilization of resources. Our eco-friendly products provide performance benefits and a cost advantage to customers.

Our state-of-the-art manufacturing plants backed by committed customer service and innovative product development make Vikas Ecotech a reliable partner for Food Grade plasticizers.

Your Company produces this product under its brand name “ADDFLEX”

Salient Features of our Product

- Synergistic, heat & light stabilizing additive
- High oxirane content for efficiency
- Imparts flexibility
- Controls migration due to its high molecular weight
- Compliments the conventional metallic stabilizer system
- Facilitates superior processing ability and cost reduction

Flame Retardants

Your Company is the premier supplier of Aluminium Trihydrate (ATH) – a widely used flame retardant and smoke suppressant due to its versatility and low cost. ATH provides high-performing alternatives for manufacturers seeking halogen-free flame retardant additives.

These flame retardants enable environmentally compatible protection and less aggressive smoke in all types of rubber and plastic products. Our scientists have developed and formulated a wide variety of ATH grades that are customized to client and application-specific requirements. Vikas Ecotech's products help a diverse range of global customers comply with strict fire safety regulations with a competitive costing.

Specialty Polymer Compounds:

Your Company is a leading manufacturer of specialty rubber-plastic and polymer compounds for the global market.

The ability to create custom polymer compounds with specialty additives ensures highly developed chemical characteristics. Innovative technology, extensive processing knowledge and compounding experience has led Vikas Ecotech to gain a strong market leadership in the global market.

During the fiscal 2020, your Company earned all of its total revenue from the manufacturing of the polymer compounds. The products of your Company find application across diversified segments of consumer goods manufacturing, infrastructure construction, healthcare devices and automotive component manufacturing.

Thus, the Company is expected to grow its business exponentially in upcoming future years as the demand for such products will be higher than ever, thus creating more demand for the Company.

Thermoplastic Rubber (TPR) Compounds

Vikas Ecotech manufactures a broad range of differentiated TPR compounds. Our products and lab facilities are certified by SATRA, a leading technical authority for footwear and leather, setting standards for quality control.

Our range of products offers the key properties of elite quality rubber compounds with the easy processability of plastics. Such products are used in niche applications like orthopaedic footwear soles; ultra-fine cleaning bristles for micro-sized dusting brushes, sports goods etc. along with the conventional applications like footwear and other consumer goods. Your Company manufactures this product under its brand name “VEEPRENE”

Thermoplastic Elastomer (TPE) Compounds

TPE compound comprises of hybrid properties of rubber and plastic and have excellent synergetic qualities. These compound find applications in a wide range of product manufacturing such as healthcare devices, auto component, industrial and household devices etc. Your Company manufactures this product under its brand name “VEEPRENE”

Ethylene Vinyl Acetate (EVA) Compounds

Your Company's EVA compounds are widely used in injection and compression moulding of cross-linked foams. They are suitable for producing high quality footwear, midsoles, insoles, outsoles, sheets etc. Your Company produces this product under its brand name “VIKOLENE”.

V-Blend Compounds

Your Company has added a new product V-Blend (SEBS based) in their product list by the continuous R & D initiatives and Activities. V Blend are direct import substitutes and will replace the Poly Olefinic Elastomers which are being conventionally imported into the country from world leading names like LG, Du Pont, Dow, Exxon, Etc. Poly Olefinic Elastomers are specialized materials which are added to the base polymer compounds to enhance the physical properties like the tensile strength, the compression set, the anti-skid properties & to achieve a softer feel on

the end products produced using polyolefins like PolyEthylene, Poly-Propylene, Ethelene Vinyl Acetate Etc. Our V-Blend {Elasto} series of new products is every way matching the results and performance of the best grades of the imported materials and additionally it will be significantly cost effective for the processors.

Infra Product Business:

To support Company's 'Infra Products' trading business and as a measure of backward integration, the Company has commissioned a Steel Pipe Fittings plant, which after trial production, went into commercial production. In the Infra business of your company, with increasing economic activities and governments thrust on infrastructure development, there is a huge demand of fittings by all major steel tube. Your company has been specifically focusing on growing its consumer products division, alongside continuously working to expand the offing to the conventional business segments, targeting to tap into the ever-growing business potential and the strong and steady demand for the infrastructural materials and products in India, which has a huge scope to offer opportunities for a long lasting and huge business growth.

Tapping Into New Business Ventures:






Your Company after achieving success in the area of manufacturing of Chemicals i.e. the Specialty Additives, Polymer compounds & Infra Products and now planning to venture and tap into Energy Business Segments.

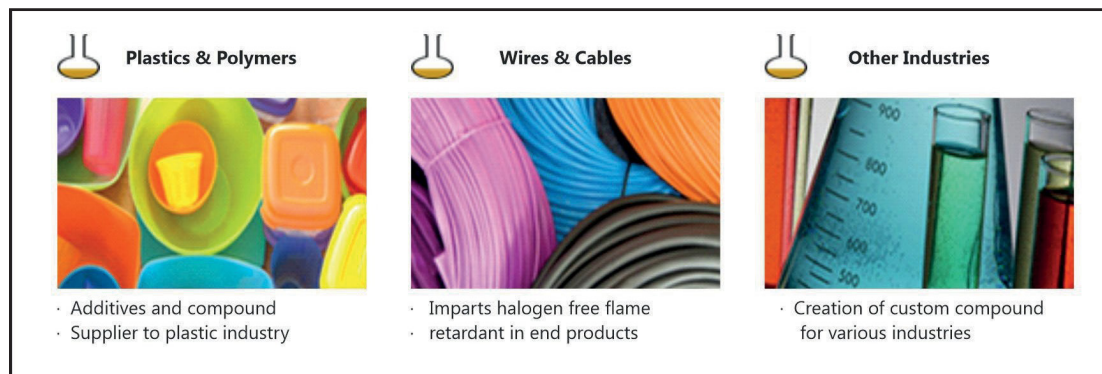
Tapping into Energy business:

Your Company ventured into the energy business segment i.e. supplying of Coal. Vikas Ecotech Limited, in constant pursuit of expanding the product profile to newer and promising business segments, has been eyeing the energy business segment which has been the underpin for a fast and balanced growth for the Indian as well as the Global Economies. With recent crisis situation in the energy segment rooting from the Russia-Ukraine war whereas the daily global news including India have a pertinent component i.e., the global shortage of energy feedstock including the coal, has prompted the Business Development wing to tap into the energy business, which the team managed almost instantly. Under the umbrella of energy business Your Company has also been exploring opportunities in the renewable energy businesses like the Gas Distribution business, The Solar Power and the Hydrogen Cell power gensets for commercial applications.

Market Potential:

The global coal power generation market demand was valued at 1,961.56 GW in 2020 and is expected to expand at a compound annual growth rate (CAGR) of 1.6% from 2020 to 2028. The high energy demand is expected to drive the coal industry to generate electricity. Coal is a key product for electricity generation owing to its abundant availability and low cost compared to other electricity generation technologies. These factors are expected to propel the growth of the market during the forecast period. The supply chain of the coal power generation model was majorly affected due to the shutdown of production facilities owing to lockdowns imposed in the majority of the countries around the globe. In addition, local and international travel restrictions, quarantine requirements, and lockdowns further delayed the shipments of manufactured parts that were in process of delivery.

 <p>Agriculture</p> <ul style="list-style-type: none"> · Technology driven solution · Sustainable environment 	 <p>Automotive & Allied</p> <ul style="list-style-type: none"> · Provides custom formulations · Caters to aftermarket accessory 	 <p>Food Packaging</p> <ul style="list-style-type: none"> · Leading provider of FDA approved additives · Ensures safety in food contact applications
 <p>Footwear</p> <ul style="list-style-type: none"> · Specialty plastic compounder for footwear industry · Used in boots and others 	 <p>Healthcare & Pharma</p> <ul style="list-style-type: none"> · Supplier for safety-critical medical products, devices & packages 	 <p>Infrastructure</p> <ul style="list-style-type: none"> · Supplies toxin-free flame retardant additives



End use of our products & markets captured

Financial Performance

The financials of the Company are as on 31st March, 2022 in comparison with the figures at 31st March, 2021 and the key financial indicators are discussed as under:

Net Worth

The Company's net worth viz. paid up share capital, general reserves and retained earnings stood at Rs. 227.63 Crore in comparison with previous year figure being Rs. 128.64 Crore, thus showing a marginal increase in the retained earnings of the Company. Details of the same are provided in notes to financial statements.

Borrowings

The Company's total borrowings aggregated to Rs. 90.53 Crore comprising of non-current borrowings of Rs. 3.05 Crore and current borrowings of Rs. 87.48 Crore in comparison to the previous year figures being 144.57 Crore. The Company has thus reduced its financial liabilities depicting a healthier debt equity ratio for the year ended March 31, 2021.

The detail of borrowings is with notes to financial statements. The debt - equity ratio of the Company as on March 31, 2022 was 0.40 as compared to 1.12 in previous year.

Trade Receivables & Trade Payables

Trade receivables at the end of financial year was 134.88 Crore as compared to Rs. 86.38 Crore last year and trade payables aggregated to Rs. 15.33 Crore as compared to Rs. 36.77 Crore in the previous year, as further detailed in notes to financial statements.

Current Assets & Current Liabilities

The Current Assets of the Company stood at Rs. 277.40 Crore as compared to Rs. 260.32 Crore in the previous year

Whereas the current liabilities aggregated to Rs. 113.01 Crore as compared to Rs. 190.98 Crore in the previous year. The Current Ratio of the Company as at 31st March, 2022 was 2.45 as compared to 1.36 previous year 2021.

Earnings per Share

The basic and diluted Earnings per Share (EPS) as at the end of financial year was 0.02.

Research and Development

Vikas Ecotech Limited is in the domain of producing chemical industry, as vast as the chemical industry is spreaded; the greater is the need to continuously work on the Research and Development aspect of the sector. The Company is well aware of the only improvisation and the product quality is the vital for the growth and sustainability of the Company.

Your Company has been keeping focused on its R & D activities and the team has been working on many ideas to create viable business opportunities from the scientific theories that make way for an advanced product offing and finally a fruitful business preposition and incurred expenses of Rs. 46.25 Lakhs in FY 2021-22. Successfully applied for registration of patent title "Smart Intelligent Coatings using nano Calcium Carbonate blended in Conjugated polymer matrix for corrosion protection and a process for the preparation thereof"

R&D is one of the driving forces for expansion in the company. Research and development is one of our key strengths and is integral to our growth. We continue to build on our capabilities and competencies in the field of chemistry. Our in-depth expertise in process research, process development and analytical references enables us to provide integrated solutions to our global customers.

Environmental Health and Safety

Chemicals have become an indispensable part of human life, sustaining activities and development, preventing and controlling many diseases, and increasing agricultural productivity. Despite their benefits, chemicals may, especially when misused, cause adverse effects on human health and environmental integrity. Widespread application of chemicals throughout the world increases the potential of adverse effects.

Growth of chemical industries, both in developing and in developed countries, is predicted to increase. In this context, it is recognized that the assessment and management of risks from exposure to chemicals is among the highest priorities in pursuing the principles of sustainable development.

Risks, Concerns, Internal Control Systems and their Adequacy

The major risk that concerns the Company is its business risk. The Company is subjected to a high business risk in terms of its high dependability on other Industries for demand of its products carrying the nature of raw materials.

Periodic checks are carried out on all systems and processes as part of internal audit. The Audit Committee and Board also periodically reviews adequacy of Company's checks and controls for risk management. The Board has developed a Risk Management Policy which identifies elements of business & other risks involved and constantly work towards curbing the same. Adequacy of internal financial controls with reference to the Financial Statements is also assessed and reviewed periodically.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. The Statutory Auditors also evaluate the efficacy and adequacy of internal control systems including controls with respect to the financial statements, its compliance with operating systems, accounting procedures and policies in the Company. Corrective actions are undertaken basis findings of audits.

Human Resources

The Company places utmost importance on maintaining cordial employer-employee relations as Human Resource Capital is the most valuable asset for any organization. A reward system has been developed by the Company to compensate efforts of all its employees adequately and recognize their contribution towards its growth. A remuneration policy has also been developed and adopted by the Company which provides for appointment and remuneration of Directors, Key Managerial Personnel and Senior Management. Key features of the policy are discussed as part of Board's Report and the policy is also available at website of the Company www.vikasecotech.com.

Disclaimer

Statements in the Management Discussions and Analysis describing the Company's objective, projections, estimates, expectations are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax, corporate and other applicable laws together with the other incidental factors.

CORPORATE GOVERNANCE REPORT

1) A brief statement on the company's philosophy on code of governance:-

Guided by our core values; Responsibility, Integrity, Innovation and customer delight, your Company governance framework is driven by the objective of enhancing long term stakeholder value without compromising on ethical standards and corporate social responsibilities.

Efficient corporate governance requires a clear understanding of the respective roles of the Board of Directors ("Board") and of senior management and their relationships with others in the corporate structure.

The Company believes that the governance practices must ensure adherence and enforcement of the sound principles of Corporate Governance with the objectives of fairness, transparency, professionalism, trusteeship and accountability, while facilitating effective management of the businesses and efficiency in operations. The Board is committed to achieve and maintain highest standards of Corporate Governance on an ongoing basis.

2) BOARD OF DIRECTORS

As on 31st March, 2022, the Board comprised of Two Executive Directors and Three Non-Executive Directors, two out of three Non-Executive Directors were Independent Directors.

The composition of Directors as on March 31, 2022 is set out in the table below:

DIN	Name of Directors	Designation
00255413	Vikas Garg	Managing Director
00255443	Vivek Garg	Non-Executive - Non Independent Director
08477296	Gyan Prakash Govil	Non-Executive Independent Director, Chairperson
01018072	Ravi Kumar Gupta	Non-Executive - Independent Director
03513272	Suresh Kumar Dhingra	Executive Director
8825445	Kratika Godika	Non-Executive - Non-Independent Director

Your Company has a well-diversified Board and all the Independent Directors satisfy the criteria of independence as prescribed under the Companies Act, 2013 and the Listing Regulations. Detailed disclosures pertaining to Independence of Directors and changes in Board structure during the year are provided under Board's Report. The profiles of all Directors are available on Company's website at www.vikasecotech.com.

As stipulated under Schedule V of the SEBI Listing Regulations, core skills/expertise/competencies, as required in the context of the business and sector for it to function effectively and those actually available with the Board have been identified by the Board of Directors.

a) Appointment of Directors

As on date of this report, your Board comprised of Six Directors of whom two are executive, one is non-executive and three are Independent Directors including one women Director and Chairman of the Company.

However, after closure of the period under review, there were some changes in the Board Composition as detailed below:

1. Mr. Suresh Kumar Dhingra, Director of the Company resigned w.e.f. April 25, 2022.
2. Mr. Dinesh Bhardwaj (DIN: 07719674) appointed as Additional Director (Whole-Time Director) of the Company w.e.f. May 6, 2022.

As per the provisions of the Companies Act, 2013, the Independent Directors shall be appointed for not more than two terms of consecutive five years each and shall not be liable to retire by rotation.

Your Board has adopted the provisions with respect to appointment and tenure of Independent Directors is consistent with the requirements of the Companies Act, 2013 and the Listing Regulations. At the time of appointment of an Independent Director, the Company issues a formal letter of appointment outlining his/her role, function, duties and responsibilities as a Director. The template of the letter of appointment is available on Company's website at www.vikasecotech.com.

The composition of the Board of the Company is in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Section 149 of the Companies Act, 2013 ("the Act") as on March 31, 2022,

The composition of the Board is an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities effectively and provide leadership to the business.

BOARD MEETINGS

As a good governance practice and as per the guidance note issued by the Institute of Company Secretaries of India, the Board Meetings held considering the requirements under applicable laws w.r.t minimum number of meetings and maximum permissible time gap between two consecutive meetings. Additional meetings are also convened as and when required.

During the year, The Board duly met 6 (Six) times during the year on (i) June 4, 2021 (ii) July 14, 2021 (iii) August 31, 2021 (iv) October 14, 2021 (v) November 20, 2021 (vi) January 17, 2022 and the maximum interval between any two meetings did not exceed 120 days.

The agenda papers and detailed notes are circulated to the Board well in advance for every meeting, where it is not practicable to attach any document to the agenda, the same is placed before the Board at the meeting and in special circumstances, additional items on the agenda are taken up at the meeting with the necessary approval of Chairperson and Directors in terms of Companies Act, 2013 read with Secretarial Standards.

The number of Directorship(s)/Committee Membership(s)/Chairmanship(s) of all Directors are within respective limits prescribed under the SEBI Listing Regulations and the Act.

As on March 31, 2022, the details are as follows:

Name of Directors	Designation Category	Attendance Particulars		No. of other directorships and Committee memberships/chairmanships**			Directorship in other listed entities	No. of Shares held by directors
		Board Meeting	Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships		
Vikas Garg	Managing Director	5	No	1	2	0	1	7,86,43,933
Vivek Garg	Non-Executive-Non Independent Director	3	No	5	3	0	1	21,550
Gyan Prakash Govil	Non-Executive -Independent Director and Chairperson	5	Yes	0	4	1	0	-
Ravi Kumar Gupta	Non-Executive - Independent Director	6	Yes	0	3	3	0	-
Suresh Kumar Dhingra	Executive Director	6	Yes	0	0	0	0	-
Kratika Godika	Non-Executive - Independent Director	4	Yes	0	0	0	0	-

There is no Inter-se relationship of any directors except for Mr. Vikas Garg, Managing Director and Mr. Vivek Garg, Non-Executive Director being brothers, they are also Promoter Directors.

MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS

The Board of Directors has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which is currently available with the Board:

Business	Understanding of business dynamics across various geographical markets, industry verticals and regulatory jurisdictions.
Strategy and Planning	Ability to strategize and plan for achievement of goals of the Company and implementation of the same.
Leadership & Management	Leadership experience, understanding of organization, its systems and processes and ability to lead and direct functions of the Company Management of men, machine and money including the risk involved.
Governance & Compliance	Insight of governance practices, serving the best interests of all stakeholders, accountability, building long term effective stakeholder engagements and driving corporate ethics and values.
Financial acumen	Understanding of financial data and ability to analysis and interpret figures, knowledge of finance as a function of organization, ability to take decisions regarding procurement and usage of funds in most effective manner.

BOARD PROCEDURE

Information Flow to the Board Members

Information is provided to the Board Members on a continuous basis for their review, inputs and approval from time to time. More specifically, we present our annual Strategic Plan and Operating Plans of our business to the Board for their review, inputs and approval. Likewise, our quarterly financial results and annual financial results are first presented to the Audit Committee and subsequently to the Board of Directors for their approval. In addition, specific cases of acquisitions, important managerial decisions, material positive/negative developments and statutory matters are presented to the respective Committees of the Board and later with the recommendation of Committees to the Board for their approval.

As a system, in most cases, information to Directors is submitted along with the agenda papers well in advance of the Board meeting. Inputs and feedback of Board Members are taken and considered while preparation of agenda and documents for the Board meeting.

The Board periodically reviews Compliance Reports in respect of various laws and regulations applicable to the Company.

INDEPENDENT DIRECTORS

The Independent Directors have confirmed that they meet the criteria of Independence as stipulated under Section 149(6) of the Companies Act, 2013 read with the Regulation 16 (1) (c) of the Listing Regulations and they are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment as an Independent Director of the Company.

In opinion of the Board, the Independent Directors of the Company fulfill the criteria of Independence as per the extant provisions of Companies Act, 2013 and Listing Regulations.

Familiarization Programmed for Independent Directors

Your Company follows a structured orientation and familiarization programme for Independent Directors which includes familiarizing through reports/codes/internal policies/presentations to enable them to understand their roles and responsibilities, nature of the industry in which the Company operates, business model of the Company, its strategic and operating plans. Further, during the year, presentations were also made from time to time at the Board and its committee meetings, on regular intervals, covering the business and financial performance of the Company, business outlook, budget, expansion plans, succession plans etc. The details of the familiarization programme for the Independent Directors are available on the website of the Company.

Independent Directors' Meeting

A separate meeting of the Independent Directors was held on January 3, 2022 without the presence of Executive Directors or non-independent Directors and members of the management.

BOARD COMMITTEES

Our Board has constituted sub-committees to focus on specific areas and make informed decisions within the authority delegated to each of the Committees. Each Committee of the Board is guided by its Charter, which defines the scope, powers and composition of the Committee. All decisions and recommendations of the Committees are placed before the Board for information or approval.

During the financial year, the Board has accepted the recommendations of Committees on matters where such a recommendation is mandatorily required. There have been no instances where such recommendations have not been considered. There were five sub-committees of the Board as at March 31, 2022.

COMMITTEES OF BOARD OF DIRECTORS

The Board has constituted Committees for carrying out designated functions assigned under Companies Act, 2013 and Listing Regulations and delegated powers suited to their respective roles.

The Committees constituted by the Board of Directors of the Company are as under:

1. Audit Committee
2. Nomination & Remuneration Committee
3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee

5. Executive Committee

The details of the role and composition of Committees of the Board including number of meetings held during the year and attendance thereat are provided below.

1) AUDIT COMMITTEE

Composition, Name of Members and Chairperson:

The Audit Committee during the year 2021-22 comprised of three members, all are independent Directors including the Chairman. The Chairman of the Committee is an expertise in financial matters and all other members of the Committee are also financially literate.

During the year under review, the Audit Committee met Five (5) times on (i) July 14, 2021 (ii) August 31, 2021 (iii) October 14, 2021 (iv) November 20, 2021 (v) January 17, 2022 and with necessary quorum being present at all the meetings:

The constitution of Committee as on March 31, 2022 and details of attendance of members is asunder:

Name of Member	Category	Designation	Meetings Held	Meetings Attended
Mr. Ravi Kumar Gupta	Non-Executive - Independent Director	Chairman	5	5
Mr. Gyan Prakash Govil	Non-Executive - Independent Director	Member	5	5
Mr. Vivek Garg	Non-Executive Non-Independent Director	Member	5	5

The role of the Audit Committee shall include the following:

The Audit Committee of the Board, reviews, acts on and reports to our Board with respect to various auditing and accounting matters. The primary responsibilities of the Committee, inter alia, are:

- Auditing and accounting matters, including recommending the appointment of our independent auditors to the shareholders.
- Compliance with legal and statutory requirements.
- Integrity of the Company's financial statements, discussions with the independent auditors regarding the scope of the annual audits, and fees to be paid to the independent auditors.
- Performance of the Company's internal audit function, independent auditors and accounting practices.
- Review of related party transactions and functioning of whistle blower mechanism; and
- Evaluation of internal financial controls and risk management systems and policies.

The Chairman of the Audit Committee was present at the Annual General Meeting held on September 27, 2021. All members of the Audit Committee are Independent Directors and financially literate. Statutory Auditors as well as Internal Auditors are invited and attend meetings of the Audit Committee and periodic presentations are also made to the Audit Committee on various issues.

2) NOMINATION AND REMUNERATION COMMITTEE Composition, Name of Members and Chairperson:

The Nomination and Remuneration Committee comprises 3 (Three) Directors. The Company Secretary of the Company acts as Secretary to the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee met two times during the financial year 2021-22 on June 4, 2021.

The constitution of Committee as on March 31, 2022 and details of attendance of members is as under:

Name of Member	Category	Designation	Meetings Held	Meetings Attended
Mr. Ravi Kumar Gupta	Non-Executive Independent Director	Chairman	1	1
Mr. Gyan Prakash Govil	Non-Executive Independent Director	Member	1	1
Mr. Vivek Garg	Non-Executive Non-Independent Director	Member	1	1

Brief description of terms of reference:

The Nomination and Remuneration Committee determines on behalf of the Board and on behalf of the Shareholders, the Company's policy governing remuneration payable to the Directors, Key Managerial Personnel and Senior Management Officials as well as their nomination and appointment. The terms of reference of the Nomination and Remuneration Committee are as per the governing provisions of the Companies Act, 2013 (Section 178) and The Listing Regulations.

Policy for Selection and Appointment of Directors and their Remuneration

Nomination and Remuneration Committee has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors and payment of their remuneration.

The Committee considers, inter alia, the following attributes/criteria, whilst recommending to the Board the candidature for appointment as Independent Director:

- Qualification, expertise and experience in their respective fields such as Information Technology Business, Scientific Research & Development, International Markets, Leadership, Financial Analysis, Risk Management and Strategic Planning, etc.
- Personal characteristics which align with the Company's values, such as integrity, accountability, financial literacy, high performance standards, etc.
- Diversity of thought, experience, knowledge, perspective and gender in the Board.

In case of appointment of Independent Directors, the Committee satisfies itself about the independence of the Directors vis-à-vis the Company to enable the Board to discharge its functions and duties effectively. The Committee ensures that the candidates identified for appointment as Directors are not disqualified for appointment under Section 164 and other applicable provisions of the Companies Act, 2013. In case of re- appointment of Independent Directors, the Board takes into consideration the performance evaluation of the Independent Directors and their engagement level.

Criteria of Making Payments to Non-Executive Directors

The Non Executive Directors are entitled to receive remuneration only by way of sitting fees for participation in the Board/Committee meetings within the overall limits prescribed under the Companies Act, 2013 and reimbursement of expenses for participation in Board/Committee meetings. Independent Directors are not entitled to participate in the stock option schemes of the Company.

No other form of remuneration is paid to Non-Executive Directors either by way of commission or otherwise.

Performance evaluation criteria for Independent Directors

Performance of each of the Independent Directors are evaluated every year by the entire Board with respect to various factors like personal traits which include business understanding, communicate skills, ability to exercise objective judgement in the best interests of the Company and on specific criteria which include commitment, guidance to Management, deployment of knowledge and expertise, management of relationship with various stakeholders, independence of behavior and judgment, maintenance of confidentiality and contribution to corporate governance practices within the Company.

3) STAKEHOLDERS'RELATIONSHIPCOMMITTEE

Composition of the Committee:

The Stakeholders Relationship Committee comprises 3 (Three) members. The Company Secretary of the Company acts as Secretary to the Stakeholders Relationship Committee.

The Stakeholders Relationship Committee met once during the financial year 2021-22 on January 19, 2022. The constitution of Committee as on March 31, 2022 and details of attendance of members is as under:

Name of Member	Category	Designation	Meetings Held	Meetings Attended
Mr. Gyan Prakash Govil	Non-Executive Independent Director	Chairman	1	1
Mr. Vikas Garg	Executive Director	Member	1	1
Mr. Vivek Garg	Non-Executive Non-Independent Director	Member	1	1

The Stakeholders relationship Committee carries out the role in compliance with Section 178 of the Companies Act, 2013 and the Listing Regulations. The Committee is responsible for resolving investors' complaints pertaining to share transfers, non-receipt of annual reports, dividend payments, issue of duplicate share certificates, transmission of shares and other shareholder related queries, complaints etc.

a) Name and designation of Compliance Officer:

Mr. Prashant Sajwani is the Compliance Officer and Company Secretary of the Company.

b) Status of shareholders' complaints:

During the year under review, 10 complaints, was received by the Company and it was resolved to the satisfaction of the person concerned.

- c) **Number of Investor Complaints remaining unresolved or not solved to the satisfaction of shareholders:**

None, all complaints were resolved to the satisfaction of shareholders.

- d) **Number of pending complaints:**

As at March 31, 2022, no concern or complaint was left unresolved.

4) **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Corporate Social Responsibility Committee was formed pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, to formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act, to recommend the amount of expenditure to be incurred on such activities and to monitor the Corporate Social Responsibility Policy of the Company from time to time.

Annual report on CSR activities undertaken by the Company and amount spent during the year 2021-22 is forming part of Board's Report and uploaded on the website of the Company. The Corporate Social Responsibility Policy of the Company is available on the website of the Company under 'Company Policies' in the 'Corporate Governance' section.

The Corporate Social Responsibility Committee as on March 31, 2022 comprises of 3 (Three) members. The Company Secretary of the Company acts as Secretary to the Corporate Social Responsibility Committee.

The Composition of Corporate Social Responsibility Committee is given below:

Name of Member	Category	Designation	Meetings Held	Meetings Attended
Mr. Ravi Kumar Gupta	Non-Executive Independent Director	Chairman	1	1
Mr. Gyan Prakash Govil	Non-Executive Independent Director	Member	1	1
Mr. Vikas Garg	Executive Director	Member	1	1

GOVERNANCE THROUGH MANAGEMENT PROCESS

Code of Conduct

The Board and all senior management personnel of the Company are required to abide by the Code of Conduct as laid down by the Board ensuring minimum standards of Business and ethical Conduct. This Code outlines fundamental ethical considerations as well as specific considerations that need to be maintained for professional conduct. This Code has been displayed on the Company's website at www.vikasecotech.com.

A declaration by the Chairman & Managing Director confirming that all the Directors and senior management personnel of the Company have affirmed compliance with Company's Code of Conduct for the financial year ended March 31, 2022 is annexed at the end of this report.

Code for Prevention of Insider Trading

The Company has adopted a Code of Conduct to regulate, monitor and report trading by insiders under the SEBI (Prohibition of Insider Trading) Regulations, 2015 and code for practices and procedures for fair disclosure of unpublished price sensitive information. The said code has been made available on the Company's website at www.vikasecotech.com.

Policy for Preservation of Documents

Pursuant to the requirements under Regulation 9 of the Listing Regulations, the Board has formulated and approved a Document Retention Policy prescribing the manner of retaining the Company's documents and the time period up to certain documents are to be retained. The policy percolates to all levels of the organization who handle the prescribed categories of documents.

DISCLOSURES

Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the year.

During the financial year ended 31st March, 2022, the Company has not received penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the year.

Disclosure of Materially Significant Related Party Transactions

Detailed disclosure on Related Party Transactions including Company's policy has been made as part of Board's Report read with Financial Statements of the Company.

Whistle Blower Policy

The Whistle Blower & Vigil Mechanism Policy approved by the Board has been implemented and no personnel has been denied access for making disclosure or report under the Policy to the Audit Committee. Detailed disclosure on vigil mechanism of the Company has been made under Board's Report.

Plant Location & Address for Correspondence

Details of Plant locations and address of correspondence being corporate office of the Company are provided under Corporate Information section of Annual Report.

Certificate on Non-Disqualification of Directors

A certificate from Practicing Company Secretary certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as a Director by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority forms part of the this report.

Total fees for all services paid by the Company to the Statutory Auditor and all entities in the network firm/ network entity

The total fees paid to Company's Auditors M/s. KSMC & Associates, Statutory Auditor by the Company for the as on the Financial Year March 31, 2022 is Rs. 11,16,000.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the financial year ended March 31, 2022, the Company has not received any complaint in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

CEO / CFO certification

To comply with the Regulation 17(8) of Listing Regulations, the Chief Executive Officer and Chief Financial Officer has certified that the financial statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards. The said Certificate is also forming part of this Report.

Compliance with mandatory Requirements

Your Company has complied with all the mandatory corporate governance requirements under the Listing Regulations. Specifically, your Company confirms compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Listing Regulations except as stated or disclosed otherwise.

A Certificate from M/s Kumar G & CO., Practicing Company Secretary confirming compliance with the conditions of the Corporate Governance as stipulated under the Listing Regulations is forming part of this Report.

Compliance with Non- Mandatory Requirements

Your Company has also complied with many non- mandatory corporate governance requirements as prescribed under the Listing Regulations details of the same are as follows:

1. Chairman

The Board has appointed Mr. Gyan Prakash Govil, an Independent Director as Chairman of the Company.

2. Separation of office of CEO and Chairman

The Company has an Independent Director as its Chairman and also appointed a Chief Executive Officer to manage affairs of the Company.

3. Modified Opinion(s) in Audit Report

There is no modified opinion(s) in the Auditors Report for the financial year 2021-22 issued by the Auditors of the Company.

4. Reporting of Internal Auditor

The Internal Auditor reports to the Audit Committee.

5. Certificate on Non-Disqualification of Directors

A certificate from Practicing Company Secretary certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as a Director by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority forms part of the this report

GENERAL BODY MEETINGS
a) Location and time, where last three Annual General Meetings held:

Financial year Day and Date	Time	Venue	Special Resolution Passed
FY 20-21 (AGM) September 27, 2021	11.30 A.M	through Video Conferencing /Other Audio Visual Means (OAVM) facility	Following Special Resolutions were passed: 1) Amendment to the Articles of Association of the Company. 2) To authorize Capital raising through Right Issue of Equity Shares. 3) Appointment of Ms. Kratika Godika (DIN: 08825445) as an Independent Director.
FY 19-20 (AGM) September 29, 2020	11.30 A.M	through Video Conferencing /Other Audio Visual Means (OAVM) facility	Following Special Resolutions were passed: 1. Members approval for borrowing under Section 180 (1) (c) of the Companies Act, 2013 2. Members approval for securing the borrowings of the Company under Section 180(1)(a) of the Companies, Act, 2013 3. Members approval to make loan and investment exceeding the ceiling prescribed under Section 186 of the Companies, Act, 2013 4. Members approval for giving loan and guarantee or providing security in connection with loan availed by any specified person under Section 185 of the Companies, Act, 2013 5. Members' approval for Related Party Transactions under section 188 of the Companies Act, 2013.
FY 18-19 (AGM) September 30, 2019	11.30 A.M	Haryana Maitri	None

POSTAL BALLOT:

During the period under review, the following resolutions were passed through postal ballot on February 26, 2022 for the following purpose:

S. No.	Descriptions
1	To approve raising of funds and issuance of securities by the Company
2	To increase in authorized share capital of the Company and consequent alteration in capital clause of the Memorandum of Association of the Company
3	To amend existing Articles of Association of the Company by substituting of new Article(s)

The details of such postal ballot was intimated to the stock exchanges along with the scrutinizers report on the same day dispatching of notice and declaration of postal ballot results respectively.

1) MEANS OF COMMUNICATION
a) Quarterly Results:

The Company publishes limited reviewed un-audited financial results on quarterly basis. In respect of the fourth quarter, the Company publishes the audited financial results for the complete financial year.

b) Newspapers wherein results normally published:

The financial results are generally published in 'Financial Express' (English) and 'Jansatta' (Hindi).

c) Website, where Displayed:

The financial results and the official news releases are also placed on the Company's website at www.vikasecotech.com

d) **Official news releases:**

The Company regularly publishes an information update on its financial results and also displays official news releases in the 'Investors' section under relevant sections.

SHARE TRANSFER SYSTEM

Effective April, 1 2019, transfer of Shares in physical form is not permissible under Listing Regulations. Shareholders are thus advised to convert their shares in Dematerialised/Electronic form. No transferor allotment of shares will be approved in physical form. Transfer of Equity Shares in dematerialized form is done through depositories with no intervention of the Company.

DEMATERIALIZATION OF SHARES & LIQUIDITY

As on March 31, 2022, the entire shareholding of the promoters were held in dematerialized form, further, 99.74% of the total equity shares from the Category other than promoters were held in dematerialized form.

RECONCILIATION OF SHARE CAPITAL AS ON MARCH 31, 2022

SEGMENTS	HOLDINGS	% OF HOLDINGS
CDSL	47,91,57,575	51.29
NSDL	45,27,81,266	48.45
PHYSICAL	24,54,391	0.26
TOTAL HOLDINGS	93,43,93,232	100.00

e) **Stock Market Price Data - high, low during each month in last financial year:**

Price details monthly High-Low as compared with broad based Index.

Stock trading details on NSE

NSE Scrip Code: VIKASECO

Period: April, 2021- March, 2022

Month	Open	High	Low	Close	Total traded Volume (in Lakhs)	Turnover (in Rupees Lakhs)
April'21	2.30	2.40	1.60	1.90	1109.04	2230.37
May'21	1.90	2.60	1.80	2.20	671.08	1472.28
June'21	2.23	2.65	1.95	2.05	413.26	918.20
July'21	2.05	2.50	1.80	2.20	1965.64	4166.95
Aug'21	2.15	2.45	2.05	2.20	1471.61	3333.51
Sep'21	2.20	2.30	1.95	2.05	1239.75	2620.61
Oct'21	2.10	2.40	1.95	2.00	1178.54	2504.15
Nov'21	2.05	2.75	1.95	2.30	1944.55	4759.63
Dec'21	2.20	2.90	2.00	2.90	968.05	2279.24
Jan'22	3.00	6.90	3.00	6.30	2329.81	12238.32
Feb'22	6.00	6.20	4.85	5.30	1409.47	7739.24
March'22	5.25	6.30	4.85	5.30	1878.31	10659.33

Stock trading details on BSE

BSE Scrip Code: 530961

Period: April, 2021 - March, 2022

Month	Open	High	Low	Close	Total traded Volume (in Lakhs)	Turnover (in Rupees Lakhs)
April'21	2.32	2.48	1.63	1.9	266.24	534.09
May'21	1.9	2.59	1.75	2.2	246.68	548.99
June'21	2.25	2.71	1.97	2.03	208.91	479.24
July'21	2.1	2.56	1.75	2.17	2394.90	5443.33
Aug'21	2.13	2.45	2.05	2.2	674.58	1513.12
Sep'21	2.2	2.29	1.96	2.08	775.73	1631.61
Oct'21	2.09	2.38	1.99	2.02	631.86	1332.56
Nov'21	2.07	2.73	1.95	2.24	602.04	1394.83
Dec'21	2.13	3.01	2	3.01	505.77	1236.45
Jan'22	3.16	6.9	3.03	6.27	3005.98	15279.81
Feb'22	5.96	6.22	4.55	5.3	405.77	2195.94
March'22	5.04	6.24	4.81	5.31	643.68	3640.38

DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2022
A. DISTRIBUTION OF SHAREHOLDING

The shareholding distribution of equity shares as on March 31, 2022 is given hereunder:

Number of Equity Shares Held	Number of Shareholders	% of Total Shareholders	Number of Shares Held
1-5000	2,26,914	92.66	16,09,29,979
5001-10000	8,600	3.51	6,77,80,458
10001-20000	4,518	1.85	6,67,81,830
20001-30000	1,594	0.65	4,02,38,007
30001-40000	726	0.30	2,57,52,482
40001-50000	623	0.25	2,92,81,561
50001-100000	1,059	0.43	7,88,25,898
100001-Above	842	0.34	46,48,03,017

B. CATEGORY WISE SHAREHOLDING AS ON MARCH 31, 2022

Description	Total No. of equity Shares held as on March 31, 2022	% Shareholding
Promoters	8,84,71,181	9.47
Foreign Portfolio Investors	1,03,70,886	1.11
NBFCs registered with RBI	1,30,000	0.01
Banks / Financial Institutions / NBFCs	3,005	0.00
Individual Share Capital up to 2 Lacs	50,58,15,478	54.13
Individual Share Capital in excess of 2 Lacs	26,97,53,419	28.87
Others	5,98,49,263	6.41

f) Outstanding Global Depository Receipts or American Depository Receipts or Warrants or anyconvertible instruments, conversion date and likely impact on equity:

There are no GDRs/ADRs/Warrants outstanding as on March 31, 2022

CEO / CFO certification

To comply with the Regulation 17(8) of SEBI (LODR) Regulations, the Whole time Director and the Chief Financial Officer have certified that the financial statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards. The said Certificate is also forming part of this Report.

Code of Conduct

The Board and all senior management personnel of the Company are required to abide by the Code of Conduct as laid down by the Board ensuring minimum standards of Business and ethical Conduct.

This Code outlines fundamental ethical considerations as well as specific considerations that need to be maintained for professional conduct. This Code has been displayed on the Company's website at www.vikasecotech.com.

A declaration by the Managing Director confirming that all the Directors and senior management personnel of the Company have affirmed compliance with Company's Code of Conduct for the financial year ended March 31, 2022 is annexed at the end of this report.

CORPORATE GOVERNANCE CERTIFICATE

To,

The Members of

Vikas Ecotech Limited

34/1, Vikas Apartments, East Punjabi Bagh,

New Delhi -110026

We have examined the compliance of conditions of Corporate Governance by Vikas Ecotech Limited (“the Company”), for the financial year ended March 31, 2022 as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company. The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to 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.

**For Kumar G & Co.
Companies Secretaries**

Gupta P.K.

Proprietor

M. No. 14629

COP No. 7579

UDIN: A014629D000906036

Place: New Delhi

Date: 03rd September, 2022

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
Vikas Ecotech Limited
34/1, Vikas Apartment, East Punjabi Bagh,
New Delhi-110026

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Vikas Ecotech Limited having CIN: L65999DL1984PLC019465 and having registered office at 34/1, Vikas Apartment, East Punjabi Bagh New Delhi-110026 (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 for the FY ended March 31, 2022.

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

S. No.	Name of Director	DIN	Date of Appointment
1.	Mr. Vikas Garg	00255413	15/06/1992
2.	Mr. Vivek Garg	00255443	25/07/2008
3.	Mr. Ravi Kumar Gupta	01018072	14/02/2019
4.	Mrs. Gyan Prakash Govil	08477296	28/06/2019
5.	Mr. Suresh Kumar Dhingra	03513272	13/02/2020
6.	Mrs. Kratika Godika	08825445	04/06/2021

However, during the year under review and after its closure, there were some changes in the Board Composition as detailed below:

1. Mr. Suresh Kumar Dhingra, Director of the Company resigned w.e.f. April 25, 2022.
2. Mr. Dinesh Bhardwaj (DIN: 07719674) appointed as Additional Director (Whole-Time Director) of the Company w.e.f. May 6, 2022.

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

For Kumar G & Co.
Companies Secretaries

GUPTA P.K.
Proprietor

M. No. 14629

COP No. 7579

UDIN: A014629D000906014

Place: New Delhi
Date: 03rd September, 2022

CEO'S/CFO'S CERTIFICATE

We, Dinesh Bhardwaj, Chief Executive Officer and Amit Dhuria, Chief Financial Officer of Vikas Ecotech Limited, to the best of our knowledge and belief, certify that:

- a. We have reviewed the financial statements and the cash flow statement for the year ended March 31, 2022 and that to the best of our knowledge and belief :
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements, that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed, to the auditors and the Audit Committee, wherever applicable, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit Committee, wherever applicable,
 - iii. significant changes in internal control over financial reporting during the year;
 - iv. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - v. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

For Vikas Ecotech Limited

For Vikas Ecotech Limited

Date: 06.05.2022

Place: New Delhi

**Dinesh Bhardwaj
Chief Executive officer**

**Amit Dhuria
Chief Financial officer**

DECLARATION OF COMPLIANCE WITH COMPANY'S CODE OF CONDUCT

The Member

Vikas Ecotech Limited

I hereby confirm that all the Board members and senior management personnel of the company have affirmed compliance with the company's Code of Conduct during the financial year ended March 31, 2022.

For Vikas Ecotech Limited

Date : 03rd September, 2022

Place : New Delhi

**Vikas Garg
Managing Director
DIN: 00255413**

Form No. MR-3
Secretarial Audit Report

For the Financial year ended 2021-22

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

To,
The Members,
VIKAS ECOTECH LIMITED,
34/1 Vikas Apartments,
East Punjabi Bagh Delhi 110026

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **VIKAS ECOTECH LIMITED** (hereinafter 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 my 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 March 31, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- I. The Companies Act, 2013 (the Act) and the rules made 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 extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings (No Fresh FDI, ODI and ECB was taken by 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;
 - (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;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;*
 - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India as amended time to time.
- (ii) The Listing Agreements entered into by the Company with Stock Exchanges and SEBI (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.

We further report that

- 1) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including two Women Independent Directors on the Board.
- 2) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda, 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.

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

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

Note: Please report specific observations / qualification, reservation or adverse remarks in respect of the Board Structures/system and processes relating to the Audit period.

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

- (i) Public/Right/Preferential issue of shares / debentures/sweat Equity, etc. except the following instances:

The Company after obtaining members approval by mean of passing Special Resolution through Postal Ballot dated February 9, 2021 and necessary stock exchange(s) approvals, issued 36,38,69,577 Equity Shares on Right basis to the existing shareholder of the Company on July 7, 2021 and raised Rs. 49.12 Crores.

Thereafter, pursuant to members approval dated September 27, 2021, stock exchanges and other statutory approvals, the company decided to approve another Issue of Securities on Right basis to raise funds up to Rs. 50 Cr. The Board of Directors of the company in their board meeting held on November 20, 2021 decided to issue 30,90,09,241 partly paid-up Equity Shares at a price of Rs. 1.60/- through Rights Issue of for up to an aggregate amount of Rs. 49.44 Cr.

And accordingly, on December 29, 2021 the company allotted 30,90,09,241 Partly Paid-up Rights Equity shares at a price of Rs. 0.80 per Rights Equity share (on application) to the eligible applicants. After receiving First and Final Call of Rs. 0.80 per equity share, the 29,55,67,595 Partly Paid Up Equity Shares were converted into fully paid-up equity shares on March 7, 2022. As on March 31, 2022 there were 1,34,41,646 Partly Paid-up Shares remained unpaid.

Post Closure of the period under review, the Company send First Reminder for First and Final Call Money, and converted 74,92,368 Partly Paid Up Equity Shares into fully paid up equity shares on receipt of call money, and as such as on date 59,49,278 Partly Paid-up Shares remained unpaid;

- (ii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.
(iii) Merger / amalgamation / reconstruction, etc
(iv) Foreign technical collaborations
(v) Redemption / buy-back of securities

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

**For KUMAR G & Co.
Company Secretaries**

**GUPTA P. K.
Proprietor**

M. No. 14629

COP No. 7579

UDIN: A014629D000906058

Date: 03rd September, 2022

Place: New Delhi

To,

The Members,

VIKAS ECOTECH LIMITED,

34/1 Vikas Apartments,

East Punjabi Bagh Delhi 110026

Sub: Secretarial Audit for the Financial Year ended March 31, 2022 of even date is to be read with this letter

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

**For KUMAR G & Co.
Company Secretaries**

GUPTA P. K.

Proprietor

M. No. 14629

COP No. 7579

UDIN: A014629D000906058

Date: 03rd September, 2022

Place: New Delhi

**SECRETARIAL COMPLIANCE REPORT OF
VIKAS ECOTECH LIMITED
FOR THE YEAR ENDED MARCH 31, 2022**

We have examined:

- all the documents and records made available to us and explanation provided by M/s. Vikas Ecotech Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2022 in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- 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

and circulars/ guidelines issued thereunder and based on the above examination, we hereby report that during the Review Period:

- The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
---Nil---			

- The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- The following are the details of actions taken against the listed entity/its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars)under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
---Nil---				

- The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
---Nil---				

*Not Applicable to the period under review as there is no such transaction

Note:

- Provide the list of all the observations in the report for the previous year along with the actions taken by the listed entity on those observations.
- Add the list of all observations in the reports pertaining to the periods prior to the previous year in case the entity has not taken sufficient steps to address the concerns raised/ observations.

for KUMAR G & Co.
Company Secretaries

Date : May 6, 2022
Place: New Delhi

GUPTA P. K.
ACS : 14629 | CP : 7579
UDIN: A014629D000279960

INDEPENDENT AUDITOR'S REPORT

To the Members of VIKAS ECOTECH LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of VIKAS ECOTECH LIMITED ("the Company"), which comprise the balance sheet as at 31st March, 2022, the statement of Profit and Loss (Including Other Comprehensive Income), statement of changes in equity, and the statement of cash flows for the period then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

Subject to the possible impact due to matters reported in other matters para, in our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2022, its profit and total comprehensive Profit, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

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

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility 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 standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, 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.

OTHER MATTERS

- a. Closing stock includes stock valuing Rs. 6.12Cr non moving/slow moving nature identified on the basis of ageing of stock for more than year. No provisioning is done since as per the management, the stock is usable and is in good condition and hence no provisioning for impairment in value of stock is required.
- b. Debtors includes debtors amounting to Rs. 6.07 Cr. which are overdue and outstanding for more than one year as on March 2022. Further the debtor also includes debtors amounting to Rs. 3.24 Cr. which are outstanding on account of dispute with the parties. The said balances are subject to provisioning for expected credit loss (ECL) on the basis of probability of recoverability. No provision is being done against these balances since as per the management balances are good and recoverable.
- c. The advances given to suppliers amounting to Rs. 64.79 Crores, being significantly higher as compare to purchase trends of the company is subject to management view and business expediency. An advance to suppliers includes advances of Rs. 14.77 Crores which are pending for more than one year and pending for adjustment as on March 2022. No provision is being done against these balances since as per the management balances are good and recoverable.

Our opinion is not modified in respect of above matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure-"A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, 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 except the information and explanation related to matters mentioned in other matters para.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books. .
 - c) The company is not having any branch office and hence clause (c) of section 143(3) of the Companies Act 2013 is not applicable.
 - d) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income , statement of changes in equity and the statement of Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the financial statements.
 - e) In our opinion, except as otherwise disclosed in accounting policies and notes to the financial statements, 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
 - f) On the basis of the written representations received from the directors of the Company as on 31st March, 2022 taken on record by the Board of Directors of the Company, none of the directors of the company is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - g) 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".
 - 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 has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note35 to the financial statements;
 - ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"),with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that

the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under and (b) above, contain any material misstatement.

- iv. No dividend declared by the company declared or paid by the Company during the year.

For KSMC & ASSOCIATES
Chartered Accountants
FRN: 003565N

(CA SACHIN SINGHAL)
Partner

Place: New Delhi
Date: 06.05.2022

M. No.:505732
UDIN: 22505732AIPJNN4618

Annexure A

ANNEXURE TO THE AUDITOR'S REPORT

The Annexure referred to in our report to the members of VIKAS ECOTECH LIMITED("the Company") for the year ended March 31, 2022. We report that:

S. No.	Particulars	Auditor's Remarks												
(i)	(a) (A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;	In the absence of requisite documents and explanation, we are unable to comment on this.												
	(B) whether the company is maintaining proper records showing full particulars of intangible assets;	The company is only having one intangible asset and all the proper records in respect of same has been maintained by the company.												
	(b) whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	In the absence of requisite documents and explanation, we are unable to comment on this.												
	(c) whether the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company, if not, provide the details thereof in the format below:-													
	<table border="1"> <thead> <tr> <th>Description of property</th> <th>Gross carrying value</th> <th>Held in name of</th> <th>Whether promoter, director or their relative or employee</th> <th>Period held – indicate range, where appropriate</th> <th>Reason for not being held in name of company*</th> </tr> </thead> <tbody> <tr> <td colspan="6">According to the information provided to us, there is one property located in Jammu State which is held in name of Sigma Plastics Industries. The said firm was taken over by the company in the earlier years however, being leased property, the title of the said property could not be transferred in company's name due to some pending procedural conditions and formalities.</td> </tr> </tbody> </table>	Description of property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in name of company*	According to the information provided to us, there is one property located in Jammu State which is held in name of Sigma Plastics Industries. The said firm was taken over by the company in the earlier years however, being leased property, the title of the said property could not be transferred in company's name due to some pending procedural conditions and formalities.						
Description of property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in name of company*									
According to the information provided to us, there is one property located in Jammu State which is held in name of Sigma Plastics Industries. The said firm was taken over by the company in the earlier years however, being leased property, the title of the said property could not be transferred in company's name due to some pending procedural conditions and formalities.														
(d)	whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;	According to our information company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.												
(e)	whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under, if so, whether the company has appropriately disclosed the details in its financial statements;	According to the information and explanation given to us the Company has no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under												

(ii)	(a)	whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;	In our opinion according to information given to us, the inventories have been physically verified during the year by the Management at reasonable intervals and as explained to us no material discrepancies were noticed on physical verification.
	(b)	whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, if not, give details;	The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Based on our test check, monthly statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company in all material aspects.
(iii)		whether during the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, if so,-	According to the information and explanations given to us the company has not made any investments in, not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
	(a)	whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate-	NA
	(A)	the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;	NA
	(B)	the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates;	NA
	(b)	whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;	NA
	(c)	in respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	NA
	(d)	if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	NA
	(e)	whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans];	NA

	(f)	whether the company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013;	NA
	(iv)	in respect of loans, investments, guarantees, and security, whether provisions of sections 185 and 186 of the Companies Act have been complied with, if not, provide the details thereof;	In our opinion and according to information and explanation given to us the Company has not made any investment and given loan, guarantee or security under section 185 and 186 of the Companies Act, 2013. Accordingly, Paragraph 3(iv) of the Order is not applicable
	(v)	in respect of deposits accepted by the company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made there under, where applicable, have been complied with, if not, the nature of such contraventions be stated; if an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not;	According to the information and explanations given to us, the Company has not accepted any deposits from the public. Accordingly, paragraph 3 (v) of the Order is not applicable.
	(vi)	whether maintenance of cost records has been specified by the Central Government under subsection (1) of section 148 of the Companies Act and whether such accounts and records have been so made and maintained;	The Company has maintained cost records as required as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. In this regard, Management Representation and certificate from cost auditor has been provided and relied upon by us being technical matter in nature.
	(vii)	(a) whether the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;	<p>According to the information and explanations given to us and on the basis of our examination of the records of the Company, in respect of undisputed statutory dues including Provident Fund, Employee's State Insurance Fund, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Custom Duty, Value Added Tax, cess and other material statutory dues have been deposited during the year by the Company with the appropriate authorities but delay in deposit of the same has been observed in some of the cases. As on year end following are the unpaid statutory dues which are remaining unpaid since very long time:</p> <ol style="list-style-type: none"> 1. Income Tax Payable Rs. 3,97,41,953/- 2. Income Tax payable Rs. 66,45,895/- 3. Custom Duty Payable Rs. 1,06,38,175*** <p>***This amount is payable against goods damaged in fire. Against this loss, the company had lodged the insurance claim with the Insurance Company. During the year, the claim has been partly settled by the insurance company. Regarding short claim, the Company has already filled its objection with respect to short amount of insurance claim received from OIC, which is pending as on date. In view of this, the abovementioned amount payable has been put on hold for payment and shall be paid as and when insurance company settles the pending insurance claim.</p>

	(b)	where statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned (a mere representation to the concerned Department shall not be treated as a dispute);	For amounts which are not paid on account of disputes for which appeals are pending, refer Note 35 to Financial Statements for the year ended 31st March 2022.															
(viii)		whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year;	There were no such transaction which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)															
(ix)	(a)	whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and Government or dues to debenture holders during the year. if yes, the period and the amount of default to be reported as per the format below:-																
		<table border="1"> <thead> <tr> <th>Nature of borrowing, including debt securities</th> <th>Name of lender*</th> <th>Amount not paid on due date</th> <th>Whether principal or interest</th> <th>No. of days delay or unpaid</th> <th>Remarks, if any</th> </tr> </thead> <tbody> <tr> <td></td> <td>*lender wise details to be provided in case of defaults to banks, financial institutions and Government.</td> <td></td> <td>NA</td> <td></td> <td></td> </tr> </tbody> </table>	Nature of borrowing, including debt securities	Name of lender*	Amount not paid on due date	Whether principal or interest	No. of days delay or unpaid	Remarks, if any		*lender wise details to be provided in case of defaults to banks, financial institutions and Government.		NA						
		Nature of borrowing, including debt securities	Name of lender*	Amount not paid on due date	Whether principal or interest	No. of days delay or unpaid	Remarks, if any											
	*lender wise details to be provided in case of defaults to banks, financial institutions and Government.		NA															
	(b)	whether the company is a declared wilful defaulter by any bank or financial institution or other lender;	The company has not been declared willful defaulter by any bank or financial institution or other lender or any government authority.															
	(c)	whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported;	The Company has not taken term loan during the year. Hence the paragraph 3 (IX)(c) of the Order is not applicable															
	(d)	whether funds raised on short term basis have been utilised for long term purposes, if yes, the nature and amount to be indicated;	The company has not raised any funds during the year and hence this para of the order is not applicable															
	(e)	whether the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, if so, details thereof with nature of such transactions and the amount in each case;	The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.															
	(f)	whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, if so, give details thereof and also report if the company has defaulted in repayment of such loans raised;	The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.															
(x)	(a)	whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised, if not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	According to the information and explanation given to us the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, paragraph 3 (x) (a) of the Order is not applicable.															
	(b)	whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of non-compliance;	As per information and explanation given to us the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3 (x) (b) of the Order is not applicable.															

(xi)	(a)	whether any fraud by the company or any fraud on the company has been noticed or reported during the year, if yes, the nature and the amount involved is to be indicated;	Based upon the audit procedures performed and information and explanations given by the management, No fraud on or by the Company has been noticed or reported during the course of our audit or reported.
	(b)	whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;	No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
	(c)	whether the auditor has considered whistle-blower complaints, if any, received during the year by the company;	As explained to us, during the year no such complaints were received by the company.
(xii)	(a)	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability;	As per information and explanations given to us the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
	(b)	whether the Nidhi Company is maintaining ten per cent. unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	NA
	(c)	whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof;	NA
(xiii)		whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards;	As per information and explanation given to us all the transactions with the related parties are in compliance with section 177 and 188 of the Companies Act 2013 where applicable and the details have been disclosed in the financial statement, as required by the applicable Ind AS accounting standards
(xiv)	(a)	whether the company has an internal audit system commensurate with the size and nature of its business;	In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
	(b)	whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor;	We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
(xv)		whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with;	As per information and explanation given to us the Company has not entered into any non-cash transactions with directors or persons connected with directors. Accordingly, paragraph 3 (xv) of the Order is not applicable.
(xvi)	(a)	whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and if so, whether the registration has been obtained;	As per information and explanation given to us the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934
	(b)	whether the company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;	As per information and explanation given to us the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934
	(c)	whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfil the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria;	The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

	(d)	whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group;	In our opinion there is no Core Investment Company (CIC) in Group as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3 (xvi)(d) of the Order is not applicable.
(xvii)		whether the company has incurred cash losses in the financial year and in the immediately preceding financial year, if so, state the amount of cash losses;	The company has not incurred cash losses during the financial year covered by our audit, however in the immediately preceding financial year the company has incurred cash losses of Rs. 10.09 Crores.
(xviii)		whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors;	There is no resignation of the statutory auditors of the company during the year.
(xix)		on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists 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;	On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this not an assurance as to the future viability of the company. We further that our reporting is based on the facts up to the date the audit report and we neither give guarantee nor assurance that all liabilities falling due within a period of a one year from the balance sheet date, will get discharged by the company as and when they fall due.
(xx)	(a)	whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;	The provisions of section 135 of the Companies Act 2013 is not applicable on the company and hence paragraph 3 (xx)(a) of the Order is not applicable.
	(b)	whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act;	The company is not covered under this clause, Accordingly, paragraph 3 (xx)(b) of the Order is not applicable.

For KSMC & ASSOCIATES
Chartered Accountants
Firm Regn. No. 003565N

CA SACHIN SINGHAL
Partner
Membership No.: 505732
UDIN: 22505732AIPJNN4618

Place: New Delhi
Date : 06.05.2022

to the Independent Auditors Report on the Financial Statements of **VIKAS ECOTECH LIMITED**

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of VIKAS ECOTECH LIMITED ("the Company") as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

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

For KSMC & ASSOCIATES
Chartered Accountants
Firm Regn. No. 003565N

CA SACHIN SINGHAL
Partner
Membership No.: 505732
UDIN: 22505732AIPJNN4618

Place: New Delhi
Date: 06.05.2022

BALANCE SHEET AS AT 31 MARCH 2022

(Amount in Lakhs except share and per equity share data)

Particulars	Notes	As at 31 March 2022	As at 31 March 2021
ASSETS			
Non-current assets			
Property, plant and equipment	5	2,030.24	2,211.59
Investment Property	5	779.78	820.03
Financial assets			
Other financial assets	6	1,977.73	1,625.08
Investments	6A	-	6.60
Deferred tax assets (net)	7	58.94	70.51
Other non-current assets	8	1,850.29	1,805.54
		6,696.98	6,539.35
Current assets			
Inventories	9	8,216.88	10,160.51
Financial assets			
Trade receivables	10	13,032.20	8,105.96
Cash and cash equivalents	11	279.77	31.99
Other bank balances	12	823.94	865.02
Other financial assets	13	32.73	43.15
Assets Held for Sale	5	-	-
Other current assets	14	5,354.42	6,825.43
		27,739.94	26,032.05
TOTAL ASSETS		34,436.92	32,571.40
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	9,393.37	2,799.00
Other equity	16	13,370.06	10,065.33
Total equity		22,763.43	12,864.33
Non-current liabilities			
Financial liabilities			
Borrowings	17	305.05	536.04
Provisions	18a	24.14	29.55
Other Liabilities	18c	43.21	43.21
		372.40	608.80
Current liabilities			
Financial liabilities			
Borrowings	17	8,747.60	13,921.04
Trade payables	19		
Total outstanding dues of Micro & Small Enterprises		597.96	790.61
Total outstanding dues of creditors other than Micro & Small Enterprises		934.78	2,886.09
Other financial liabilities	20	254.64	692.70
Provisions	18b	0.63	0.62
Other current liabilities	21	765.48	807.21
Current tax liabilities (net)	7	-	-
		11,301.10	19,098.26
Total liabilities		11,673.49	19,707.07
TOTAL EQUITY AND IABILITIES		34,436.92	32,571.40

NOTES TO ACCOUNTS: forming part of Financial Statement 1 – 41

As per our report of even date attached

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

FOR KSMC AND ASSOCIATES
 Chartered Accountants
 (FRN: 003565N)

VIKAS GARG
 (MANAGING DIRECTOR)
 00255413

VIVEK GARG
 (DIRECTOR)
 00255443

CA.SACHIN SINGHAL
 Membership No.: 505732
 UDIN: 22505732AIPJNN4618

PRASHANT SAJWANI
 (COMPANY SECRETARY)

AMIT DHURIA
 (CHIEF FINANCIAL OFFICER)

DINESH BHARDWAJ
 (CHIEF EXECUTIVE OFFICER)

 Place: NEW DELHI
 Date: 06.05.2022

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2022

(Amount in Lakhs except share and per equity share data)

Particulars	Notes	As at 31 March 2022	As at 31 March 2021
Revenue from operations	22	25,042.40	11,617.77
Other income	23	173.31	455.75
Total Revenue		25,215.71	12,073.52
Cost of raw material and components consumed	24	10,752.99	10,492.12
Purchase of traded goods	25	10,924.07	-
(Increase)/ decrease in inventories of finished goods, work-in-progress and traded goods	26	52.34	-
Employee benefits expense	27	234.09	240.15
Depreciation expense	28	360.34	396.31
Finance costs	29	1,908.61	1,816.23
Other expenses	30	773.81	436.06
Total expense		25,006.25	13,380.87
Profit/(loss) before exceptional items and tax		209.46	(1,307.35)
Exceptional items	31	-	-
Profit/(loss) before and tax		209.46	(1,307.35)
Income tax expense:			
Current tax		(3.70)	-
Excess/ Short provision relating earlier year tax			-
Interest on Income Tax earlier year		62.35	98.00
Deferred tax		11.57	29.63
Income tax expense		70.22	127.63
Profit for the year		139.24	(1,434.98)
Other comprehensive income			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains (losses)		14.71	0.12
Income tax effect		(3.70)	-
Net other comprehensive income (net of tax) not to be reclassified to profit or loss in subsequent periods		11.01	0.12
Total Comprehensive income for the year		150.25	(1,434.85)
Earnings per share			
Basic and Diluted earnings per share	32	0.02	(0.51)

As per our report of even date attached

FOR KSMC AND ASSOCIATES
Chartered Accountants
(FRN: 003565N)

VIKAS GARG
(MANAGING DIRECTOR)
00255413

VIVEK GARG
(DIRECTOR)
00255443

CA.SACHIN SINGHAL
Membership No.: 505732
UDIN: 22505732AIPJNN4618

PRASHANT SAJWANI
(COMPANY SECRETARY)

AMIT DHURIA
(CHIEF FINANCIAL OFFICER)

DINESH BHARDWAJ
(CHIEF EXECUTIVE OFFICER)

Place: NEW DELHI
Date: 06.05.2022

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2022

(Amount in Lakhs except share and per equity share data)

A. Equity share capital

(Amount in Lakhs)

Particulars	For the year ended 31 March 2022	
	Issued Capital	
	Number of Shares	Amount (INR)
Balance as at 1 April 2021	2,799.00	2,799.00
Shares issued during the year	6,594.37	6,594.37
Balance as at 31 March 2022	9,393.37	9,393.37

B. Other equity

Particulars	For the year ended 31 March 2022						
	Share premium	General Reserve	Retained Earnings	Other Reserves	Share Application Money Pending for Allotment	Other Comprehensive income	Total
Balance as at 1 April 2021	1,148.70	1,471.20	7,423.38	9.66	-	12.39	10,065.33
Profit for the year	-	-	139.24	-	-	-	139.24
Additions during the year	-	-	-	-	107.53	-	107.53
Other comprehensive income	-	-	-	-	-	11.01	11.01
Call in Arrears	-	-	-	-	-	-	-
Total comprehensive income	1,148.70	1,471.20	7,562.62	9.66	107.53	23.40	10,323.12
Premium on shares issued during the year	3,046.95	-	-	-	-	-	3,046.95
Final dividend on equity shares	-	-	-	-	-	-	-
Tax on final dividend on equity shares	-	-	-	-	-	-	-
Balance as at 31 March 2022	4,195.65	1,471.20	7,562.62	9.66	107.53	23.40	13,370.06

FOR KSMC AND ASSOCIATES
 Chartered Accountants
 (FRN: 003565N)

VIKAS GARG
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 00255413

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 (CHIEF FINANCIAL OFFICER)

DINESH BHARDWAJ
 (CHIEF EXECUTIVE OFFICER)

 Place: NEW DELHI
 Date: 06.05.2022

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2022

(Amount in Lakhs except share and per equity share data)

Particulars	As at 31 March 2022	As at 31 March 2021
Operating activities		
Profit before tax	209.46	(1,307.35)
Profit before tax		
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and impairment of property, plant and equipment	360.34	396.31
Gain/loss on disposal of property, plant and equipment	-	-
Finance income	(59.67)	(56.10)
Finance costs	1,908.61	1,816.23
Profit/Loss on sale of Investment	(1.33)	30.77
Profit/Loss on sale of Fixed Assets	(1.35)	(38.46)
Rental income	(92.50)	(45.05)
Working capital adjustments:		
(Increase)/ decrease in inventories	1,943.63	885.87
(Increase)/ decrease in trade receivables	(4,926.23)	2,164.15
(Increase)/ decrease in other bank balances	41.08	37.25
(Increase)/ decrease in other financial assets	(342.24)	(24.90)
(Increase)/ decrease in other assets	1,426.26	(1,357.56)
(Decrease)/ increase in trade payables	(2,143.96)	1,112.27
(Decrease)/ increase in other financial liabilities	(4.14)	(161.55)
(Decrease)/ increase in provisions	9.31	1.69
(Decrease)/ increase in other current liabilities	(41.73)	(2,008.59)
(Decrease)/ increase in Current tax liabilities (net)	(0.03)	(103.01)
Cash generated from operations	(1,714.50)	1,341.97
Income tax paid	(70.22)	(98.07)
Net cash flows from operating activities	(1,784.72)	1,243.90
Investing activities		
Proceeds from sale of property, plant and equipment	37.78	-
Proceeds from sale of Investments	5.34	-
(Increase)/ decrease in Investments	6.60	(95.38)
(Increase)/ decrease in Investments	-	58.22
Purchase of property, plant and equipment	(171.28)	(106.17)
Rental income	92.50	45.05
Interest received	59.67	56.10
Net cash flows used in investing activities	30.61	(42.18)
Financing activities		
Proceeds from Right Issue including share premium	9,641.32	-
Proceeds from Share Application pending for Allotment	107.53	
(Repayment)/Proceeds from borrowings - Non Current	(231.00)	2,108.70
(Repayment)/Proceeds from borrowings - Current	(5,607.35)	(1,493.14)
Interest paid	(1,908.61)	(1,816.23)
Net cash flows from/(used in) financing activities	2,001.89	(1,200.67)
Net increase in cash and cash equivalents	247.78	1.05
Cash and cash equivalents at the beginning of the year	31.99	30.94
Cash and cash equivalents at year end	279.77	31.99

As per our report of even date attached

FOR KSMC AND ASSOCIATES
Chartered Accountants
(FRN: 003565N)

VIKAS GARG
(MANAGING DIRECTOR)
00255413

VIVEK GARG
(DIRECTOR)
00255443

CA.SACHIN SINGHAL
Membership No.: 505732
UDIN: 22505732AIPJNN4618

PRASHANT SAJWANI
(COMPANY SECRETARY)

AMIT DHURIA
(CHIEF FINANCIAL OFFICER)

DINESH BHARDWAJ
(CHIEF EXECUTIVE OFFICER)

Place: NEW DELHI
Date: 06.05.2022

1. Corporate information

Vikas Ecotech Limited ('the Company') is a Delhi based professionally managed Company incorporated on 30 November, 1984 under the Companies Act, 1956, having its registered office at Vikas Apartments, 34/1, East Punjabi Bagh, New Delhi – 110 026 and is listed on National Stock Exchange of India (NSE) and Bombay Stock Exchange (BSE).

The Company is an emerging player in the global arena engaged in the business of high-end specialty chemicals. It is an integrated, multi-specialty product solutions company, producing a wide variety of superior quality, eco-friendly additives and rubber-plastic compounds. Its additives and rubber-plastic compounds are process-critical and value-enabling ingredients used to manufacture a varied cross-section of high-performance, environment-friendly and safety-critical products. From agriculture to automotive, cables to electrical, hygiene to healthcare, polymers to packaging, textiles to footwear, the Company's products serve a diverse range of global industry needs. The Company has its manufacturing plants in the state of Rajasthan & Noida SEZ (UP).

Apart from above, the Company has started its manufacturing unit of MS sockets & pipe fittings in Ghaziabad during current fiscal. The said space/premises has been taken on lease. Further, the company has also commenced operations/trading/dealing from Delhi, in TMT Bars, Steel, HR Coils, CR Colis, ERW pipes, to cater need of infrastructure & different industries/segment.

2. Basis of preparation

a) Statement of compliance:

The Company has adopted Indian Accounting Standards (Ind AS) with effect from 1 April 2017 with transition date of 1 April 2016, pursuant to notification issued by Ministry of Corporate Affairs dated 16 February 2015, notifying the Companies (Indian Accounting Standards) Rules, 2015. Accordingly, these financial statements have been prepared to comply in all material aspects with the Indian Accounting Standard (Ind AS) notified under section 133 of the Companies Act, 2013 ('the Act'), read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India. For all periods up to and including the year ended 31 March 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). The transition was carried out from the accounting principles generally accepted in India (Indian GAAP) which is considered as previous GAAP, as defined in Ind AS 101. An explanation of how the transition to Ind AS has impacted the Company's equity and profits.

b) Basis of measurement:

The financial statements have been prepared on accrual and going concern basis and historical cost convention, except for certain financial assets and liabilities which have been measured at fair value or amortised cost, as required under relevant Ind AS.

c) Significant accounting judgements, estimates and assumptions:

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgments

Information about significant areas of estimation/ uncertainty and judgements in applying the Company's accounting policies that have the most significant effect on the amounts recognised in the financial statements are as follows:

Reference	Significant judgement and estimates
Note 3(b)	Measurement of useful life and residual values of property, plant and equipment
Note 3(c)	Impairment test of non-financial assets: key assumptions underlying recoverable amounts
Note 3(l) and 33	Measurement of defined benefit obligations: key actuarial assumptions
Note 35	Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
Note 3(o) and 37	Fair value measurement of financial assets and liabilities
Note 3(i)	Recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used

There are no assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year.

3. Summary of significant accounting policies

a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

Assets

An asset as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liability

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

Current liabilities include the current portion of non-current financial liabilities. The Company classifies all other liabilities as non-current.

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

Operating cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle basis the nature of business.

b) Property, plant and equipment

Property, plant and equipment including capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the asset.

Subsequent expenditures related to an item of property, plant and equipment are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized, when replaced. All other repair and maintenance costs are recognised in the Statement of Profit and Loss during the reporting period in which they are incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

Depreciation methods, estimated useful lives and residual values

Assets are depreciated to the residual values on a written down value method over the estimated useful lives of the assets, derived as per the Schedule II of the Companies Act, 2013, which are as follows:-

	Useful lives
Office building	60 years
Leasehold Improvement (Office)	60 years
Leasehold Improvement (Factory Building)	30 years
Plant and machinery	10 - 15 years
Office equipment	5 years
Furniture and fixtures	10 years
Vehicles – Motor cycles and scooters	10 years
Vehicles – Motor cars	8 years
Computers	3 years
Leasehold land	Period of lease or useful life, whichever is less

In case of intangible assets, amortisation has been done considering useful life derived on the basis of management judgement and estimate.

The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed at each financial year end or whenever there are indicators for impairment, and adjusted prospectively, as appropriate.

As asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss within other gains/ (losses). Depreciation is calculated on a pro-rata basis for assets purchased/ sold during the year.

c) Impairment of non-financial assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses, if any, are recognized in Statement of Profit and Loss.

A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited to the extent the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognized in the Statement of Profit and Loss when the asset is carried at the revalued amount, in which case the reverse is treated as a revaluation increase.

d) Leases – Company as a lessee

The determination of whether an arrangement is(or contains) a lease is based on the substance of an arrangement at inception date: whether fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's policy on the borrowing costs.

Leased assets are depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an expense on a straight-line basis over the lease term and escalation in the contract, which are structured to compensate expected general inflationary increase are not straight-lined. Contingent rents are recognized as expense in the period in Statement of Profit and Loss in which they are incurred.

e) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose of the Statement of Cash Flows.

f) Financial instruments

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

Financial assets

Initial recognition and measurement

All financial assets are initially recognised when the Company becomes a party to the contractual provisions of the instrument. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial assets.

Classification and subsequent measurement

For the purpose of subsequent measurement, the Company classifies financial assets in following categories:

- Financial assets at amortized cost
- Financial assets at fair value through other comprehensive income (FVTOCI)
- Financial assets at fair value through profit or loss (FVTPL)
- Equity investments measured at fair value through other comprehensive income (FVTOCI)

Financial assets at amortised cost

The category applies to the Company's trade receivables, unbilled revenue, other bank balances, security deposits, etc.

A financial asset being a 'debt instrument' is measured at amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

Financial assets at FVTOCI

A financial asset being a 'debt instrument' is measured at FVTOCI if both the following conditions are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals in the Statement of Profit and Loss. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss.

Financial assets at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization at amortized cost or at FVTOCI, is classified at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss. The Company does not have any financial assets which are measured through FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument at FVTPL.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. There are no such investments in the Company.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The contractual rights to receive cash flows from the asset have expired, or
- The Company has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and are initially measured at fair value with subsequent measurement at amortised cost e.g. Trade receivables, unbilled revenue etc.

The Company follows 'simplified approach' for recognition of impairment loss allowance for trade receivables.

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

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, twelve month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in the subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on a twelve month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, security deposits, etc.

Classification and subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at FVTPL

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risks are recognized in OCI. These gains/ loss are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit or Loss.

Financial liabilities at amortised cost

This category includes security deposit received, trade payables etc. After initial recognition, such liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

g) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

The following specific recognition criteria must also be met before revenue is recognized:

Sale of goods

Revenue from sale of goods is recognised when the significant risks and rewards of ownership of the goods have been passed to the customer. Sales are net off sales returns, free quantities delivered and trade discounts.

Export Incentives

The Company recognises Export incentives such as MEIS License as per accounting principal i.e. on accrual basis.

Commission

When the Company acts in the capacity of an agent rather than as the principal in a transaction, the revenue recognised is the net amount of commission earned by the Company. Further, Company also provides services related to Export Facilitation and the same has been recognised as sale of services under Revenue from Operations.

Rental income

Rental income from investment property is recognised as part of revenue from operations in profit or loss on a straight line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease. Rental income from sub-leasing is also recognised in a similar manner and included under other income.

Interest income

Interest income on financial assets (including deposits with banks) is recognised as it accrues in Statement of Profit and Loss, using the effective interest rate (EIR) method (i.e. time proportionate basis) which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset.

Government grants

An unconditional government grant related to a biological asset that is measured at fair value less cost to sell is recognised in profit or loss as other income when the grant becomes receivable. Other government grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grant, they are recognised in profit or loss as other operating revenue on a systematic basis. Grants that compensate the Company for expenses incurred are recognised in profit or loss as other operating revenue on systematic basis in which such expenses are recognised.

Other operating income

Other operating income is recognised on accrual basis (i.e. time proportionate basis) in the accounting period in which services are rendered and in accordance with the terms of the agreement.

h) Inventories

Inventories are valued at the lower of cost or net realisable value. The cost of inventories is based on the first-in-first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition.

Cost incurred in bringing each product to its present location and conditions are accounted for as follows:

- Raw materials: Purchase cost on first-in-first out basis
- Finished goods and work in progress: Cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs
- Inventory related to real estate division: Valued at cost incurred

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Raw materials, components and other supplies held for use in production of finished goods are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

Obsolete, slow moving, defective inventories, shortage/ excess are identified at the time of physical verification of inventories and wherever necessary provision/ adjustment is made for such inventories.

i) Income taxes

Income tax expenses comprises of current tax and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, by the reporting date.

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

Deferred tax

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

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

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

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

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Minimum Alternate Tax ('MAT') credit entitlement under the provisions of the Income-tax Act, 1961 is recognised as a deferred tax asset when it is probable that future economic benefit associated with it in the form of adjustment of future income tax liability, will flow to the Company and the asset can be measured reliably. MAT credit entitlement is set off to the extent allowed in the year in which the Company becomes liable to pay income taxes at the enacted tax rates. MAT credit entitlement is reviewed at each reporting date and is recognised to the extent that it is probable that future taxable profits will be available against which they can be used. MAT credit entitlement has been presented as deferred tax asset in the Balance sheet. Significant management judgement is required to determine the probability of recognition of MAT credit entitlement.

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

j) Dividend payments

Final dividend is recognized, when it is approved by the shareholders and the distribution is no longer at the discretion of the Company. However, interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

k) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

l) Retirement and other employee benefits

Short term employee benefits are measured on undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

The Company post-employment benefits include defined benefit plan and defined contribution plans.

Contribution payable by the Company to the central government authorities in respect of provident fund, pension fund and employee state insurance are defined plans. A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a statutory authority and will have no legal or constructive obligation to pay further amounts. The Company contributions to defined contribution plans are recognized in Statement of Profit & Loss when the related services are rendered. The Company has no further obligations under these plans beyond its periodic contributions.

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under the defined benefit retirement plan, the Company provides retirement obligation in the form of Gratuity. Under the plan, a lump sum payment is made to eligible employees at retirement or termination of employment based on respective employee salary and years of experience with the Company.

The cost of providing benefits under this plan is determined on the basis of actuarial valuation carried out as at the reporting date by an independent qualified actuary using the projected unit credit method. Actuarial gains and losses are recognised in full in the period in which they occur in the Statement of Profit and Loss. The obligation towards the said benefit is recognised in the balance sheet as the difference between the fair value of the plan assets and the present value of the plan liabilities. Scheme liabilities are calculated using the projected unit credit method and applying the principal actuarial assumptions as at the date of Balance Sheet. Plan assets are assets that are held by a long-term employee benefit fund or qualifying insurance policies. Gratuity is covered under the Gratuity policy respectively, of Life Insurance Corporation of India (LIC).

All expenses excluding re-measurements of the net defined benefit liability (asset), in respect of defined benefit plans are recognized in the profit or loss as incurred. Re-measurements, comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability (asset)), are recognized immediately in the Balance Sheet with a corresponding debit or credit through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

m) Provisions

i) General

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

When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss, net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time (i.e. unwinding of discount) is recognised as a finance cost.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

ii) Contingent assets/ liabilities

Contingent assets are not recognised. However, when realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

Contingent liabilities are disclosed in notes to accounts when there is 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 wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

n) Earnings per share (EPS)

Basic EPS is calculated by dividing the profit for the period attributable to ordinary equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit attributable to ordinary equity shareholders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares (such as preferential shares, ESOP, share warrants, share application money, etc.) into equity shares.

o) Fair value measurement

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

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

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

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

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

- I. Level 1- Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- II. Level 2- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- III. Level 3- Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value measurement. Other fair value related disclosures are given in the relevant notes.

p) Foreign currency

Functional and presentation currency

The Company's financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. Functional currency is the currency of the primary economic environment in which an entity operates and is normally the currency in which the entity primarily generates and expends cash. All the financial information is presented in INR, except where otherwise stated.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in Statement of Profit or Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fairvalue is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Foreign exchange gains/ (losses) arising on translation of foreign currency monetary loans are presented in the Statement of Profit and Loss on net basis.

q) **Corporate social responsibility expenditure**

Pursuant to the requirements of section 135 of the Act and rules thereon and guidance notion "Accounting for expenditure on Corporate Social Responsibility activities" issued by ICAI, with effect from 1 April 2015, CSR expenditure is recognised as an expense in the Statement of Profit and Loss in the period in which it is incurred.

4. Segment Reporting

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss of the segment and is measured consistently with profit or loss in these financial statements. Operating segments have been identified on the basis of the nature of products. In accordance with Ind AS 108, Operating Segments, the Company has identified and disclosed the following segment information in the financial statements.

- 1) Trading Division -Infra
- 2) Manufacturing Division- Chemical, Polymers & Special Additives
- 3) Manufacturing Division- MS Sockets & Fittings
- 4) Real estate Division

5. Property, plant and equipment

Particulars	Leasehold Land	Office Building	Lease Hold Improvements (Factory Building)	Plant and equipment	Furniture & fixtures	Vehicles	Office Equipment	Computers	Intangible Assets	Total
Cost or valuation	Gross Value									
At 1 April 2021	478.18	30.65	744.89	2,967.14	30.65	328.45	97.77	76.40	91.90	4,846.02
Additions	-	-	68.31	101.11	-	-	1.08	0.77		171.28
Assets classified as Investment Property *	-	-								-
Disposals / Assets Held for Sale #	-	-	-			179.18				179.18
At 31 March 2022	478.18	30.65	813.20	3,068.25	30.65	149.28	98.85	77.18	91.90	4,838.13
Depreciation	Accumulated Depreciation									
At 1 April 2021	37.26	1.89	376.79	1,756.80	24.95	281.70	79.61	73.01	2.43	2,634.43
Charge for the year	6.28	0.87	36.40	228.85	1.11	8.92	6.46	2.09	29.10	320.09
Assets classified as Investment Property *						-			-	-
Disposals / Assets Held for Sale #						(146.63)				(146.63)
At 31 March 2022	43.54	2.76	413.19	1,985.65	26.06	143.99	86.07	75.10	31.53	2,807.89
Net book value										
At 31 March 2022	434.63	27.89	400.01	1,082.60	4.59	5.29	12.78	2.08	60.37	2,030.24
At 31 March 2021	440.92	28.76	368.10	1,210.33	5.70	46.75	18.16	3.40	89.47	2,211.59

5. i. Investment Property

Particulars	Investment Properties
Cost or valuation	
At 1 April 2021	915.06
Reclassified from PPE*	-
Reclassified from Assets Held for Sale	-
Disposals	-
At 31 March 2022	915.06
Depreciation	
At 1 April 2021	95.03
Reclassified form PPE*	-
Charge for the year	40.25
Disposals	-
At 31 March 2022	135.28
Net book value	
At 31 March 2022	779.78
At 31 March 2021	820.03

*Asset has been reclassified as Investment property as per IND AS 40 as property interests held under a lease accounted for as an operating lease.

Non - Current
6. Other financial assets

Particulars	As at 31 March 2022	As at 31 March 2021
Unsecured, considered good unless otherwise stated		
Security deposit	45.37	48.17
Advance to suppliers*	1,476.86	1,044.91
Trade receivables#	455.50	531.99
	1,977.73	1,625.08

*Advance to suppliers are subject to confirmation / reconciliation, consequential adjustment if any.

For ageing of Trade Receivables is disclosed in note 10

6 A. Investments

Particulars	As at 31 March 2022	As at 31 March 2021
(Valued at Fair value)		
Investments in Shares	-	6.60
	-	6.60

7. Taxes
a) Amounts recognised in Statement of profit and loss comprises:

The major component of income tax expense:

i) Statement of profit and loss

Particulars	As at 31 March 2022	As at 31 March 2021
Current tax	(3.70)	-
Deferred tax	11.57	29.63
Excess/ Short provision relating earlier year tax	-	-
Income tax expense	7.87	29.63

ii) Other comprehensive income

Particulars	As at 31 March 2022	As at 31 March 2021
Deferred tax benefit on re-measurement of defined benefit plan	3.70	-
Income tax charged to OCI	3.70	-

b) Current tax liabilities (net)

	As at 31 March 2022	As at 31 March 2021
Current tax assets	136.34	-
Current tax liabilities	-	-
	136.34	-

c) Reconciliation of effective tax rate

Particulars	As at 31 March 2022	As at 31 March 2021
Net income before tax	224.17	(1,307.22)
Enacted tax rate in India	25.17%	25.17%
Computed tax expense	56.42	-
Increase/ decrease in taxes on account of:		
Tax effect on exempted income under Income-tax Act	-	-
Adjustment on account of Demerger		
Tax impact of restatement of Prior period items	-	-
Adjustment on account of brought forward losses/unabsorbed Dep.	-146.09	-
Adjustment on account of other than permanent difference	-10.15	-
Adjustment on account of permanent difference	99.82	
Excess/ Short provision relating earlier year tax		
Income tax expense recognised in the statement of profit and loss	-0.00	-

d) Deferred tax asset/ (liabilities)

Deferred tax asset in respect of:	As at 31 March 2022	As at 31 March 2021
Property, plant and equipment	53.39	63.03
Provision for Gratuity, Bonus & Leave Encashment	5.55	7.48
Total deferred tax asset	58.94	70.51

Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by same taxation authority. During the year the Company has decrease its existing Deferred Tax Assets by Rs. 11.57 lakhs

e) Reconciliation of deferred tax assets

Particulars	As at 31 March 2022	As at 31 March 2021
Opening balance	70.51	100.14
Tax credit during the year recognised in Statement of profit and loss	11.57	29.63
Closing balance	58.94	70.51

8. Other non-current assets

Particulars	As at 31 March 2022	As at 31 March 2021
Unsecured, considered good unless otherwise stated		
Capital advances	1,794.65	1,794.65
Other Non Current Assets	55.64	10.90
	1,850.29	1,805.54

9. Inventories

Particulars	As at 31 March 2022	As at 31 March 2021
At cost or net realisable value, whichever is lower		
Raw materials	7,377.74	8,572.16
Finished goods	786.62	1,483.48
Real estate Inventory	52.52	104.87
	8,216.88	10,160.51

(Valued and certified by the Company's Management, Independent Cost Accountant and Relied upon by Auditors
The Company is in the business of High End additives and rubber-plastic compounds and accordingly deals in numerous items such as Tin Alloy / Ingots, 2EthylhexylThioglycolate, Tinmate, Hydrogen Peroxide, PVC Resin, Styrene Butadiene Copolymer, Styrene Butadiene Styrene, Methyl Chloride (Gas) etc. Keeping in view the nature of industry and vast number of items, it is not practical for the Company to give item wise break up of different type of products.

10. Trade receivables

Particulars	As at 31 March 2022	As at 31 March 2021
Unsecured, considered good unless otherwise stated	13,032.20	8,105.96
	13,032.20	8,105.96

Trade receivables are subject to confirmation / reconciliation, consequential adjustment if any and verification from Bank realisation certificates

The carrying amount of trade receivables approximates their fair value, is included in note 37.

The Company's exposure to credit risk and impairment allowances related to trade receivables is disclosed in Note 41.

10. i. Trade receivables

Particulars		Amount Classified under Current Assets			Amount Classified under Non Current Assets		(Amount in Lakhs)	
		Outstanding for following periods from due date of payment as at 31st March 2022						
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years		Total
(i)	Undisputed Trade receivables-considered good	12,844.49	36.41	148.59	115.47	18.86	13,163.81	
(ii)	Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(iii)	Undisputed Trade Receivables-credit impaired	-	-	-	-	-	-	
(iv)	Disputed Trade Receivables-considered good	-	-	2.71	116.43	204.75	323.88	
(v)	Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(vi)	Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	
Total		12,844.49	36.41	151.30	231.90	223.61	13,487.70	

Trade receivables are subject to confirmation / reconciliation, consequential adjustment if any and verification from Bank realisation certificates.

The carrying amount of trade receivables approximates their fair value, is included in note 37.

The Company's exposure to credit risk and impairment allowances related to trade receivables is disclosed in Note 41.

Particulars		Amount Classified under Current Assets			Amount Classified under Non Current Assets		(Amount in Lakhs)	
		Outstanding for following periods from due date of payment as at 31st March 2021						
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years		Total
(i)	Undisputed Trade receivables-considered good	6,478.60	777.92	622.92	141.92	14.16	8,035.52	
(ii)	Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(iii)	Undisputed Trade Receivables-credit impaired	-	-	-	-	-	-	
(iv)	Disputed Trade Receivables-considered good	-	17.25	209.28	375.91	-	602.43	
(v)	Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(vi)	Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	
Total		6,478.60	795.17	832.19	517.83	14.16	8,637.95	

11. Cash and cash equivalents

Particulars	As at 31 March 2022	As at 31 March 2021
Cash in hand	9.29	2.06
Balance with banks		
On current accounts	257.87	13.12
Unpaid dividend account	12.61	16.80
	279.77	31.99

12. Other bank balances

Particulars	As at 31 March 2022	As at 31 March 2021
Deposits with bank held as margin money		
Bank deposits (with maturity within 12 months from the reporting date)	823.94	865.02
	823.94	865.02

13. Other financials Assets

Particulars	As at 31 March 2022	As at 31 March 2021
Unsecured, considered good unless otherwise stated		
Interest accrued but not due on deposits	32.73	43.15
	32.73	43.15

14. Other current assets

Particulars	As at 31 March 2022	As at 31 March 2021
Advance to suppliers*	5,002.52	6,456.90
Security Deposits Refundable	98.56	1.10
MEIS Licence	26.44	37.09
Advance to employees	7.33	7.93
Other taxes recoverable	190.17	132.24
Prepaid expenses	27.06	45.59
Other Current Assets	2.34	144.57
	5,354.42	6,825.43

*Advance to suppliers are subject to confirmation / reconciliation, consequential adjustment if any.

15. Share capital
a) Equity share capital

Particulars	As at 31 March 2022	As at 31 March 2021
Authorised shares		
1,50,00,00,000 equity shares of Re. 1 each	15,000.00	3,200.00
Issued, subscribed and fully paid-up shares		
279,899,675 equity shares of Re. 1 each	2,799.00	2,799.00
363,869,577 equity shares of Re. 1 each	3,638.70	
29,55,67,595 equity shares of Re. 1 each	2,955.68	
	9,393.37	2,799.00

b) Reconciliation of number of shares outstanding at the beginning and end of year

Particulars	As at 31 March 2022	As at 31 March 2021
Equity shares, issued, subscribed and fully paid-up		
Shares at the beginning of the year	2,799.00	2,799.00
Issued during the year	6,594.37	-
Shares at the end of the year	9,393.37	2,799.00

c) Terms / rights attached to equity shares

The Company has only one class of equity shares having par value of Re 1 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company in proportion to the number of equity shares held by the shareholders, after distribution of all preferential amounts.

d) Shareholding of Promoters

Shares held by promoters at 31.03.2022

Promoter Name	No. of Shares	% of Total Shares	% change during the year
Promoter			
VIKAS GARG	7,86,43,933	8.37%	8.07%
Promoter Group			
VIKAS GARG HUF	5,02,750	0.05%	-1.13%
NAND KISHORE GARG	32,775	0.00%	-0.01%
SEEMA GARG	2,175	0.00%	0.00%
VIVEK GARG	21,550	0.00%	-0.38%
ISHWAR GUPTA	42,800	0.00%	-0.01%
NAND KISHORE GARG HUF	37,750	0.00%	-0.12%
JAI KUMAR GARG HUF	18,500	0.00%	-0.40%
ASHA GARG	8,025	0.00%	0.00%
USHA GARG	5,33,000	0.06%	-0.74%
JAI KUMAR GARG	19,750	0.00%	-0.36%
VAIBHAV GARG	5,000	0.00%	0.00%
SUKRITI GARG	48,325	0.01%	-0.01%
SUKRITI WELFARE TRUST	44,56,550	0.47%	-1.12%
VINOD KUMAR GARG & SONS HUF	-	0.00%	-0.18%
VIKAS LIFECARE LTD	40,74,783	0.43%	-11.28%
VRINDAA ADVANCED MATERIALS LIMITED	23,515	0.00%	-0.01%

e) Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31 March 2022	
	No. of shares	%age
Equity shares, issued, subscribed and fully paid-up		
Vikas Garg	7,86,43,933	837228.23%

Particulars	As at 31 March 2021	
	No. of shares	%age
Equity shares, issued, subscribed and fully paid-up		
Vikas Lifecare Limited	2,02,67,561	7.24%
Jayanti Shamji Chedda HUF	1,87,66,804	6.70%

f) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

The Company has not issued any share for consideration other than cash during the period of five year immediately preceding 31 March 2022.

16. Other equity

Particulars	As at 31 March 2022	As at 31 March 2021
Securities premium	4,195.65	1,148.70
General reserve	1,471.20	1,471.20
Retained earnings	7,562.62	7,423.38
Other reserve	9.66	9.66
Share Application Money Pending for Allotment	107.53	-
Other comprehensive income	23.40	12.39
	13,370.06	10,065.33

a) Securities premium

Particulars	As at 31 March 2022	As at 31 March 2021
Opening balance	1,148.70	1,148.70
Additions during the year on account of issue of equity shares	3,046.95	-
Closing balance	4,195.65	1,148.70

b) General reserve

Particulars	As at 31 March 2022	As at 31 March 2021
Opening balance	1,471.20	1,471.20
Closing balance	1,471.20	1,471.20

c) Retained earnings

Particulars	As at 31 March 2022	As at 31 March 2021
Opening balance	7,423.38	8,858.36
Additions during the year	139.24	(1,434.98)
Less: Final dividend on equity shares	-	-
Less: Tax on final dividend on equity shares	-	-
Closing balance	7,562.62	7,423.38

d) Other reserves (capital reserve)

Particulars	As at 31 March 2022	As at 31 March 2021
Opening balance	9.66	9.66
Additions during the year	-	-
Closing balance	9.66	9.66

e) Share Application Money Pending for Allotement

Particulars	As at 31 March 2022	As at 31 March 2021
Opening balance	-	-
*Additions during the year	107.53	-
Closing balance	107.53	-

*unpaid call money w.r.t first & final call of Rs. 0.80 paisa per share (includes Rs. 0.50 paisa for share capital & Rs. 0.30 for share premium) against 1,34,41,646 shares as on 31.03.2022

f) Other Comprehensive Income – Re-measurement of defined benefit plans (net of tax)

Particulars	As at 31 March 2022	As at 31 March 2021
Opening balance	12.39	12.27
Actuarial gains/ (losses) on defined benefit plan for the year (net of tax)	11.01	0.12
Closing balance	23.40	12.39

17. Borrowings
a) Non-current borrowings

Particulars	As at 31 March 2022	As at 31 March 2021
Loan from banks and Others		
Vehicle loans	-	-
Business loan	-	153.70
Fixed assets loans	305.05	382.34
Unsecured Loan	-	-
Total non-current borrowings	305.05	536.04

b) Current borrowings

Particulars	As at 31 March 2022	As at 31 March 2021
Current portion of secured term loan from banks		
Secured Loans		
Vehicle loans	-	2.40
Business loan	162.79	603.22
Fixed assets loans	79.23	70.33
Cash credit limits – Repayable on demand		
Bank of Baroda	1,009.93	1,268.14
Punjab National Bank	4,580.44	7,203.10
State Bank of India	1,807.86	1,998.01
PCFC Oriental Bank of Commerce	-	1,435.55
Unsecured Loans		
Unsecured Loan	1,349.37	2,016.24
	8,989.63	14,596.98
Less: Amount disclosed under 'Other financial liabilities' *	(242.03)	(675.95)
	8,747.60	13,921.04

Information about the Company's exposure to interest rate, foreign currency and liquidity risks is included in Note 41.

* Current portion of secured term loan from banks is disclosed under note 20, 'Other financial liabilities'.

17. Terms and repayment schedule of Borrowings

Terms and conditions of outstanding secured term loan are as follows:

(Amount in Lakhs)

Particulars	Interest rate	Year of maturity	As at 31 March 2022	As at 31 March 2021
Non-current borrowings				
Vehicle loan				
Toyota Financial Services India Limited – Innova (Account No NDEL1085441)	9.24% p.a.	2021	-	-
Business loan				
ICICI LAP A/c No. LBDEL00004899038	7.75% p.a.	2026	305.05	382.34
SBI COVID LOAN	7.40% p.a.	2022	-	24.37
PNB COVID LOAN	7.30% p.a.	2022	-	129.33
Current borrowings				
Vehicle loan				
Toyota Financial Services India Limited – Innova (Account No NDEL1085441)	9.24% p.a.	2021	-	2.40
Business loan				
ICICI LAP A/c No. LBDEL00004899038	7.75% p.a.	2026	79.23	70.33
BOB FITL	13.00% p.a.	2021	-	26.30
PNB FITL	11.95% p.a.	2021	-	0.51
E-OBC (now known as PNB) FITL	11.95% p.a.	2021	-	47.71
SBI COVID LOAN	7.40% p.a.	2022	24.06	133.33
PNB COVID LOAN	7.30% p.a.	2022	138.74	390.59
Fixed assets loan				
(PNB erstwhile known as OBC) – TL (Account No 08767025002281)	11.95% p.a.	2021	-	4.78

Secured term loans from banks

- Toyota Financial Services India Ltd - NDEL1085441 was taken during 2016 year and carries interest @ 9.24% per annum. The loan is repayable in 60 instalments of Rs. 35,496 each along with interest from the date of loan. The loan is secured by hypothecation of car of the Company. The loan has been fully repaid in November 2021.
- Term Loan III-8767025002281 (PNB erstwhile known as Oriental Bank of Commerce). The Term Loan is secured on the 1st exclusive charge by way of hypothecation on plant & machinery and construction of Building financed by PNB. The rate of interest was 11.95% p.a. The loan has been fully repaid in August 2021.
- ICICI LAP A/c No. LBDEL00004899038: Vikas Ecotech Ltd. has taken Loan Against Immovable Commercial property from ICICI Bank during February'2019. Repayable in 91 EMI of Rs 8,67,358.00 each & Date of EMI is 05th of next month. The Term loan is secured against Office No. 404, 405, 408,409 & 410 in the Building known as "Express Zone", Western Express Highway, Malad (East) Mumbai, Maharashtra and the property is in the name of the Company. The current rate of interest is 7.75% p.a.
- Covid Loan of Rs. 200 lakhs has been sanctioned by SBI in the first quarter of FY 2020-21 in order to meet out contingencies arose due to epidemic ongoing covid crisis. The Term Loan is secured by way of hypothecation of stock, receivable, and advance to suppliers and other current assets on pari-passu basis with consortium members. The current rate of interest is 7.40% p.a. The loan shall be fully repaid in June 2022.
- Covid Loan of Rs. 582 lakhs has been sanctioned by PNB in the first quarter of FY 2020-21 in order to meet out contingencies arose due to epidemic ongoing covid crisis. The Term Loan is secured by way of hypothecation of stock, receivable, and advance to suppliers and other current assets on pari-passu basis with consortium members. The current rate of interest is 7.30% p.a. The loan shall be fully repaid in July 2022.
- FITL Loan of Rs. 269 lakhs has been sanctioned by E-OBC (now known as PNB). The monthly interest debited in the account shall not be demanded from March'20 to August'20 in FY 2020-21 as per order of RBI due to epidemic Covid-19 and accordingly, Bank has converted the said amount into Funded Interest Term Loan (FITL). The Term Loan is secured by way of hypothecation of stock, receivable, and advance to suppliers and other current assets on pari-passu basis with consortium members. The rate of interest was 11.95% p.a. The loan has been fully repaid April'2021.

- g) FITL Loan of Rs. 87 lakhs has been sanctioned by PNB Nehru Place. The monthly interest debited in the account shall not be demanded from March '20 to August'20 in F.Y 2020-21 as per order of RBI due to epidemic Covid-19 and accordingly, Bank has converted the said amount into Funded Interest Term Loan (FITL). The Term Loan is secured by way of hypothecation of stock, receivable, and advance to suppliers and other current assets on pari-passu basis with consortium members. The rate of interest was 11.95% p.a. The loan has been fully repaid April'2021.
- h) FITL Loan of Rs. 99 lakhs has been sanctioned by BOB. The monthly interest debited in the account shall not be demanded from March'20 to August'20 in F.Y 2020-21 as per order of RBI due to epidemic Covid-19 and accordingly, Bank has converted the said amount into Funded Interest Term Loan (FITL). The Term Loan is secured by way of hypothecation of stock, receivable, and advance to suppliers and other current assets on pari-passu basis with consortium members. The rate of interest was 13.00% p.a. The loan has been fully repaid June'2021.

Secured Fund Based (Cash Credit, PCFC etc.) & Non Fund Based limits from Banks

- The Company is availing working capital limits under consortium from Punjab National Bank, Bank of Baroda and State Bank of India with Punjab National Bank as lead banker in consortium and others banks are member banks.
- The Company was availing a cash credit (Hypothetical) limit of Rs. 4,000 Lacs and PCFC Limit of RS 3,350 Lacs from Punjab National Bank against Hypothecation of stock, receivable, and advance to suppliers and other current assets on pari-passu basis with consortium members. No DP against stock and Book debts exceeding 180 days to be allowed. Earlier Margin was 20% and during IV qtr of FY 21-22, the margin has been increased to 25% and the current rate of interest are Bank RLLR 4%+ Mark up 2.80% + Spread 5.15% i.e. 11.95% p.a. Further the Company was also availing LC / DA / DP basis non Fund Based Limit of Rs. 4,350 Lacs (which includes both side inter change ability LC to CC for Rs.1,000 Lacs) for procurement of Raw Material and spares. Cash Margins is 15% in the shape of FDR on LC limits.

Further, during IV qtr of FY 21-22, company has reduced the credit facilities of PNB by Rs. 1,100 lacs of non-fund based limits and also surrendered PCFC limits of Rs. 3,350 lacs. The outstanding CC limit after such reduction is Rs. 4,000 lacs and non-Fund based limit is Rs. 2,250 lacs, as on 31.03.2022. PNB has allowed us interchange-ability of Rs. 10.00 Crores from LC to CC & vice versa vide Sanction letter dated 02.02.2022. Effective CC limit shall be Rs. 50.00 crores after considering said interchange-ability from LC to CC and effective LC is Rs. 12.50 Crs. (22.50-10.00).

- The Company was also availing Cash Credit limit of Rs.1,250 Lacs from Bank of Baroda. The limit is secured by way of hypothecation of stock, receivables & other current assets on pari-passu basis with consortium members. DP shall be permitted against receivable upto 180 days. Earlier Margin was 20% and during IV qtr of FY 21-22, the margin has been increased to 25% and the current rate of interest is BRLLR+Strategic Premium+6.00% i.e 13.00% p.a. Further, during IV qtr of FY 21-22, company has reduced the credit facilities (i.e. Cash credit) by Rs. 255 lacs and the outstanding CC limit is Rs. 9.95 crores as on 31.03.2022.
- The Company was also availing Cash Credit limit of Rs.2,000 Lacs from State Bank of India with a sub limit of PC / PCFC / FBP / FBD of Rs. 500 Lacs under the same Cash Credit limit. The limit is secured by way of hypothecation of stock, receivables & other current assets on pari-passu basis with consortium members. DP shall be permitted against receivable upto 180 days. Earlier Margin was 20% and during IV qtr of FY 21-22, the margin has been increased to 25% and the current rate of interest is 6 month MCLR + 6.85% present rate is 13.80% p.a. Further the Company was availing Non Fund Based LC (Import /Inland / DP/ DA/ BG, Buyers Credit) limits of Rs. 1000 for procurement of raw material and spares. Cash Margin has been increased from 15% to 25% in the shape of FDR'(s) as per Sanction letter dated 24.11.2021.

Further, during IV qtr of FY 21-22, company has reduced the credit facilities of SBI by Rs. 600 lacs of non-fund based limits and also reduced CC limit by Rs. 200 lacs. The outstanding CC limit after such reduction is Rs. 1,800 lacs and non-Fund based limits Rs. 400 lacs, as on 31.03.2022.

Further, the Fund Based & Non Fund Based limits from Banks are secured by Mortgage of following Collateral Assets:

- a) Roof right of Property 34/1, Vikas Apartments, East Punjabi Bagh, New Delhi owned by Company.
- b) F-5, Vikas Apartment, 34/1, 1st Floor, East Punjabi Bagh, New Delhi owned by Ms. Seema Garg.
- c) Industrial property at G-30 RIICO Industrial Area, Vigyan Nagar, Shahjahanpur Dist. Alwar, Rajasthan.
- d) Property situated at Khasra no. 710/201 in Village Rithala, Delhi owned by Mr. Vivek Garg.
- e) A-28 Khasra No.12/10 and 13/6 Village Kamrudin Nagar Nangloi owned by Ms. Seema Garg and Ms. Usha Garg.
- f) 770, Khasra No.142/770, situated at Village Khanjawala, New Delhi owned by Ms. Usha Garg
- g) B-1, 34/1, Vikas Apartment, Punjabi Bagh, New Delhi owned by Ms. Usha Garg.

- h) Industrial property at G-24-29 RIICO Industrial Area, Vigyan Nagar, Shahjahanpur Dist. Alwar Rajasthan, owned by Company.
- i) Industrial Property No. - F-7 & 8, Vigyan Nagar RIICO Indl. Area, Shahjahanpur, Tehsil Neemrana Distt. Alwar, Rajasthan.

Further, the Fund Based & Non Fund Based limits are guaranteed by personal guarantee of the following persons:

- a) Mr. Nand Kishore Garg
b) Mr. Vikas Garg
c) Mr. Vivek Garg
d) Mrs. Usha Garg
e) Mrs. Seema Garg
f) Mrs. Namita Garg

18. Provisions

a) Long-term provisions

Particulars	As at 31 March 2022	As at 31 March 2021
Gratuity	24.14	29.55
	24.14	29.55

b) Short-term provisions

Particulars	As at 31 March 2022	As at 31 March 2021
Gratuity	0.63	0.62
	0.63	0.62

c) Other Liabilities

Particulars	As at 31 March 2022	As at 31 March 2021
Security Deposit received	43.21	43.21
	43.21	43.21

19. Trade payables

(Amount in Lakhs)

Particulars	Outstanding for following periods from due date of payment as at 31st March 2022				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	597.96	-	-	-	597.96
(ii) Others	806.61	104.96	12.14	11.07	934.78
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
Total	1,404.57	104.96	12.14	11.07	1,532.74

The Company exposure to liquidity risk related to the above financial liabilities is disclosed in Note 41.

Trade Payables are subject to confirmation / reconciliation, consequential adjustment if any.

(Amount in Lakhs)

Particulars	Outstanding for following periods from due date of payment as at 31st March 2021				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	790.11	0.49	-	-	790.61
(ii) Others	2,832.19	48.01	5.38	0.52	2,886.09
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
Total	3,622.30	48.50	5.38	0.52	3,676.70

20. Other financial liabilities

Particulars	As at 31 March 2022	As at 31 March 2021
Current maturities of non-current borrowings	242.03	675.95
Unclaimed dividend	12.61	16.75
Bank overdrafts	-	-
	254.64	692.70

21. Other liabilities, current

Particulars	As at 31 March 2022	As at 31 March 2021
Advance from customers*	30.51	10.97
Advance received against assets held for sale#	-	55.00
Accrued expenses	66.05	67.94
Other Liabilities	5.00	4.90
Statutory dues payable	663.93	668.39
	765.48	807.21

*Advance from customers are subject to confirmation / reconciliation, consequential adjustment if any.

22. Revenue from operations

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Revenue from operations		
Sale of products	22,897.49	11,558.41
Other operating revenues	2,144.91	59.36
	25,042.40	11,617.77

23. Other income

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Foreign exchange fluctuation gain	(16.87)	69.05
Interest income	59.67	56.10
Rebates and discounts received	46.90	12.71
Profit/loss on sale of fixed assets	1.35	38.46
Long / Short Term Capital Gain & Loss	1.33	(30.77)
Other Receipts	(11.58)	265.14
Rental income	92.50	45.05
Export incentive	-	-
	173.31	455.75

24. Cost of material consumed*

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Opening inventory of raw material, work in progress and finished goods	10,055.64	10,941.51
Add: Purchases (including direct expenses and overheads)	8,861.71	9,606.25
Less: Closing inventory of raw material, work in progress and finished goods	(8,164.36)	(10,055.64)
	10,752.99	10,492.12

Details of inventory

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Closing Inventory*		
Inventory of raw material, work in progress and finished goods	8,164.36	10,055.64

25. Purchase of traded goods*

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Purchase of traded goods (including direct expenses and overheads)	10,924.07	-
	10,924.07	-

26. Change in inventory*

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Closing stock of traded goods and real estate inventory	52.52	104.87
	104.87	104.87
(Increase)/ Decrease in Inventory (traded goods and real estate inventory)	52.34	-

*The Company is in the business of High End additives and rubber-plastic compounds and accordingly deals in numerous items such as Tin Alloy / Ingots, 2 Ethylhexyl Thioglycolate, Tinmate, Hydrogen Peroxide, PVC Resin, Styrene Butadiene Copolymer, Styrene Butadiene Styrene, Methyl Chloride (Gas) etc. Keeping in view the nature of industry and vast number of items, it is not practical for the Company to give item wise break up of different type of products.

27. Employee benefit expenses

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Salaries, wages and bonus	206.37	213.57
Contribution to provident and other funds	8.51	9.20
Staff welfare expenses	19.22	17.38
	234.09	240.15

*Salaries, wages and bonus' includes gratuity and other post-employment benefits. Refer note 33 for details.

28. Depreciation expense

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Depreciation on tangible assets	360.34	396.31
	360.34	396.31

29. Finance costs

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Interest expenses		
- On borrowings	1,799.61	1,522.56
- On others	2.76	0.86
Other financing charges	106.24	292.81
	1,908.61	1,816.23

30. Other expenses

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Freight outward	121.31	114.85
Legal and professional	182.80	95.13
Directors' sitting fees	0.60	0.40
Travelling and conveyance	13.96	16.55
Donation	20.31	0.67
Insurance	48.69	65.26
Electricity Expenses	7.46	8.89
Loading and unloading expenses	6.83	5.93
Security Charges	21.16	18.95
Advertisement and promotion	4.16	3.16
Repairs and maintenance		
Plant and machinery	82.00	22.02
Buildings	12.87	4.20
Others	2.57	13.31
Printing and stationery	6.46	3.01
Postage and courier	2.30	0.41
Communication costs	19.98	7.57
Rent	21.86	23.83
Rates and taxes	161.72	15.78
Vehicle Running Expenses	3.78	3.58
IPO/Corporate Action Charges	21.81	-
Miscellaneous expenses	11.18	12.55
	773.81	436.06

Payments to Statutory auditors

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Statutory Audit fees	10.00	10.00
Taxation and Other matters – fees	1.16	0.15
	11.16	10.15

31. Exceptional items

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Insurance Claim Received (Building, P & M)	-	-
Insurance Claim Received (Inventory)		
	-	-

32. Earnings per share

Particulars	For the year ended 31 March 2022	For the year ended 31 March 2021
Nominal value per share	1.00	1.00
Profit attributable to equity shareholders for computing Basic and Diluted EPS (A)	150.25	(1,434.85)
Weighted average number of equity shares outstanding during the year for computing Basic EPS (B)	9393.37	2799.00
Weighted average number of equity shares outstanding during the year for computing Diluted EPS (C)	9287.05	2799.00
Basic earnings per share (A/B)	0.02	(0.51)
Diluted earnings per share (A/C)	0.02	(0.51)

33. Employee benefits

The Company has recognised the following amounts in the statement of profit and loss:

Defined contribution plan

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Employer's contribution to provident fund	5.78	6.08
	5.78	6.08

Defined benefit plan

The Company operates a defined benefit gratuity plan, wherein every employee, who has rendered at least five years of continuous service, is entitled to the gratuity benefit equivalent to 15 days of total basic salary last drawn for each completed year of service, in terms of Payments of Gratuity Act, 1972. The Company has taken Group Gratuity Scheme for the employees from the LIC of India. Gratuity liability is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of the each reporting period, as required under Ind-AS 19 – Employee Benefits.

a) Reconciliation of present value of defined benefit obligation:

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Present value of benefit obligation at beginning of year	30.17	28.60
Current services cost	3.47	3.77
Interest cost	2.05	1.94
Benefits paid	(0.22)	
Re-measurements of Actuarial (gain)/ loss arising from		
- Change in demographic assumptions	-	-
- Change in financial assumptions	(5.62)	-
- Experience variance (i.e. Actual experience vs. assumptions)	(5.08)	(4.13)
Present value of benefit obligation at end of year	24.77	30.17

b) Reconciliation of present value of plan assets:

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Fair value of plan assets at beginning of year	5.56	5.21
Investment income	0.38	0.35
Return on plan assets, excluding amount recognised in net interest expense		
Fair value of plan assets at end of year	5.94	5.56

c) Expense recognised in the statement of profit and loss

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Service cost	3.47	3.77
Interest cost	1.67	1.59

d) Amount recognised in other comprehensive income:

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Actuarial (gain)/ losses		
Changes in demographic assumptions	-	-
Changes in financial assumptions	(5.62)	-
Experience variance (i.e. actuarial experience vs. assumptions)	(5.08)	(4.13)
Return on plan assets, excluding amount recognised in net interest expense		
Components of defined benefit costs recognised in other comprehensive income	(10.70)	(4.13)

e) Assumptions used to determine the benefit obligation are as follows:

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Discount rate	7.30%	6.80%
Expected rate of increase in compensation levels	5.00%	6.00%
Retirement age	60 years	60 years
Withdrawal rates:		
Upto 30 years	3.00%	3.00%
31 - 44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%

Mortality Rate (% of Indian Assured Live Maturity2006-08)

Assumptions regarding future mortality rate are based on published statistics and mortality tables.

f) Maturity profile of defined benefit obligation

Expected cash flows over the next (valued on undiscounted basis)	Amount	Amount
	31-Mar-22	31-Mar-21
1 year	0.63	0.62
2 to 5 years	2.70	2.91
6 to 10 years	4.95	5.32
More than 10 years	67.38	91.98

g) Sensitivity analysis

The sensitivity of defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	31-Mar-22		31-Mar-21	
	Decrease	Increase	Decrease	Increase
Discount rate (1% movement)	28.33	21.77	35.22	26.03
Salary growth rate (1% movement)	21.69	28.37	25.96	35.21
Attrition Rate (- / + 50% of attrition rates)	24.24	25.25	29.91	30.40
Mortality Rate (- / + 10% of mortality rates)	24.74	24.80	30.16	30.18

The sensitivity analyses are based on change in above assumption while holding all other assumptions constant. The changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with projected unit credit method at the end of the reporting year) has been applied, as has been applied when calculating the provision for defined benefit plan recognised in the Balance Sheet.

34. Operating lease

The Company has taken various premises on operating leases. The underlying agreements are executed for a period generally ranging from one year to three years except long term leases, renewable at the option of the Company and the lessor. There are no restrictions imposed by such leases and there are no sub leases. The rent charged and minimum rental payments to be made in the future in respect of these operating leases are as under:

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Lease rental charged to the Statement of profit and loss	21.86	23.83
Obligation on non-cancellable lease*		
Within one year	25.76	24.25
Later than one year but not later than three years	51.53	48.51
	77.29	72.76

* Obligation related to operational lease of Rajasthan guest house has not been considered due to short term nature.

35. Contingencies

a) Guarantees

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Bank guarantees issued by banks on behalf of the Company*	86.72	315.04
Duty against advance license	88.54	88.54
	175.26	403.58

* Above Figures are stated without considering margin money given by the company, for margin money details please refer Note no. 12

b) Claims not acknowledged as debts

With respect to income tax matters, there are no disputed matters pending before any appellate authorities. However, there are certain routine assessments/rectifications matters related to credit mismatch, rectifications of mistakes apparent from records etc., which are pending for disposal with jurisdictional Assessing officers as on date, for which company has already made adequate representations.

The Company has filed civil suit against ADM Agro Industries Kota and Akola Limited supplier of Soya Bean Oil in Saket Court Delhi (Case No-CS OS No.-198/214) amounting Rs. 99,61,516 due to poor supply of soya bean oil. The Company has suffered a loss due to such poor quality of material supplied by them and non-recovery of money from debtors and it also affect goodwill of the Company. ADM Agro Industries Kota and Akola Limited has also filed winding up petition against the Company in High Court (Case No. CO PET N. 64/2014) due to non-payment of Rs. 41,15,664 along with interest at the rate of 18% from the due date of payment. ADM Agro Industries Kota and Akola Limited has also filed a summary suit for recovery of debts in Tis Hazari Court (Summary Suit No. – C S (OS) 3077/2014).

The Directorate of Enforcement, Delhi Zonal Office, New Delhi has issued a provisional attachment order ("Order") bearing number 04/2020 and file number ECIR/10/DZ-1/2017/16962 under Section 5(1) of the Prevention of Money Laundering Act, 2002 ("PMLA") against our Company and its Promoter/ Director Mr. Vikas Garg and other third parties. Through the said attachment, our bank account UCO Bank at Parliament Street, New Delhi Branch maintained with has been attached for an amount of Rs. 7,15,533/-.

36. Capital commitment

Particulars	Year ended 31-Mar-22	Year ended 31-Mar-21
Estimated amount of contracts to be executed on capital account and not provided for in the financial statements (net of capital advances)*	30.37	30.37

* The Company has intended to purchase the property for Rs. 18,25,01,400 at New Rohtak Road, New Delhi. The Company has made the payment of Rs. 17,94,64,646/- for the same till 31 March 2022, which is shown as per Note No. 8 under "other non-current assets" in the Balance Sheet. Balance payment and the registration will be done in upcoming years and the same will be registered in the name of the Company after completing all the formalities after taking over possession of units.

37. Fair value measurement and financial instruments
Financial instruments – by category and fair value hierarchy

The following table shows the carrying amounts of financial assets and financial liabilities, including their levels in the fair value hierarchy:

Financial assets	Carrying Amount	
	31-Mar-22	31-Mar-21
- At amortised cost		
Non-current other Financial Assets	1,977.73	1,625.08
Investments in Shares	0.00	6.60
Trade receivables	13,032.20	8,105.96
Cash and cash equivalents	279.77	31.99
Other bank balances	823.94	865.02
Other financial assets	32.73	43.15
	16,146.37	10,677.79
Financial liabilities		
- At amortised cost		
Borrowings (non-current)	305.05	536.04
Borrowings (current)	8,747.60	14,066.91
Trade payables	1,532.74	3,676.70
Other financial liabilities	254.64	692.70
	10,840.03	18,972.35

The following methods / assumptions were used to estimate the fair values:

- The carrying value of cash and cash equivalents, trade receivables and trade payables and liabilities approximate their fair values mainly due to short-term maturities of these instruments.
- The fair value of other financial assets and other financial liabilities is estimated by discounting future cash flows using rates applicable to instruments with similar terms, currency, credit risk and remaining maturities. The fair values of other financial assets and other financial liabilities are assessed by the management to be same as their carrying value and is not expected to be significantly different if estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. These are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs.
- The Company's borrowings have been contracted at floating rate of interest, which resets at short intervals. Accordingly, the carrying value of such borrowings (including interest accrued but not due) approximates fair value. There are no significant unobservable inputs used in the fair value measurement.

Fair value hierarchy

All financial instrument for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole;

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for assets or liabilities that are not based on observable market data (unobservable inputs)

The following table presents the financial instruments measured at fair value, by level within the fair value measurement hierarchy:

Financial assets	Level	As at 31-Mar-22	As at 31-Mar-21
Financial assets			
- At amortised cost			
Non-current other Financial Assets	Level 3	1,977.73	1,625.08
Investments in Shares	Level 3	0.00	6.60
Trade receivables	Level 3	13,032.20	8,105.96
Cash and cash equivalents	Level 3	279.77	31.99
Other bank balances	Level 3	823.94	865.02
Other financial assets	Level 3	32.73	43.15
		16,146.37	10,677.79

Financial liabilities			
- At amortised cost			
Borrowings (non-current)	Level 3	305.05	536.04
Borrowings (current)	Level 3	8,747.60	13,921.04
Trade payables	Level 3	1,532.74	3,676.70
Other financial liabilities	Level 3	254.64	692.70
		10,840.03	18,826.48

During the year ended 31 March 2022, there were no transfers between Level 1, Level 2 or Level 3 fair value measurements.

38. Related party disclosures

In accordance with the requirements of Ind-AS - 24 "Related Party Disclosures", the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are as below:

A. List of related parties

1. Company with common Director

#Vikas Lifecare Limited

2. Key management personnel (KMP)

Vikas Garg	Managing Director
Vivek Garg	Whole time Director
*Suresh Kumar Dhingra	Whole time Director
Dinesh Bhardwaj	Chief Executive Officer
Amit Dhuria	Chief Financial Officer
Prashant Sajwani	Company Secretary
* Suresh Kumar Dhingra has been resigned on 25.04.2022.	

3. Relative of Key management personnel (KMP)

Seema Garg

Related party transactions represent transactions entered into by the Company with directors, key management personnel and relatives of key management personnel. The transactions with these related parties for the year ended 31 March 2022 and balances as at 31 March 2022 are described below:

Nature of transaction	Company with common director	KMP and relative	Total
#Sales	1,356.15	-	1,356.15
#Purchases	903.44	-	903.44
Rent paid	-	5.01	5.01
Director remuneration	-	17.55	17.55
Director sitting fees	-	0.60	0.60
Unsecured Loan	942.62	-	942.62
Salary and allowances to KMP*	-	31.77	31.77
	3,202.21	54.94	3,257.15
Balances as at 31 March 2022			
#Trade Receivable	2,540.27	-	2,540.27
Unsecured Loan	1,349.37	-	1,349.37
Other current Liabilities	-	3.75	3.75

* Segregation of post-employment benefit plans of gratuity for individuals cannot be ascertained.

Terms and conditions of transactions with related parties:

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

Mr. Vikas Garg & Mr. Vivek Garg are ceased to be directors in M/s. Vikas Lifecare Ltd. w.e.f. 15.02.2022, so related party transactions has been considered upto 15.02.2022.

39. Status of Insurance Claim

The company has reported exceptional item on account of fire loss of Unit-II of RIICO Industrial Area, Shahjahanpur, Alwar, Rajasthan, in the financial statement for the year ended 31.03.2017. Now the Company has received insurance claim of Rs. 8,37,30,430/- on 20.09.2019 and in accordance with the accounting policies, the Company has accounted the proceeds from insurance claim in the Financial year 2019-20 and accordingly consider the same as income and it is reflecting under "Exceptional items" as per Note no. 31. However, the Company has already filled objection with respect to short amount of insurance claim received from OIC.

40. a). Ratios

The following are analytical ratios for the year ended March 31, 2022 and March 31, 2021

Particulars	Numerator	Denominator	As at 31-Mar-22	As at 31-Mar-21
a) Current Ratio (no. of times)	Total Current Assets	Total Current Liabilities	2.45	1.36
b) Debt-Equity Ratio	Total Debts (Long term borrowing + Short term borrowings (including Current maturities of long term borrowings))	Equity	0.40	1.12
c) Debt Service Coverage Ratio (no. of times)	EBITDA	(Finance costs + Short term borrowings (including Current maturities of long term borrowings))	1.15	0.36
d) Return on Equity (ROE) (%)	Net profit after taxes	Average Shareholder's Equity	0.66%	-11.15%
e) Inventory turnover ratio	Cost of goods sold	Average Inventory	2.36	0.99
f) Trade Receivables turnover ratio	Revenue from operations	Average Trade receivables	2.26	1.20
g) Trade payables turnover ratio	Total Purchases	Average Trade Payables	7.60	5.23
h) Net Capital turnover ratio	Revenue from operations	Working capital	1.52	1.68
i) Net profit ratio (%)	Net Profit	Revenue from operations	0.60%	-12.35%
j) Return on capital employed (ROCE) (%)	Earning before interest and taxes	Capital Employed (Tangible net worth + Long term borrowings)	9.18%	3.80%
k) Return on investment (ROI) (%)	Income generated from investments	Average value of investments	40.22%	-932.68%

40 b). Segment reporting
Identification of segments:

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss of the segment and is measured consistently with profit or loss in these financial statements. Operating segments have been identified on the basis of the nature of products.

Segment revenue and results

The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income).

Segment assets and liabilities:

Assets used by the operating segments mainly consist of property, plant and equipment, trade receivables, cash and cash equivalents and inventories. Segment liabilities include trade payables and other liabilities. Common assets and liabilities which cannot be allocated to any of the segments are shown as a part of unallocable assets/liabilities.

The measurement principles of segments are consistent with those used in preparation of these financial statements. There are no inter-segment transfers

Operating segments have been identified on the basis of the nature of products. In accordance with Ind AS 108, Operating Segments, the Company has identified and disclosed the following segment information in the financial statements.

- 1) Trading Division -Infra
- 2) Manufacturing Division- Chemical, Polymers & Special Additives
- 3) Manufacturing Division- MS Sockets & Fittings
- 4) Real estate Division

1. Revenue by nature of products (Amount in Lakhs)

Particulars	Quarter Ended			Year Ended	
	31.03.2022	31.12.2021	31.03.2021*	31.03.2022	31.03.2021*
(a) Trading Division -Infra	3,919.78	2,796.45	-	11,007.69	-
(b) Manufacturing Division- Chemical, Polymers & Special Additives	4,375.00	4,718.48	-	13,928.60	-
(c) Manufacturing Division- MS Sockets & Fittings	14.26	11.47	-	25.73	-
(d) Real estate Division	-	-	-	80.38	-
Total	8,309.04	7,526.40		25,042.40	

2. Segment Results before tax and interest

Particulars					
(a) Trading Division -Infra	26.57	24.73	-	89.08	-
(b) Manufacturing Division- Chemical, Polymers & Special Additives	1,050.95	1,078.33	-	3,189.17	-
(c) Manufacturing Division- MS Sockets & Fittings	4.56	2.16	-	6.72	-
(d) Real estate Division	-	-	-	28.04	-
Sub Total	1,082.08	1,105.22		3,313.01	
Less: Finance Cost	486.78	445.49	-	1,908.61	-
Add: Other Income	(31.00)	42.81	-	173.31	-
Less: Expenses	431.76	320.43	-	1,368.24	-
Profit before tax	132.53	382.11	-	209.46	-
Less: Tax expenses	10.03	39.26	-	70.22	-
Net profit for the year	122.51	342.85		139.24	
3. Capital Employed	23,068.48	20,721.59		23,068.48	

4. Segment Assets and Liabilities

Particulars					
Assets					
Trading Division -Infra	5,371.69	9,364.41	-	5,371.69	-
Manufacturing Division- MS Sockets & Fittings	67.79	68.16	-	67.79	-
Real estate Division	55.30	55.34	-	55.30	-
Unallocated	28,942.14	27,456.24	-	28,942.14	-
Liabilities					
Trading Division -Infra	55.71	306.03	-	55.71	-
Manufacturing Division- MS Sockets & Fittings	-	-	-	-	-
Real estate Division	10.97	10.97	-	10.97	-
Unallocated	34,370.24	36,627.15	-	34,370.24	-

Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

*Company was in the business of manufacturing of speciality chemicals and hence had only one reportable segment as per "IND-AS 108: operating segments" for the quarter ended 31.03.2021 & for the year ended 31.03.2021.

41. Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, trade payables etc. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company's principal financial assets include trade and other receivables, cash and cash equivalents, security deposits, etc. that derive directly from its operations.

The Company is exposed to market risk (interest rate risk), credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance frame work for the Company are accountable to the Board Audit Committee. This process provides assurance to the Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Company's policies and Company's risk appetite. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes shall be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below:

Market Risk – Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's borrowings with floating interest rates.

Exposure to interest rate risks

The Company's interest rate risk arises majorly from the borrowings carrying floating rate of interest. These obligations exposes the Company to cash flow interest rate risk. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

Variable rate instruments	As at 31 March 2022	As at 31 March 2021
Secured loan from banks (including current maturities)	9,294.68	13,114.39

Interest rate sensitivity analysis

A reasonably possible change of 0.5% in interest rates at the reporting date would have increased / (decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables, remain constant.

Particulars	Statement of Profit and Loss 31.03.2022		Statement of Profit and Loss 31.03.2021	
	0.5% Increase	0.5% Decrease	0.5% Increase	0.5% Decrease
Interest on loan				
For the year ended 31 March 2022	56.02	(56.02)	31.28	(31.28)

Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet

Particulars	Note No.	As at 31 March 2022	As at 31 March 2021
Trade receivables	10	13,487.70	8,637.95
Cash and cash equivalents	11	279.77	31.99
Other bank balances	12	823.94	865.02
Other financial assets	13	1,977.73	1,625.08

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk on cash and cash equivalents and bank deposits is generally limited as the Company transacts with Banks having a high credit ratings assigned by domestic credit rating agencies.

Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. On adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment gain or loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Company's historical experience of customers. Based on the business environment in which the Company operates, management considers that the trade receivables are not in default (credit impaired) as there is very good track record against sales realisations and further there is Zero bad debts in past, hence the Company based upon past trends determined that an impairment allowance for loss on trade receivables is not required.

The ageing analysis of trade receivables as of the reporting date is as follows:

Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Trade receivables as at 31 March 2022	12,844.49	36.41	151.30	231.90	223.61	13,487.70
Trade receivables as at 31 March 2021	6,478.60	795.17	832.19	517.83	14.16	8,637.95

Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is exposed to currency risk on account of its borrowings, receivables and other payables in foreign currency. The functional currency of the company is Indian Rupee. The foreign currency exchange management policy is to minimize economic and transactional exposures arising from currency movements against the US dollar & Euro. The Company manages the risk by netting off naturally-occurring opposite exposures wherever possible, and then dealing with any material residual foreign currency exchange risks if any.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at 31 March 2022, 31 March 2021 are as below:

Particulars	Currency	31-Mar-22	31-Mar-21
Trade receivables	INR	-	-
Trade Payables	INR	247.41	31.61
Advance to Suppliers	INR	-	-
Borrowings	INR	-	1,435.55
Net Foreign Currency Exposure	INR	247.41	1,467.15

Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against US dollar & Euro at reporting date would have affected the measurement of financial instruments denominated in foreign currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Effect in thousands of INR	Year ended 31 March 2022		Year ended 31 March 2021	
	Strengthening	Weakening	Strengthening	Weakening
1% movement				
INR for Foreign Currency Exposure	2.47	(2.47)	14.67	(14.67)

Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company principal sources of liquidity are cash and cash equivalents and the cash flow generated from operations. The Company closely monitors its liquidity position and deploys a robust cash management system.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:-

Particulars	As at 31 March 2022					
	Carrying amount	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	Total
Borrowings	8,747.60		8,747.60			8,747.60
Trade payables	1,532.74	1,229.66	174.91	104.96	23.21	1,532.74
Other financial liabilities	0.63	0.63		-	-	0.63
Particulars	As at 31 March 2021					
	Carrying amount	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	Total
Borrowings	13,921.04		13,921.04			13,921.04
Trade payables	3,676.70	3,441.01	181.29	48.50	5.90	3,676.70
Other financial liabilities	0.62	0.62	-	-	-	0.62

Capital management

Capital includes equity attributable to the equity holders of the parent. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No major changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2022 and 31 March 2021.

The Company's capital consists of equity attributable to equity holders that includes equity share capital, retained earnings and long term borrowings.

Particulars	As at 31-Mar-22	As at 31-Mar-21
Total liabilities	9,294.68	15,133.03
Less: Cash and cash equivalent	279.77	31.99
Adjusted net debt (a)	9,014.91	15,101.04
Total equity (b)	22,763.43	12,864.33
Total equity and net debt (a+b) = c	31,778.34	27,965.37
Capital gearing ratio (a/c)	28.37%	54.00%

FOR KSMC AND ASSOCIATES
Chartered Accountants
(FRN: 003565N)

VIKAS GARG
(MANAGING DIRECTOR)
00255413

VIVEK GARG
(DIRECTOR)
00255443

CA.SACHIN SINGHAL
Membership No.: 505732
UDIN: 22505732AIPJNN4618

PRASHANT SAJWANI
(COMPANY SECRETARY)

AMIT DHURIA
(CHIEF FINANCIAL OFFICER)

DINESH BHARDWAJ
(CHIEF EXECUTIVE OFFICER)

Place: NEW DELHI
Date: 06.05.2022



VIKAS ecOTECH LTD.

(CIN - L65999DL1984PLC019465)

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